

ASX ANNOUNCEMENT
30 AUGUST 2023

Notice under Section 708AA(2)(f) of the Corporations Act

This notice is given by Australian Pacific Coal Limited (the Company) under section 708AA(2)(f) of the Corporations Act 2001 (Cth) (the Act) as modified by Australian Securities and Investment Commission (ASIC) Corporations (Non-Traditional Rights Issues) Instrument 2016/84 and ASIC Corporations (Disregarding Technical Relief) Instrument 2016/73.

The Company has today announced that it is undertaking:

- a placement of new ordinary shares in the Company (Shares), to new and existing institutional investors to raise approximately A\$4 million (Placement); and
- a pro rata accelerated non-renounceable entitlement offer of Shares (Entitlement Offer) of 1 Share for every 4.75 existing ordinary shares held as at 7.00pm (Sydney time) on Thursday 31 August 2023 by shareholders with a registered address in Australia, New Zealand and certain other jurisdictions in which the Company decides to extend the Entitlement Offer to raise approximately A\$8 million.

In respect to all Shares to be issued under the Entitlement Offer (Relevant Shares), the Company advises that:

- (a) the Relevant Shares will be issued without disclosure to investors under Part 6D.2 of the Act;
- (b) as at the date of this notice, the Company has complied with:
 - (1) the provisions of Chapter 2M of the Act as they apply to the Company; and
 - (2) sections 674 and 674A of the Act; and
- (c) as at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8) and 708AA(9) of the Act that is required to be set out in this notice under section 708AA(7); and
- (d) the potential effect that the issue of the Relevant Shares will have on the control of the Company, and the consequences of that effect, will depend on a number of factors, including investor demand and existing shareholdings. However, given:
 - (1) the structure of the Entitlement Offer as a pro rata issue;
 - (2) the current level of holdings of substantial holdings (based on substantial holding notices that have been given to the Company and lodged with ASX on or prior to the date of this notice),

the Company does not expect that the Entitlement Offer will have a material effect on the control of the Company and, as such, does not expect any material consequences to flow from that. It is possible that the Entitlement Offer may result in an increase in the percentage holdings of some shareholders, and a reduction in the percentage holdings of other shareholders, depending on whether they participate in either or both of the entitlement offer or the placement but it is not anticipated that the capital raising will result in a movement of more than 3% in any shareholder's percentage holding.

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This announcement has been authorised for release to the ASX by the Board of Australian Pacific Coal Limited.

About Australian Pacific Coal Limited (ASX: AQC) and the Dartbrook Project

Australian Pacific Coal Limited (ASX: AQC) is focused on developing, acquiring and value adding coal projects. AQC's principal asset is the Dartbrook Coal Mine located in the Hunter Valley, NSW, approximately 4 km west of Aberdeen and 10 km north-west of Muswellbrook. The Dartbrook site has access to world-class infrastructure, a skilled workforce, and support industries utilised by major mining companies in the region. Dartbrook mine produces a high-quality thermal coal (NEWC spec) that is typical of the Hunter Valley with the potential to produce some semi-soft metallurgical coal. The quality characteristics and the percentage of the overall volume of product coal that may have coking coal properties suitable for end-users are yet to be fully determined.

All enquiries:

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Important notice

This notice does not constitute an offer to sell, or a solicitation of any offer to buy, any securities in the United States or to any person whom it would not be lawful outside of Australia and New Zealand. The securities referred to herein have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended ("U.S. Securities Act") or under the securities laws of any state or other jurisdiction of the United States, and may not be offered or sold, directly or indirectly, in the United States, or to, or for the account or benefit of, a U.S. person or person in the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and any other applicable securities laws of any state or other jurisdiction of the United States. United States and U.S. person are as defined in Regulation S under the U.S. Securities Act. This notice must not be distributed or released in the United States, or in any jurisdiction outside of Australia and New Zealand where distribution may be restricted by law.