

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

YANDAL RESOURCES LIMITED

ABN

86 108 753 608

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|--|---|
| 1 | +Class of +securities issued or to be issued | Fully Paid Ordinary Shares
Unlisted Options |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 10,969,555 Shares
5,484,785 Unlisted Options |
| 3 | Principal terms of the +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | Fully Paid Ordinary Shares
Unlisted Options (exercise price 27 cents and expiry date 30 June 2021) |
| 4 | Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?
If the additional +securities do not rank equally, please state: <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment | Shares – Yes
Options – No (new class of securities) |
| 5 | Issue price or consideration | 22 cents per Share
Nil per Option |
| 6 | Purpose of the issue
(If issued as consideration for the acquisition of assets, clearly identify those assets) | The funds raised will primarily be used to accelerate exploration upon the Company's Projects. |

6a	<p>Is the entity an ⁺eligible entity that has obtained security holder approval under rule 7.1A?</p> <p><small>If Yes, complete sections 6b – 6h in relation to the ⁺securities the subject of this Appendix 3B, and comply with section 6i</small></p>	No
6b	The date the security holder resolution under rule 7.1A was passed	-
6c	Number of ⁺ securities issued without security holder approval under rule 7.1	-
6d	Number of ⁺ securities issued with security holder approval under rule 7.1A	-
6e	Number of ⁺ securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	N/A
6f	Number of ⁺ securities issued under an exception in rule 7.2	10,969,555 Shares 5,484,785 Options
6g	If ⁺ securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the ⁺ issue date and both values. Include the source of the VWAP calculation.	N/A
6h	If ⁺ securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/A
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	9,529,185 under rule 7.1 Nil under rule 7.1A
7	<p>⁺Issue dates</p> <p><small>Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A. Cross reference: item 33 of Appendix 3B.</small></p>	29 July 2019

	Number	+Class
8	Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	
	41,695,595	Fully Paid Ordinary Shares (YRL)
	120,000	Fully Paid Ordinary Shares – subject to 6 months voluntary escrow to 19 August 2019
	41,815,595	Total Fully Paid Ordinary Shares
9	Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)	
	7,983,338	Fully Paid Ordinary Shares – subject to 12 months escrow to 28 September 2019
	14,648,970	Fully Paid Ordinary Shares – subject to 24 months escrow to 14 December 2020
	500,000	Unlisted Options - Exercise Price \$0.25 Expiry 31 December 2021
	5,950,000	Unlisted Options - Exercise Price \$0.25 Expiry 31 December 2021 (subject to 24 months escrow)
	5,484,785	Unlisted Options - Exercise Price \$0.27 Expiry 30 June 2021
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A

Part 2 - Pro rata issue

11	Is security holder approval required?	No
12	Is the issue renounceable or non-renounceable?	Non-renounceable
13	Ratio in which the +securities will be offered	1 new share for every 4 shares and 1 free attaching option for every 2 new shares subscribed for
14	+Class of +securities to which the offer relates	Fully Paid Ordinary Shares Unlisted Options
15	+Record date to determine entitlements	26 June 2019
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	No
17	Policy for deciding entitlements in relation to fractions	Round up
18	Names of countries in which the entity has security holders who will not be sent new offer documents <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	All countries on the Record Date other than Australia and New Zealand
19	Closing date for receipt of acceptances or renunciations	22 July 2019
20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	Panthea Capital Pty Ltd
23	Fee or commission payable to the broker to the issue	4% plus GST on the value of any Shortfall it places.
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	N/A
25	If the issue is contingent on security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	1 July 2019

27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	20 June 2019
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A
32	How do security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	*Issue date	29 July 2019

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of +securities
(tick one)

(a) +Securities described in Part 1

(b) All other +securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

35 If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

36 If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over

37 A copy of any trust deed for the additional +securities

Entities that have ticked box 34(b)

38 Number of +securities for which +quotation is sought

39 +Class of +securities for which quotation is sought

40 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?

If the additional +securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another +security, clearly identify that other +security)

	Number	+Class
42 Number and +class of all +securities quoted on ASX (<i>including</i> the +securities in clause 38)	<input type="text"/>	<input type="text"/>

Quotation agreement

- 1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.
- 2 We warrant the following to ASX.
 - The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
 - There is no reason why those +securities should not be granted +quotation.
 - An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.
Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty
 - Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
 - If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: *Bianca Taveira* Date: 29 July 2019
(Company secretary)

Print name: BIANCA TAVEIRA

Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
Insert number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	53,308,348
<p>Add the following:</p> <ul style="list-style-type: none"> • Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2 • Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval • Number of partly paid +ordinary securities that became fully paid in that 12 month period <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>Include only ordinary securities here – other classes of equity securities cannot be added</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	<p>14.2.19 – 50,000 Shares on exercise of options (Listing Rule 7.2 exception 4)</p> <p>29.07.19 – 10,969,555 (Listing Rule 7.2 exception 1)</p>
Subtract the number of fully paid +ordinary securities cancelled during that 12 month period	Nil
“A”	64,327,903
Step 2: Calculate 15% of “A”	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
Multiply “A” by 0.15	9,649,185

Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used	
<p>Insert number of +equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	19.02.19 – 120,000 Shares on acquisition of prospecting tenements
“C”	120,000
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	
<p>“A” x 0.15</p> <p><i>Note: number must be same as shown in Step 2</i></p>	9,649,185
<p>Subtract “C”</p> <p><i>Note: number must be same as shown in Step 3</i></p>	120,000
<p>Total [“A” x 0.15] – “C”</p>	<p>9,529,185</p> <p><i>[Note: this is the remaining placement capacity under rule 7.1]</i></p>

Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	
Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
Insert number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A <i>Notes:</i> <ul style="list-style-type: none"> • This applies to equity securities – not just ordinary securities • Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed • Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained • It may be useful to set out issues of securities on different dates as separate line items 	
“E”	
Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A	
“A” x 0.10 <i>Note: number must be same as shown in Step 2</i>	
Subtract “E” <i>Note: number must be same as shown in Step 3</i>	
Total [“A” x 0.10] – “E”	<i>Note: this is the remaining placement capacity under rule 7.1A</i>

Analysis of Holdings

Yandal Resources Limited

29-07-2019

BoardRoom

Security Classes

Unlisted Options \$0.27 Expiring 30 June 2021

Holdings Ranges	Holders	Total Units	%
1 - 1,000	10	5,014	0.091
1,001 - 5,000	32	77,424	1.412
5,001 - 10,000	5	33,438	0.610
10,001 - 100,000	15	462,658	8.435
100,001 - 99,999,999,999	7	4,906,251	89.452
	TOTAL	5,484,785	100

Top 20 Holdings

Yandal Resources Limited

29-07-2019

BoardRoom

Security Classes

Unlisted Options \$0.27 Expiring 30 June 2021

Holder Name	Securities	%
ABADI INVESTMENTS PTY LTD <VK & ML DATT SUPER A/C>	2,340,909	42.680%
NORTHERN STAR RESOURCES LIMITED	1,000,000	18.232%
AU XINGAO INVESTMENT PTY LTD	708,334	12.915%
MR KENNETH JOSEPH HALL <HALL PARK A/C>	312,500	5.698%
1215 CAPITAL PTY LTD	284,091	5.180%
MR RODERICK JAMES TRIGWELL	156,250	2.849%
BILL BROOKS PTY LTD <BILL BROOKS SUPER FUND A/C>	104,167	1.899%
MS RENAE WAINWRIGHT & MR DAVID LAWRENCE HUGHES <HUGHES FAMILY A/C>	90,909	1.657%
POUNAMU CAPITAL PTY LIMITED	62,500	1.140%
MR JEFFREY ELLIOTT <COTHAY INVESTMENT A/C>	45,455	0.829%
MR KENNETH JOSEPH HALL <HALL PARK A/C>	41,667	0.760%
HEDGEHOG MANAGEMENT PTY LTD <THE RICHARDSON LOW S/F A/C>	32,170	0.587%
MR CAMPBELL TODD POWELL	25,417	0.463%
MRS PAMELA JEAN BUCHHORN	25,000	0.456%
MR SANDOR HELBY	23,913	0.436%
MR RODERICK JAMES TRIGWELL	20,834	0.380%

Holder Name	Securities	%
MRS KATINA MARIA ETHEL LAW & MR PETER SIGFRED LAW <KATINA LAW FAMILY A/C>	20,000	0.365%
MR DAVID WINSTON HUGHES	18,750	0.342%
NEDLANDS NOMINEES PTY LTD <WINDANDSEA INVESTMENTS A/C>	16,667	0.304%
MRS KELLY AMANDA ROSS	15,626	0.285%
TOTALS	5,345,159	97.454%

Total Securities of Top 20 Holdings : 5,345,159

Total Securities: 5,484,785