



Equinox Resources Limited to List on the ASX

Cazaly Resources Limited (ASX: CAZ "Cazaly" or the "Company") is pleased to announce that following the announcement of the proposed divestment of the jointly owned Hamersley Iron Ore Project (see ASX release dated 9 July 2021), Equinox Resources Limited ("Equinox") (ASX Code: EQN) has been admitted to the Official List of the ASX with commencement of trade of its securities at 10:00am (WST) on Wednesday, 13 October 2021.

The admittance of Equinox to the Official List of the ASX, follows the successful completion of the \$9.0 million initial public offering under its Prospectus dated 31 August 2021. Equinox's sole focus is on the exploration and development of the Hamersley Iron Ore Project, led by a dedicated Board and management team with significant iron ore experience.

Upon listing Cazaly receives 15,000,000 Equinox shares, through its wholly owned subsidiary, Lockett Fe Pty Ltd, which represents a 15.7% undiluted interest in Equinox plus Performance shares.

A summary of the material terms and conditions of the Binding Heads of Agreement is set out below.

Cazaly Managing Director, Tara French commented: *"This is a great result for Cazaly as the Hamersley project now has the requisite funds to progress and be managed by a highly experienced team whose sole focus is the further development of the project. We congratulate the Equinox Board on their ASX listing and look forward to the future advancement of the Hamersley project."*

Material Terms and Conditions of the Binding Heads of Agreement

Consideration

In consideration for the acquisition of the Project (**Acquisition**), Equinox has agreed to:

- issue an aggregate of 50,000,000 fully paid ordinary shares (**Equinox Shares**) to the Vendors at a deemed issue price of \$0.20 per Share (**Consideration Shares**);
- issue between 8,500,000 performance shares and 9,500,000 performance shares in aggregate to the Vendors, which will be issued on a pro rata basis based on the level of subscription under the Public Offer (**Performance Shares**). Each Performance Shares will, at the election of the holder, convert into one Equinox Share, subject to Equinox announcing to the ASX a positive preliminary Feasibility Study in relation to the Hamersley Iron Ore Project, confirming the Hamersley Iron Ore Project is commercially viable;
- pay Pathfinder a fixed royalty of USD\$0.70 per metric tonne of iron ore which is extracted and sold or otherwise disposed of from the area within the boundaries of the Project (as those exist at the date of the Binding Heads of Agreement); and
- pay Lockett a fixed royalty of USD\$0.30 per metric tonne of iron ore which is extracted and sold or otherwise disposed of from the area within the boundaries of the Project (as those exist at the date of the Binding Heads of Agreement).

	The Consideration Shares and the Performance Shares will be issued to the Vendors (or their nominees) in accordance with their joint venture interests, with Pathfinder entitled to receive 35,000,000 Equinox Shares and between 5,950,000 Performance Shares (at Minimum Subscription) and 6,650,000 Performance Shares (at Maximum Subscription).
Other Terms	The Binding Heads of Agreement otherwise contains customary terms and conditions, including representations and warranties and confidentiality clauses.

ENDS

For and on behalf of the Cazaly Board

For further information please contact: Tara French (MD) / Clive Jones (Executive Director)

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