



SYDNEY STOCK EXCHANGE

**LISTING RULES
APPENDIX 5-1**

APPENDIX 5-1

APPLICATION FOR QUOTATION OF ADDITIONAL SECURITIES AND AGREEMENT

This form is for use by a **listee** seeking **quotation** of additional **securities**. The form is in 3 parts:

1. Application for **quotation** of added **securities**;
2. Information to be completed; and
3. Agreement to be completed.

Information and documents (including this **Appendix**) given to **Sydney Stock Exchange** in support of an application become **Sydney Stock Exchange's** property and may be made public.

PART 1 - APPLICATION FOR ADMISSION TO THE OFFICIAL LIST

Listee:	Torque Metals Limited
ARBN or ARSN:	
ACN	621 122 905

The **listee** applies to Sydney Stock Exchange Limited for **quotation** of **securities**.

PART 2 - INFORMATION TO BE COMPLETED

ALL APPLICANTS

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

	Item	Information
1.	Number of securities for which quotation is sought	Minimum 6,000,000 Maximum 9,000,000
2.	Class of securities for which quotation is sought	Ordinary
3.	Details of the main terms of the securities (including any exercise price and expiry dates for options or the amount outstanding on partly paid securities and dates for payments, conversion price and conversion dates)	10 cents fully paid
4.	Date of issue	18 September 2020

5.	Dispatch date of certificates	22 September 2020
6.	Number of holders of the securities	To be confirmed
7.	Issue price of the securities	10 cents
8.	Purpose of the issue (If issued upon conversion of another security, clearly identify that other security. If issued as consideration for the acquisition of assets, clearly identify those assets.)	<ol style="list-style-type: none"> 1. Provide exploration funds 2. Provide working capital
9.	<p>Details of whether the securities rank equally in all respects from the date of issue with an existing class of quoted securities.</p> <p>If the securities do not rank equally, details of:</p> <ol style="list-style-type: none"> (a) the date they are expected to rank equally (b) the rights to participate (including the extent to which they participate) for the next dividend, (in the case of a managed investment scheme, distribution) or interest payment (c) the voting rights of the securities (d) the rights of the securities to participate in new issues. 	The securities rank equally in all respects from the date of issue with existing Ordinary Shares.
10.	<p>Details of:</p> <ol style="list-style-type: none"> (a) for securities quoted on Sydney Stock Exchange – the number and class (b) for securities not quoted on Sydney Stock Exchange – the number and class 	<ol style="list-style-type: none"> (a) <ul style="list-style-type: none"> minimum of 66,171,382 ordinary shares With a maximum of 69,171,382 ordinary shares Number to be confirmed 18 September 2020. (b) <ul style="list-style-type: none"> 2,000,000 Unlisted Options exercisable at 15 cents on or before 28 July 2023 Performance Rights 2,500,000 expiring 3 August 2021 3,333,334 expiring 3 August 2022 4,166,333 expiring 3 August 2023
11.	Details of whether the securities were issued for	Yes, all securities to be issued for cash

	cash.	
12.	Details of payment for fees for quotation have been provided or whether another arrangement (eg periodic payments for securities issued pursuant to an employee incentive scheme) has been agreed with Sydney Stock Exchange	Underwriting Fees of 7% on the first \$600,000 Lead Manager Fees of 6% on the remaining \$300,000
13.	If the new securities are a new class: (a) a specimen certificate. (b) the names of the 20 largest holders of the additional securities , and the number and percentage of additional securities held by those holders. (c) details for each class of equity securities to be quoted , of the number of holders in the following ranges: 1-1,000 1,001 – 5,000 5,001 – 10,000 10,001 – 100,000 100,001 and over	Not Applicable
14.	A copy of any trust deed for the new securities .	Not Applicable
15.	If the securities are restricted securities , a copy of an executed restriction agreement .	Not Applicable

PART 3 - AGREEMENT

The **Listee** acknowledges and agrees to **Sydney Stock Exchange** that:

1. **quotation** of the additional **securities** is in **Sydney Stock Exchange's** absolute discretion. **Sydney Stock Exchange** may **quote** the **securities** on any conditions it decides.
2. each of the following is (and will be) true and correct:
 - (a) the issue of the **securities** to be **quoted** complies with the law and
 - (b) 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 **Act**;
 - (c) section 724 or section 1016E of the **Act** does not apply to any applications received by the **listee** 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 **Act** at the time that of this request that the **securities** be **quoted**;

- (d) if confirmation is required under section 1017F of the **Act** in relation the **securities** to be **quoted**, it has been provided at the time the request is made for the **securities** to be **quoted**; and
 - (e) in respect of a **listee** that is not a body corporate, no person has the right to return the **securities** to be **quoted** under section 1019B of the **Act** at the time the request is made for the **securities** to be **quoted**.
3. it will indemnify **Sydney Stock Exchange** 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.

Signature
(director or company
secretary):



Date:

Company Secretary

24 August 2020

Name:

Neil W. McKay
