



21 December 2021

PRE-QUOTATION DISCLOSURE

Black Mountain Energy Ltd (**Company**) makes the following disclosures in accordance with ASX's Conditions of Admission.

Capitalised terms not defined have the meaning given to them in the Company's prospectus dated 29 October 2021 (**Prospectus**) and replacement prospectus dated 5 November 2021 (**Replacement Prospectus**).

1. Completion of the Offer

The Company confirms that it has closed the Offer under the Replacement Prospectus and completed the issue of the following securities:

- (a) 55,000,000 Shares at an issue price of \$0.20 each to raise \$11,000,000 (before costs);
- (b) 200,000,000 Shares pursuant to the Share Acquisition Agreement, as follows:
 - (i) 199,968,253 Shares issued to BM Canning; and
 - (ii) 31,747 Shares issued to Black Mountain Land Company LP;
- (c) 20,299,513 unquoted Options exercisable at \$0.286 each and expiring 4 years from the date of admission to the official list, issued to the Directors and key management personnel; and
- (d) 4,537,500 Performance Rights with nil exercise price and expiring 4 years from the date of issue, issued to Samantha Richardson (Chief Operating Officer and Executive Director) and Alan Cooper (Chief Financial Officer and Joint Company Secretary).

The Company also confirms that the conditions precedent as set out in Section 1.4 of the Replacement Prospectus, have been satisfied.

2. Completion of Share Acquisition Agreement

The Company confirms that:

- (a) the condition precedent to the Share Acquisition Agreement (as described in Section 6.1 of the Replacement Prospectus) between the Company, BM Canning, Black Mountain Land Company LP and BMA has been satisfied; and
- (b) it has issued 200,000,000 Shares pursuant to the Share Acquisition Agreement (in the proportions set out above) to BM Canning and Black Mountain Land Company LP.

3. Restricted Securities

The Company confirms that the following Securities will be subject to restrictions pursuant to the ASX Listing Rules for the period outlined below. The Company confirms that no Securities will be subject to voluntary escrow.

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Class	Number	Restriction Period
Shares	200,000,000	24 months from the date of admission to the official list
Unquoted Options with an exercise price of \$0.286 each and expiring 4 years from the date of admission to the official list	17,095,531	24 months from the date of admission to the official list
Performance Rights with nil exercise price and expiring 4 years from the date of issue, issued on the terms set out in Section 7.3 of the Replacement Prospectus	2,475,000	24 months from the date of admission to the official list

4. Capital structure

The Company's capital structure at the date of admission is:

Security	Number
Shares ⁽¹⁾	255,000,001
Options ⁽²⁾	20,299,513
Performance Rights ⁽³⁾	4,537,500

Notes:

1. Comprising:
 - a. 199,968,253 Shares issued to BM Canning and 31,747 Shares issued to Black Mountain Land Company LP pursuant to the Share Acquisition Agreement. Rhett Bennett (Chief Executive Officer and Executive Chairman) is the sole manager of BM Canning and holds a 42.857% equity interest in BM Canning personally. Mr Bennett is the sole limited partner of Black Mountain Land Company LP and holds a 100% equity interest in Black Mountain Land Company LP, 99% of which is held personally and 1% is held indirectly through Black Mountain Energy LLC (the sole general partner of Black Mountain Land Company LP). Mr Bennett holds a 100% equity interest in Black Mountain Energy LLC personally. Accordingly, Mr Bennett has a relevant interest in 199,968,253 Shares registered in the name of BM Canning and, 31,747 Shares registered in the name of Black Mountain Land Company LP; and
 - b. 1 Share issued to Mr Bennett on incorporation of the Company for nil or nominal consideration.
2. Comprising of 20,299,513 unquoted Options exercisable at \$0.286 each and expiring 4 years from the date of admission to the official list.
3. Refer to Section 7.3 of the Replacement Prospectus for further details.

5. No impediments

The Company confirms that there are no legal, regulatory, statutory or contractual impediments to the Company entering the land subject to Exploration Permit EP 371 and carrying out exploration

activities such that the Company will be able to spend its cash in accordance with its commitments for the purposes of Listing Rule 1.3.2(b).

6. Terms of waiver granted

ASX has granted the Company a waiver from ASX Listing Rule 1.1 Condition 12 to the extent necessary to permit the Company to have on issue 4,537,500 Performance Rights with a nil exercise price on condition that the material terms and conditions of the Performance Rights are clearly disclosed in the Company's initial public offering prospectus. The terms and conditions of the Performance Rights are set out in Section 7.3 of the Replacement Prospectus.

The full terms and conditions of the waiver granted to the Company will be published on ASX's waivers register.

By order of the Board

Ben Donovan
Company Secretary
Black Mountain Energy Limited