



## Announcement Summary

**Entity name**

NICKEL INDUSTRIES LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

18/1/2023

**The Proposed issue is:** An offer of securities under a securities purchase plan A placement or other type of issue**Total number of +securities proposed to be issued for an offer of securities under a securities purchase plan**

ASX +security code	+Security description	Maximum Number of +securities to be issued
NIC	ORDINARY FULLY PAID	28,011,204

**+Record date**

17/1/2023

**Offer closing date**

24/2/2023

**+Issue date**

3/3/2023

**Total number of +securities proposed to be issued for a placement or other type of issue**

ASX +security code	+Security description	Maximum Number of +securities to be issued
NIC	ORDINARY FULLY PAID	660,263,305

**Proposed +issue date**

24/1/2023

Refer to next page for full details of the announcement



## Part 1 - Entity and announcement details

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### 1.1 Name of +Entity

NICKEL INDUSTRIES LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

### 1.2 Registered Number Type

ABN

### Registration Number

44127510589

### 1.3 ASX issuer code

NIC

### 1.4 The announcement is

New announcement

### 1.5 Date of this announcement

18/1/2023

### 1.6 The Proposed issue is:

An offer of +securities under a +securities purchase plan

A placement or other type of issue



Part 4 - Details of proposed offer under securities purchase plan

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Part 4A - Conditions

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**4A.1 Do any external approvals need to be obtained or other conditions satisfied before the offer of +securities under the +securities purchase plan issue can proceed on an unconditional basis?**

No



Part 4B - Offer details

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**Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued**

**ASX +security code and description**

NIC : ORDINARY FULLY PAID

**Will the proposed issue of this +security include an offer of attaching +securities?**

No

Details of +securities proposed to be issued

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**ASX +security code and description**

NIC : ORDINARY FULLY PAID

**Maximum total number of those +securities that could be issued if all offers under the +securities purchase plan are accepted**

28,011,204

**Will the offer be conditional on applications for a minimum number of +securities being received or a minimum amount being raised (i.e. a minimum subscription condition)?**

No

**Will the offer be conditional on applications for a maximum number of +securities being received or a maximum amount being raised (i.e. a maximum subscription condition)?**

No

**Will individual security holders be required to accept the offer for a minimum number or value of +securities (i.e. a minimum acceptance condition)?**

No

**Will individual security holders be limited to accepting the offer for a maximum number or value of +securities (i.e. a maximum acceptance condition)?**

Yes

**Is the maximum acceptance unit based or dollar based?**

Dollar based (\$)

**Please enter the maximum acceptance value**

\$ 30,000

**Describe all the applicable parcels available for this offer in number of securities or dollar value**

- |       |          |
|-------|----------|
| (i)   | \$1,000; |
| (ii)  | \$2,500; |
| (iii) | \$5,000; |



- (iv) \$10,000;
- (v) \$15,000;
- (vi) \$20,000;
- (vii) \$25,000; and
- (viii) \$30,000.

### Offer price details

Has the offer price been determined?

Yes

In what currency will the offer be made?

AUD - Australian Dollar

What is the offer price per +security?

AUD 1.02000

### Oversubscription & Scale back details

Will a scale back be applied if the offer is over-subscribed?

Yes

Describe the scale back arrangements

The Company reserves the right to give priority to shareholders in any manner it seems fit, but anticipates any scale back will be done on a pro-rata basis.

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

## Part 4C - Timetable

### 4C.1 Date of announcement of +security purchase plan

18/1/2023

### 4C.2 +Record date

17/1/2023

### 4C.3 Date on which offer documents will be made available to investors

27/1/2023

### 4C.4 Offer open date

27/1/2023

### 4C.5 Offer closing date

24/2/2023

### 4C.7 +Issue date and last day for entity to announce results of +security purchase plan offer

3/3/2023



Part 4D - Listing Rule requirements

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**4D.1 Does the offer under the +securities purchase plan meet all of the requirements of listing rule 7.2 exception 5 or do you have a waiver from those requirements?**

Yes

Part 4E - Fees and expenses

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**4E.1 Will there be a lead manager or broker to the proposed offer?**

No

**4E.2 Is the proposed offer to be underwritten?**

No

**4E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?**

No

**4E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer**

Part 4F - Further Information

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**4F.01 The purpose(s) for which the entity intends to use the cash raised by the proposed issue**

**4F.1 Will the entity be changing its dividend/distribution policy if the proposed offer is successful?**

No

**4F.2 Countries in which the entity has +security holders who will not be eligible to accept the proposed offer**

**4F.3 URL on the entity's website where investors can download information about the proposed offer**



**4F.4 Any other information the entity wishes to provide about the proposed offer**



## Part 7 - Details of proposed placement or other issue

## Part 7A - Conditions

**7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?** Yes

## 7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	31/3/2023	<input checked="" type="checkbox"/> Estimated	No

**Comments**

The USD270M Conditional Placement to Shanghai Decent and its associates will require shareholder approval for the purposes of ASX Listing Rule 10.1 and item 7 of section 611 of the Corporations Act 2011 (Cth) and the Conditional Placements to Shanghai Wanlu Investment Co Ltd (USD15M) and M Lochtenberg (USD1.4M) (or nominees) will require shareholder approval for the purposes of ASX Listing Rule 10.11.

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
FIRB approval	31/3/2023	<input checked="" type="checkbox"/> Estimated	No

**Comments**

Shanghai Decent and its associates are expected to have a relevant interest in Nickel Industries of approximately 28% subject to the Conditional Placement being completed. Currently FIRB approval is in place for them to move to a maximum interest of 25%.

## Part 7B - Issue details

**Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?**

 Existing class

**Will the proposed issue of this +security include an offer of attaching +securities?**

 No





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Details of +securities proposed to be issued

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**ASX +security code and description**

NIC : ORDINARY FULLY PAID

**Number of +securities proposed to be issued**

660,263,305

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

Yes

**In what currency is the cash consideration being paid?**

AUD - Australian Dollar

**What is the issue price per +security?**

AUD 1.02000

**Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?**

Yes

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Part 7C - Timetable

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**7C.1 Proposed +issue date**

24/1/2023

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Part 7D - Listing Rule requirements

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**7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?**

No

**7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

Yes

**7D.1b ( i ) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

259103641

**7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?**

No



**7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?**

Yes

**7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?**

No

**7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?**

No

## Part 7E - Fees and expenses

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**7E.1 Will there be a lead manager or broker to the proposed issue?**

Yes

**7E.1a Who is the lead manager/broker?**

Bell Potter Securities Limited, Merrill Lynch Equities (Australia) Limited and Morgan Stanley are the Joint Lead Managers and Bookrunners.

**7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?**

The Joint Lead Managers will be paid a management fee equal to 0.4% of the placement proceeds.

**7E.2 Is the proposed issue to be underwritten?**

Yes

**7E.2a Who are the underwriter(s)?**

Bell Potter Securities Limited, Merrill Lynch Equities (Australia) Limited and Morgan Stanley are the Joint Lead Managers and Bookrunners.

**7E.2b What is the extent of the underwriting (ie the amount or proportion of the proposed issue that is underwritten)?**

The institutional placement is fully underwritten.

**7E.2c What fee, commission or other consideration is payable to them for acting as underwriter(s)?**

The Joint Lead Managers will be an underwriting fee equal to 1.6% of an amount equal to the institutional placement proceeds.

**7E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated.**

Please refer to slides 51 to 53 of the Investor Presentation released to ASX on 18 January 2023.

**7E.3 Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed issue?**

No

**7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue**



Part 7F - Further Information

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**7F.01 The purpose(s) for which the entity is issuing the securities**

Funds raised will be put towards the acquisition of an additional 10% interest in Oracle Nickel, a 10% interest in PT Huayue Nickel Cobalt, the Acquired Options as detailed in slide 8 of the Investor Presentation and working capital purposes.

**7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?**

No

**7F.2 Any other information the entity wishes to provide about the proposed issue**

Shares issued under the Institutional Placement will be issued on 24 January 2023. Shares to be issued under the Conditional Placement will be issued following Shareholder approval.

**7F.3 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:**

The publication of a cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f)