

# 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

Name of entity

WESTGOLD RESOURCES LIMITED

ABN

60 009 260 306

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  | Unlisted employee options (Employee Options). |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 1,999,600 Employee Options.                   |

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+ See chapter 19 for defined terms.

<p>3 Principal terms of the <sup>+</sup>securities (eg, if options, exercise price and expiry date; if partly paid <sup>+</sup>securities, the amount outstanding and due dates for payment; if <sup>+</sup>convertible securities, the conversion price and dates for conversion)</p>	<p>Employee Options issued to senior management of the Company under the Employee Share Option Plan (ESOP): The principle terms of these Employee Options are as follows:</p> <ul style="list-style-type: none"> <li>• The Employee Options have been issued for nil consideration;</li> <li>• Each Employee Option carries an entitlement to one fully paid ordinary share in the Company for each Employee Option vested;</li> <li>• Vesting only occurs after the end of the Performance Periods (30 June 2020 and 30 June 2021) and the number of Employee Options that vest (if any) will depend on: <ul style="list-style-type: none"> <li>○ Growth in Return on Capital Employed over the Performance Periods; and</li> <li>○ total shareholder return relative to the S&amp;P/All Ordinaries Gold Index over the Performance Periods.</li> </ul> </li> <li>• 460,614 of the Employee Options that vest will expire if not exercised on the vesting date;</li> <li>• 1,538,986 of the Employee Options that vest will expire two years after the vesting date;</li> <li>• Unvested Employee Options lapse on cessation of a holder's employment with Westgold;</li> <li>• Any Employee Options that do not vest after the end of the Performance Periods will automatically lapse; and</li> <li>• No amount is payable by a holder of Employee Options in respect of the shares allocated upon vesting of the Employee Options.</li> </ul>
<p>4 Do the <sup>+</sup>securities rank equally in all respects from the date of allotment with an existing <sup>+</sup>class of quoted <sup>+</sup>securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>Prior to vesting, the Employee Options issued under the ESOP do not carry a right to vote, receive dividends or generally participate in other corporate actions. Ordinary shares allocated upon vesting of Employee Options will rank equally with all existing fully paid ordinary shares on issue.</p>
<p>5 Issue price or consideration</p>	<p>Nil.</p>
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>The Employee Options are issued under the ESOP.</p>

6a	Is the entity an <sup>+</sup> eligible entity that has obtained security holder approval under rule 7.1A?	No.
	If Yes, complete sections 6b – 6h in relation to the <sup>+</sup> securities the subject of this Appendix 3B, and comply with section 6i	
6b	The date the security holder resolution under rule 7.1A was passed	N/A.
6c	Number of <sup>+</sup> securities issued without security holder approval under rule 7.1	N/A.
6d	Number of <sup>+</sup> securities issued with security holder approval under rule 7.1A	N/A.
6e	Number of <sup>+</sup> 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	N/A.
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	7.1 – 28,466,435.

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<sup>+</sup> See chapter 19 for defined terms.

7	Dates of entering +securities into uncertificated holdings or despatch of certificates	23 May 2019.
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	Number	+Class
8	389,109,569	Fully paid ordinary shares.
	61,800,884	Options exercisable at \$2.00 on or before 30 June 2019.

	Number	+Class
9	9,700,000	Unlisted employee options (exercise price \$2.02, expiry date 11 January 2020).
	5,300,000	Unlisted employee options (exercise price \$2.31, expiry date 24 November 2020).
	230,307	Unlisted employee options (exercise price nil, subject to performance conditions, expiry date 30 June 2020).
	230,307	Unlisted employee options (exercise price nil, subject to performance conditions, expiry date 30 June 2021).
	769,493	Unlisted employee options (exercise price nil, subject to performance conditions, expiry date 30 June 2022).
	769,493	Unlisted employee options (exercise price nil, subject to performance conditions, expiry date 30 June 2023).

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	There has been no change to Westgold Resources Limited's dividend policy.
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## 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

N/A.

39 Class of +securities for which quotation is sought

N/A.

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+ See chapter 19 for defined terms.

40 Do the +securities rank equally in all respects from the date of allotment 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

N/A.
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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)

N/A.
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42 Number and +class of all +securities quoted on ASX (*including* the securities in clause 38)

Number	+Class
N/A.	

## 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 not available now, 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:



Date: 23 May 2019

Print name:

Company Secretary  
David Okeby

# Appendix 3B – Annexure 1

## Calculation of placement capacity under rule 7.1 and rule 7.1A for <sup>+</sup>eligible entities

Introduced 01/08/12

### Part 1

<b>Rule 7.1 – Issues exceeding 15% of capital</b>	
<b><i>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</i></b>	
<b><i>Insert</i></b> number of fully paid ordinary securities on issue 12 months before date of issue or agreement to issue	363,109,569
<b><i>Add</i></b> the following: <ul style="list-style-type: none"> <li>• Number of fully paid ordinary securities issued in that 12 month period under an exception in rule 7.2</li> <li>• Number of fully paid ordinary securities issued in that 12 month period with shareholder approval</li> <li>• Number of partly paid ordinary securities that became fully paid in that 12 month period</li> </ul> <p><b><i>Note:</i></b></p> <ul style="list-style-type: none"> <li>• <i>Include only ordinary securities here – other classes of equity securities cannot be added</i></li> <li>• <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	
<b><i>Subtract</i></b> the number of fully paid ordinary securities cancelled during that 12 month period	-
<b>“A”</b>	363,109,569



<b>Step 2: Calculate 15% of “A”</b>	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
<b>Multiply</b> “A” by 0.15	54,466,435
<b>Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used</b>	
<p><b>Insert</b> 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"> <li>• Under an exception in rule 7.2</li> <li>• Under rule 7.1A</li> <li>• With security holder approval under rule 7.1 or rule 7.4</li> </ul> <p><i>Note:</i></p> <ul style="list-style-type: none"> <li>• <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i></li> <li>• <i>Include here (if applicable ) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	26,000,000
“C”	26,000,000
<b>Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1</b>	
“A” x 0.15 <i>Note: number must be same as shown in Step 2</i>	54,466,435
<b>Subtract</b> “C” <i>Note: number must be same as shown in Step 3</i>	26,000,000
<b>Total</b> [“A” x 0.15] – “C”	<b>28,466,435</b>

**Appendix 3Y**

**Change of Director's Interest Notice**

*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 30/09/01 Amended 01/01/11

<b>Name of entity: WESTGOLD RESOURCES LIMITED</b>
<b>ABN: 60 009 260 306</b>

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Peter Gerard Cook
<b>Date of last notice</b>	11 December 2018

**Part 1 - Change of director's relevant interests in securities**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Direct & Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Ajava Holdings Pty Ltd: a company controlled by PG Cook; and JC Cook: Spouse.
<b>Date of change</b>	23 May 2019
<b>No. of securities held prior to change</b>	<p>Direct:</p> <p>2,817,388 Fully Paid Ordinary Shares</p> <p>563,478 Listed options, exercisable at \$2.00, expiring 30 June 2019.</p> <p>Indirect:</p> <p>7,961,678 Fully Paid Ordinary Shares</p> <p>2,250,000 Unlisted employee options, exercisable at \$2.02, expiring 11 January 2020.</p> <p>1,342,338 Listed options, exercisable at \$2.00, expiring 30 June 2019.</p> <p>1,400,000 Unlisted employee options, exercisable at \$2.31, expiring 24 November 2020.</p>

+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

<b>Class</b>	Unlisted employee options.
<b>Number acquired</b>	Indirect: 279,744 unlisted employee options.
<b>Number disposed</b>	Nil.
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Nil.
<b>No. of securities held after change</b>	<p>Direct:</p> <p>2,817,388 Fully Paid Ordinary Shares</p> <p>563,478 Listed options, exercisable at \$2.00, expiring 30 June 2019.</p> <p>Indirect:</p> <p>7,961,678 Fully Paid Ordinary Shares</p> <p>2,250,000 Unlisted employee options, exercisable at \$2.02, expiring 11 January 2020.</p> <p>1,342,338 Listed options, exercisable at \$2.00, expiring 30 June 2019.</p> <p>1,400,000 Unlisted employee options, exercisable at \$2.31, expiring 24 November 2020.</p> <p>139,872 Unlisted employee options, subject to performance hurdles, exercise price nil, expiring 30 June 2020.</p> <p>139,872 Unlisted employee options, subject to performance hurdles, exercise price nil, expiring 30 June 2021.</p>
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of employee options under the employee share option plan.

**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	N/a
<b>Nature of interest</b>	N/a
<b>Name of registered holder (if issued securities)</b>	N/a

+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

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<b>Date of change</b>	N/a
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	N/a
<b>Interest acquired</b>	N/a
<b>Interest disposed</b>	N/a
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/a
<b>Interest after change</b>	N/a

**Part 3 – <sup>+</sup>Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/a
<b>If prior written clearance was provided, on what date was this provided?</b>	N/a

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<sup>+</sup> See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

*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 30/09/01 Amended 01/01/11

<b>Name of entity: WESTGOLD RESOURCES LIMITED</b>
<b>ABN: 60 009 260 306</b>

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Johannes Stig Norregaard
<b>Date of last notice</b>	24 November 2017

#### **Part 1 - Change of director's relevant interests in securities**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Direct
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	N/A.
<b>Date of change</b>	23 May 2019
<b>No. of securities held prior to change</b>	1,000,000 Unlisted employee options, exercisable at \$2.31, expiring 24 November 2020.
<b>Class</b>	Unlisted employee options.
<b>Number acquired</b>	180,869 unlisted employee options.
<b>Number disposed</b>	Nil.
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Nil.

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+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

<b>No. of securities held after change</b>	<table> <tr> <td data-bbox="810 237 954 271">1,000,000</td> <td data-bbox="954 237 1361 338">Unlisted employee options, exercisable at \$2.31, expiring 24 November 2020.</td> </tr> <tr> <td data-bbox="810 338 954 371">90,435</td> <td data-bbox="954 338 1361 439">Unlisted employee options, subject to performance hurdles, exercise price nil, expiring 30 June 2020.</td> </tr> <tr> <td data-bbox="810 439 954 472">90,435</td> <td data-bbox="954 439 1361 539">Unlisted employee options, subject to performance hurdles, exercise price nil, expiring 30 June 2021.</td> </tr> </table>	1,000,000	Unlisted employee options, exercisable at \$2.31, expiring 24 November 2020.	90,435	Unlisted employee options, subject to performance hurdles, exercise price nil, expiring 30 June 2020.	90,435	Unlisted employee options, subject to performance hurdles, exercise price nil, expiring 30 June 2021.
1,000,000	Unlisted employee options, exercisable at \$2.31, expiring 24 November 2020.						
90,435	Unlisted employee options, subject to performance hurdles, exercise price nil, expiring 30 June 2020.						
90,435	Unlisted employee options, subject to performance hurdles, exercise price nil, expiring 30 June 2021.						
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of unlisted employee options under the Company's Employee Share and Option Plan.						

**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	N/a
<b>Nature of interest</b>	N/a
<b>Name of registered holder (if issued securities)</b>	N/a
<b>Date of change</b>	N/a
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	N/a
<b>Interest acquired</b>	N/a
<b>Interest disposed</b>	N/a
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/a
<b>Interest after change</b>	N/a

**Part 3 – <sup>+</sup>Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	No
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<sup>+</sup> See chapter 19 for defined terms.

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Change of Director's Interest Notice

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<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/a
<b>If prior written clearance was provided, on what date was this provided?</b>	N/a

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+ See chapter 19 for defined terms.