



EVERLAST[®]
MINERALS LIMITED

Everlast Minerals Ltd
(ACN 620 278 800)

SUPPLEMENTARY PROSPECTUS

18 October 2024

IMPORTANT NOTICES

THIS SUPPLEMENTARY PROSPECTUS AND THE REPLACEMENT PROSPECTUS ARE IMPORTANT DOCUMENTS THAT SHOULD BE READ IN THEIR ENTIRETY. IF YOU DO NOT FULLY UNDERSTAND THE CONTENTS OF THIS SUPPLEMENTARY PROSPECTUS AND/OR THE REPLACEMENT PROSPECTUS, YOU SHOULD CONSULT YOUR STOCKBROKER, LAWYER, ACCOUNTANT OR OTHER PROFESSIONAL ADVISER WITHOUT DELAY.

PALISADE

CORPORATE LAW

Australian Legal Adviser



BYRONS

Lead Manager

IMPORTANT INFORMATION

This is a supplementary prospectus ("**Supplementary Prospectus**") intended to be read with the replacement prospectus dated 19 September 2024 ("**Replacement Prospectus**") issued by Everlast Minerals Ltd (ACN 620 278 800) ("**Company**").

This Supplementary Prospectus is dated 18 October 2024 and was lodged with the Australian Securities and Investments Commission ("**ASIC**") on that date. Neither ASIC nor ASX nor their respective officers take any responsibility as to the contents of this Supplementary Prospectus.

This Supplementary Prospectus should be read together with the Replacement Prospectus. Other than the changes set out in this Supplementary Prospectus, all other details in relation to the Replacement Prospectus remain unchanged. To the extent of any inconsistency between this Supplementary Prospectus and the Replacement Prospectus, the provisions of this Supplementary Prospectus will prevail. Unless otherwise indicated, terms defined and used in the Replacement Prospectus have the same meaning in this Supplementary Prospectus.

This Supplementary Prospectus will be issued with the Replacement Prospectus as an electronic copy and may be accessed on the Company's website at www.everlastminerals.com. A printed copy of this Supplementary Prospectus is available and will be supplied together with a printed Replacement Prospectus at the registered offices of the Company.

The Company will send a copy of the Supplementary Prospectus to all Applicants who have subscribed for Public Offer Shares under the Public Offer and to Senior Management and/or Directors who have applied for Performance Rights under the Performance Rights Offer up to the date of this Supplementary Prospectus.

This Supplementary Prospectus and the Replacement Prospectus are important documents that should be read in their entirety. If you do not fully understand the contents of this Supplementary Prospectus and/or the Replacement Prospectus, you should consult your stockbroker, lawyer, accountant or other professional adviser without delay.

The Directors believe that the changes in this Supplementary Prospectus are not materially adverse from the point of view of an investor. Accordingly, no action needs to be taken if you have already subscribed for Public Offer Shares and/or Performance Rights under the Replacement Prospectus.

PURPOSE OF THIS SUPPLEMENTARY PROSPECTUS

1. PURPOSE OF THIS SUPPLEMENTARY PROSPECTUS

This Supplementary Prospectus has been prepared to advise that the Closing Date of the Public Offer has been extended to 5:00pm (AEST) on 29 November 2024, to provide the Company with additional time to satisfy the conditions to Listing set out in the Replacement Prospectus.

2. EXTENSION OF THE CLOSING DATE

The following additional information or amendments are made to the Replacement Prospectus.

2.1 INDICATIVE TIMETABLE

The indicative timetables at page 7 of the Replacement Prospectus and at the 'What are the important dates of the Offers?' subsection of the 'Other Key Details of Offers' of the 'Investment Overview' at page 22 of the Replacement Prospectus (and references to each corresponding date in the Replacement Prospectus) are replaced with the following:

| Event | Date |
|--|-----------------------------------|
| Original Prospectus lodged with ASIC | 12 September 2024 |
| Replacement Prospectus lodged with ASIC | 19 September 2024 |
| Public Offer Opening Date | 20 September 2024 |
| Supplementary Prospectus lodged with ASIC | 18 October 2024 |
| Public Offer Closing Date | 5.00pm (AEST) on 29 November 2024 |
| Issue of Public Offer Shares under the Public Offer | |
| Issue of Performance Rights under the Performance Rights Offer | 4 December 2024 |
| Holding statements sent to Shareholders | 4 December 2024 |
| Expected date for Shares to commence trading on ASX | 6 December 2024 |

Notes:

The dates shown in the table above are indicative only and may vary subject to the Corporations Act, the Listing Rules and other applicable laws and otherwise at the absolute discretion of the Company. In particular, the Company reserves the right to vary the Opening Date and the Closing Date without prior notice, which may have a consequential effect on the other dates. Applicants are therefore encouraged to lodge their relevant Application Form as soon as possible after the Opening Date if they wish to invest in the Company. The Company also reserves the right not to proceed with the Offers at any time before the issue of new Securities to applicants. If the Offers are cancelled or withdrawn before settlement, all Application Monies provided under the Public Offer will be refunded in full (without interest) as soon as possible in accordance with the requirements of the Corporations Act.

PURPOSE OF THIS SUPPLEMENTARY PROSPECTUS

continued

3. CONSENTS

The parties referred to in section 8.7 of the Supplementary Prospectus have given, and have not before the lodgement of this Supplementary Prospectus withdrawn, their consent to the amendments to the Replacement Prospectus in the form and context in which they are included in this Supplementary Prospectus.

The parties referred to in section 8.7 of the Supplementary Prospectus have not authorised, or caused the issue of, this Supplementary Prospectus and take no responsibility for any part of this Supplementary Prospectus other than to the amendments to the Replacement Prospectus.

4. APPLICATIONS

All new applications for Shares after the date of this Supplementary Prospectus under the Public Offer must be made using the new Public Offer Application Form annexed to, or accompanying, this Supplementary Prospectus ("**Supplementary Public Offer Application Form**") and otherwise on the terms set out in the Replacement Prospectus.

Applications under the Public Offer made after the date of this Supplementary Prospectus must not be made on the application form attached to, or accompanying, the Replacement Prospectus. The Supplementary Public Offer Application Form contains detailed instructions on how it is to be completed.

The Company advises that all potential Application Forms under the Performance Rights Offer have been received from relevant applicants prior to the date of this Supplementary Prospectus. As such, the Company has elected to not provide a supplementary Performance Rights Offer Application Form with this Supplementary Prospectus, as it is not required.

5. GENERAL

Other than as provided in this Supplementary Prospectus, all other information detailed in the Replacement Prospectus remains unchanged.

6. DIRECTORS' AUTHORISATION

This Supplementary Prospectus is issued by the Company and its issue has been authorised by a resolution of the Directors. The Directors believe that the Replacement Prospectus when read together with this Supplementary Prospectus contains all the information that would be required by sections 710 and 711 of the *Corporations Act* and does not contain any material statement that is misleading or deceptive.

In accordance with section 720 of the *Corporations Act*, each Director has consented to the lodgement of this Supplementary Prospectus with ASIC and has not withdrawn that consent prior to lodgement.

Signed for, and on behalf of, the Company on 18 October 2024.



Paul Qian
Executive Chairperson
Everlast Minerals Ltd

CORRECT FORMS OF REGISTRABLE TITLE

| Type of Investor | Correct Form of Registration | Incorrect Form of Registration |
|-----------------------------|---|---------------------------------|
| Individual | Mr John Richard Sample | J R Sample |
| Joint Holdings | Mr John Richard Sample & Mrs Anne Sample | John Richard & Anne Sample |
| Company | ABC Pty Ltd | ABC P/L or ABC Co |
| Trusts | Mr John Richard Sample <Sample Family A/C> | John Sample Family Company |
| Superannuation Funds | Mr John Sample & Mrs Anne Sample <Sample Family Super A/C> | John & Anne Superannuation Fund |
| Partnerships | Mr John Sample & Mr Richard Sample <Sample & Son A/C> | John Sample & Son |
| Clubs/Unincorporated Bodies | Mr John Sample <Health Club A/C> | Health Club |
| Deceased Estates | Mr John Sample <Estate Late Anne Sample A/C> | Anne Sample (Deceased) |

INSTRUCTIONS FOR COMPLETING THE FORM

YOU SHOULD READ THE PROSPECTUS CAREFULLY BEFORE COMPLETING THIS PUBLIC OFFER APPLICATION FORM.

This is an Application Form for fully paid ordinary Shares in Everlast Minerals Limited (ACN 620 278 800) (**Company**) made under the terms of the Public Offer set out in the Prospectus dated 12 September 2024, the Replacement Prospectus dated 19 September 2024, and the Supplementary Prospectus dated 18 October 2024 (**Prospectus**).

Capitalised terms not otherwise defined in this document has the meaning given to them in the Prospectus. The Prospectus contains important information relevant to your decision to invest and you should read the entire Prospectus before applying for Shares. If you are in doubt as to how to deal with this Application Form, please contact your accountant, lawyer, stockbroker or other professional adviser. To meet the requirements of the Corporations Act, this Application Form must not be distributed unless included in, or accompanied by, the Prospectus and any supplementary Prospectus (if applicable). While the Prospectus is current, the Company will send paper copies of the Prospectus, and any supplementary Prospectus (if applicable) and an Application Form, on request and without charge.

- Shares Applied For & Payment Amount** - Enter the number of Shares & the amount of the application monies payable you wish to apply for. Applications must be for a minimum of \$2,000 worth of Shares (2,000 Shares).
- Applicant Name(s) and Postal Address** - ONLY legal entities can hold Shares. The Application must be in the name of a natural person(s), companies or other legal entities acceptable by the Company. At least one full given name and surname is required for each natural person. Refer to the table above for the correct forms of registrable title(s). Applicants using the wrong form of names may be rejected. Next, enter your postal address for the registration of your holding and all correspondence. Only one address can be recorded against a holding.
- Contact Details** - Please provide your contact details for us to contact you between 9:00am and 5:00pm (AEST) should we need to speak to you about your application. In providing your email address you elect to receive electronic communications. You can change your communication preferences at any time by logging in to the Investor Portal accessible at <https://investor.automic.com.au/#/home>
- CHES Holders** - If you are sponsored by a stockbroker or other participant and you wish to hold Shares allotted to you under this Application on the CHES subregister, enter your CHES HIN. Otherwise leave the section blank and on allotment you will be sponsored by the Company and a "Securityholder Reference Number" ("SRN") will be allocated to you.
- TFN/ABN/Exemption** - If you wish to have your Tax File Number, ABN or Exemption registered against your holding, please enter the details. Collection of TFN's is authorised by taxation laws but quotation is not compulsory and it will not affect your Application.
- Payment** - Applicants wishing to pay by BPAY® or EFT should complete the online Application, which can be accessed by following the web address provided on the front of the Application Form. Please ensure that payments are received by 5:00pm (AEST) on the Closing Date. Do not forward cash with this Application Form as it will not be accepted.

DECLARATIONS

BY SUBMITTING THIS APPLICATION FORM WITH THE APPLICATION MONIES, I/WE DECLARE THAT I/WE:

- Have received a copy of the Prospectus, either in printed or electronic form and have read the Prospectus in full;
- Have completed this Application Form in accordance with the instructions on the form and in the Prospectus;
- Declare that the Application Form and all details and statements made by me/us are complete and accurate;
- I/we agree to provide further information or personal details, including information related to tax-related requirements, and acknowledge that processing of my application may be delayed, or my application may be rejected if such required information has not been provided;
- Agree and consent to the Company collecting, holding, using and disclosing my/our personal information in accordance with the Prospectus;
- Where I/we have been provided information about another individual, warrant that I/we have obtained that individual's consent to the transfer of their information to the Company;
- Acknowledge that once the Company accepts my/our Application Form, I/we may not withdraw it;
- Apply for the number of Shares that I/we apply for (or a lower number allocated in a manner allowed under the Prospectus);
- Acknowledge that my/our Application may be rejected by the Company in its absolute discretion;
- Authorise the Company and their agents to do anything on my/our behalf necessary (including the completion and execution of documents) to enable the Shares to be allocated;
- Am/are over 18 years of age;
- Agree to be bound by the Constitution of the Company; and
- Acknowledge that neither the Company nor any person or entity guarantees any particular rate of return of the Shares, nor do they guarantee the repayment of capital.

LODGEMENT INSTRUCTIONS

The Offer opens on 20 September 2024 and is expected to close on 29 November 2024. The Directors reserve the right to close the Offer at any time once sufficient funds are received or to extend the Offer period. Applicants are encouraged to submit their Applications as early as possible. Completed Application Forms and payments must be submitted as follows:

Online Applications and BPAY® or EFT Payments

Online:

<https://apply.automic.com.au/EverlastMinerals>

ASSISTANCE

Need help with your application, no problem. Please contact Automic on:



PHONE:

1300 288 664 within Australia
+61 (2) 9698 5414 from outside Australia



LIVE WECHAT:

Go to www.automicgroup.com.au



EMAIL:

corporate.actions@automic.com.au



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WWW.EVERLASTMINERALS.COM