



NEW ZEALAND'S EXCHANGE

## Capital Change Notice

Section 1: Issuer information	
Name of issuer	New Talisman Gold Mines Limited
NZX ticker code	NTL
Class of financial product	Convertible Debt Securities
ISIN (If unknown, check on NZX website)	N/A
Currency	NZD
Section 2: Capital change details	
Number issued	1,000,000 Convertible Debt Securities of \$1.00 principal amount
Nominal value (if any)	NZ\$1.00 each
Issue price per security	<p>Each Convertible Debt Security has the following terms:</p> <ul style="list-style-type: none"><li>• Term, 18 months from drawdown,</li><li>• Drawdown of the Convertible Debt Security will be in one tranche,</li><li>• Annual Interest rate of 9.5%, payable quarterly in cash, there is no option to settle interest by any other means.</li><li>• Conversion to ordinary shares at the 18 month anniversary of drawdown at a 15% discount to the preceding 20 day VWAP of the ordinary shares of the Company, or at the discretion of the Company repaid in cash on the 18 month anniversary of drawdown, with no additional fees.</li><li>• The Convertible Debt Security will be unsecured and rank pari-passu with</li></ul>

	unsecured creditors	trade
Nature of the payment (for example, cash or other consideration)	Cash	
Amount paid up (if not in full)	Paid in full	
Percentage of total class of Financial Products issued (calculated on the number of Financial Products of the Class, excluding any Treasury Stock, in existence)	100% of Convertible Debt Securities	
For an issue of Convertible Financial Products or Options, the principal terms of Conversion (for example the Conversion price and Conversion date and the ranking of the Financial Product in relation to other Classes of Financial Product) or the Option (for example, the exercise price and exercise date)	Conversion to ordinary shares at the 18 month anniversary of drawdown at a 15% discount to the preceding 20 day VWAP of the ordinary shares of the Company, or at the discretion of the Company repaid in cash on the 18 month anniversary of drawdown, with no additional fees.	
Reason for issue and specific authority for issue (the reason for change must be identified here)	The Convertible Debt Securities were issued to advance the Company's Strategic Plan	
Total number of Financial Products of the Class after the issue and the total number of Financial Products of the Class held as Treasury Stock after the issue.	\$1,000,000 Convertible Debt Securities.	
In the case of an acquisition of shares, whether those shares are to be held as treasury stock	Not applicable	
Specific authority for the issue, including a reference to the rule pursuant to which the issue is made	Board resolution 30 May 2022 and Listing Rule 4.1.1 & 5.2.1 And Resolution at Special Shareholder Meeting dated 29 June 2022	
Terms or details of the issue (for example: restrictions, escrow arrangements)	The Convertible Debt Securities are unsecured and rank pari-passu with unsecured trade creditors	
Date of issue	24 August 2022	



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### Section 3: Authority for this announcement and contact person

Name of person authorised to make this announcement	Jane Bell
Contact person for this announcement	Jane Bell
Contact phone number	+64 21 764 224
Contact email address	jane@newtalisman.co.nz
Date of release through MAP	25 August 2022