



Oakajee Corporation Limited

ACN 123 084 453

Registered Office

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20 March 2019

ASX WAIVERS GRANTED

Oakajee Corporation Limited ("Company") is pleased to advise that it has been granted a waiver from ASX Listing Rules 2.1 Condition 2 and 1.1 Condition 12, to allow the Company to:

- issue shares at an issue price less than \$0.20 per share; and
- grant options with an exercise price less than \$0.20,

pursuant to a proposed capital raising ("Capital Raising") and in connection with the Company's acquisition of the Paynes Find Gold Project ("Acquisition") and recompliance with Chapters 1 and 2 of the ASX Listing Rules.

Refer to the Company's announcements of 20 February 2019 and 18 January 2019 for further details in relation to the proposed Acquisition and Capital Raising.

The Company expects to distribute a notice of meeting seeking approval for, amongst other matters, the issue of the securities pursuant to the Capital Raising, and the Acquisition, shortly followed by lodgement of a prospectus.

The full terms of the waivers granted by ASX are as follows:

"DECISION

1. *Subject to Resolution 2 and based solely on the information provided, ASX Limited ("ASX") grants Oakajee Corporation Limited (the "Company"), in connection with the acquisition of the Paynes Find Project ("Acquisition") and the proposed issue of up to 30,000,000 fully paid ordinary shares ("Shares") and up to 30,000,000 free attaching options with an exercise price of \$0.08 expiring on the date that is three years from the date of issue ("Option") under a public offer to raise up to \$2,400,000 ("Capital Raising"), the following:*

- 1.1 *A waiver from listing rule 2.1 condition 2 to the extent necessary to permit the issue of 30,000,000 Shares at an issue price less than \$0.20 per Share, subject to the following conditions:*

1.1.1. *The issue price of the Shares is not less than \$0.02 per share.*

1.1.2. *The terms of this waiver are immediately disclosed to the market and are clearly disclosed in the notice of meeting pursuant to which the Company will seek the approval required under listing rule 11.1.2 for the Acquisition*

(“Notice”) and in the prospectus to be issued in respect of the Capital Raising (“Prospectus”).

1.1.3. The Company’s shareholders approve the issue price of the Shares in conjunction with the approval obtained under listing rule 11.1.2 in respect of the Acquisition.

1.1.4. The terms of the Acquisition and Capital Raising have not materially changed (as determined by ASX in its absolute discretion) from those announced by the Company on 18 January 2019 and 20 February 2019 respectively.

1.2. A waiver from listing rule 1.1 condition 12 to the extent necessary to enable the Company to issue one free attaching Option for every one share issued pursuant to the Capital Raising at an exercise price less than \$0.20, subject to the following conditions:

1.2.1. The exercise price of the Options is not less than \$0.02 each.

1.2.2. The terms of this waiver are immediately disclosed to the market and, along with the terms and conditions of the Options, the terms of this waiver are clearly disclosed in the Notice and the Prospectus.

1.2.3. The Company’s shareholders approve the exercise price of the Options in conjunction with the approval obtained under listing rule 11.1.2 for the Acquisition.

For Investor queries, please contact:

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