

Share Purchase Plan – Dispatch of Prospectus

Cohiba Minerals Limited (ASX: 'CHK', 'Cohiba' or 'the Company') previously announced its intention to offer eligible shareholders the opportunity to participate in the Company's Share Purchase Plan to subscribe for additional shares in the Company ('SPP'). The SPP is targeting \$2.0 million before costs (with capacity to accept oversubscriptions as described below) with an issue price of \$0.006 (0.6 cents) per share. Every two shares under the SPP are to be accompanied by one free-attaching options with an exercise price of \$0.01 (1 cent) and expiry date of two years from issue. The prospectus for the offer of the shares and free-attaching options was lodged with ASIC and released to ASX on 29 November 2022 (**SPP Prospectus**).

As set out in the SPP Prospectus, shareholders who were registered holders of CHK shares at 7:00pm AEDT on 18 November 2022 (**Record Date**) and whose registered address is in Australia or New Zealand are eligible to participate in the SPP and subscribe for up to \$30,000 of shares under the SPP (with every two shares to be accompanied by one free-attaching option). Participation in the SPP is optional. No brokerage or transaction costs will be payable by participating shareholders.

The Board of Directors of the Company is pleased to confirm the SPP Prospectus with an accompanying personalised application form has been despatched to all eligible shareholders today. A sample copy of the application form with personalised details removed is attached to this announcement.

Funds raised under the SPP will be applied to additional exploration activities at the Company's exploration assets located in South Australia, Western Australia and Queensland and for working capital requirements.

The SPP offer is not underwritten. The Board may, at its discretion, accept oversubscriptions subject to applicable law including compliance with the Listing Rules and ASIC (Share and Interest Purchase Plans) Instrument 2019/547. Any oversubscription through the SPP not accepted by the Board will be scaled back on a pro rata basis, at the Board's discretion based on the size of the applicant's shareholding at the Record Date.

The SPP offer is scheduled to close on Friday 16 December 2022 at 5.00 pm (AEDT). Should shareholders wish to discuss any information contained in the SPP Prospectus they should contact the Company Secretary on +61 3 8630 3321.

-Ends

This announcement has been authorised for release by the Board of CHK.

For shareholder enquires please contact:

Mordechai Benedikt
Executive Chairman

admin@cohibaminerals.com.au

Address

Level 21
459 Collins Street
Melbourne VIC 3000
Phone: +61 3 8630 3321

Directors

Mordechai Benedikt – Executive Chairman
Andrew Graham – Executive Director
Nochum Labkowski – NED

SRN/HIN: [HolderNumberMasked]

ASX Code: CHK

Record Date: 7:00pm (AEDT), 18 November 2022

SHARE PURCHASE PLAN APPLICATION FORM

**IMPORTANT: OFFER CLOSSES 5:00PM (AEDT) ON FRIDAY, 16 DECEMBER 2022
(UNLESS VARIED)**

1: SUBSCRIPTION

This Offer entitles each Eligible Shareholder in Cohiba Minerals Limited (ASX: **CHK**) (**Cohiba** or the **Company**) to subscribe through the Company's Share Purchase Plan (**SPP**) for a maximum of \$30,000 worth of fully paid ordinary shares in the Company (**SPP Shares**). The Company announced the SPP to raise up to a total of \$2 million before costs (subject to Board discretion to accept oversubscriptions described in the Prospectus) (**SPP Offer**). Every two SPP Shares issued are proposed to be accompanied by one free-attaching New Option under the Option Offer. Further details of the Option Offer are set out in the Prospectus. The SPP Offer and Option Offer are referred to collectively as the **Offers**. By submitting an Application Form or by making payment, you will be deemed to have accepted both of the Offers.

The SPP is open to all shareholders recorded as holding fully paid ordinary shares (**Shares**) on the Company's Register as at the Record Date with a registered address in Australia or New Zealand. The issue price of the SPP Shares is \$0.006 (**Price**). Eligible Shareholders may subscribe for any one of the following parcels (*subject to a maximum band or any scale back*) described below by paying the applicable Subscription Amount in accordance with the payment instructions in section 2 of this Application Form:

	Application Amount	Number of SPP Shares	Number of New Options
Offer A	\$2,000 (minimum)	333,334	166,667
Offer B	\$5,000	833,334	416,667
Offer C	\$7,500	1,250,000	625,000
Offer D	\$10,000	1,666,667	833,334
Offer E	\$15,000	2,500,000	1,250,000
Offer F	\$20,000	3,333,334	1,666,667
Offer G	\$25,000	4,166,667	2,083,334
Offer H	\$30,000 (maximum)	5,000,000	2,500,000

No fractions of Shares will be issued. Any fraction of a Share will be rounded up to the nearest whole number of Shares (where applicable).

2: PAYMENT - You can pay either by BPAY® or Electronic Funds Transfer "EFT"

Payment under the Share Purchase Plan can only be made by BPAY® or EFT.

Option A – BPAY®



Bill Code: 391680

Ref No: [BPayCRN]

Contact your financial institution to make your payment from your cheque or savings account.

Note: You do not need to return this form if you have made payment via BPAY® or EFT. Your BPAY® reference number or unique reference number will process your payment for your application for New Shares electronically.

Option B – Electronic Funds Transfer (EFT)

The unique Payment Reference which has been assigned to your Application is: [HolderId]-TBC-CHK

Funds are to be deposited directly to following bank account:

Account name: Automic Pty Ltd

Account BSB: *****

Account number: *****

Swift Code: WPACAU2S

IMPORTANT: You must quote your unique payment reference as your payment reference/ description when processing your EFT payment.

Failure to do so may result in your funds not being allocated to your application and shares subsequently not issued.

3: Elect to receive email communication

Return to Automic Group by email to corporate.actions@automicgroup.com.au

Telephone Number

()

Contact Name (PLEASE PRINT)

CHK[HolderId]

Please insert your email address if you wish to elect to be an e-Shareholder, and you consent to receiving communications from the Share Registry

INSTRUCTIONS FOR COMPLETION OF THIS FORM

The right to participate in the Offers is optional and is offered exclusively to all Shareholders (including Custodians) who are registered as holders of fully paid ordinary shares in the capital of the Company on the Record Date with a registered address in Australia or New Zealand (**Eligible Shareholders**).

If the Company rejects or scales-back an application or purported applications, the Company will return to the Shareholder the relevant Application Monies, without interest.

HOW TO APPLY FOR SHARES UNDER THE SPP

1 Subscription

As an Eligible Shareholder, you can apply for up to a maximum of \$30,000 worth of SPP Shares. Eligible Shareholders can select one of the parcels prescribed overleaf as noted in the Prospectus, every two SPP Shares are to be accompanied by one free-attaching New Option.

In order to comply with ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547, the maximum value of SPP Shares each Eligible Shareholder (irrespective of the size of their shareholding) may apply for under the SPP Offer is \$30,000 (including through joint holding(s) (being 5,000,000 SPP Shares), multiple share accounts or any holding in which they have a beneficial interest(s). This limit will apply even if you receive more than one offer from the Company (for example, because you are a joint holder of Shares or because you hold more than one shareholding under separate share accounts).

If the Company receives an amount that does not equal one of the amounts specified overleaf the Company may accept the payment at their discretion and refund any excess Application Money (without interest) to the Eligible Shareholder. If the Company receives a subscription of over \$30,000 worth of SPP Shares by an Eligible Shareholder through multiple applications or joint holdings, the Company may refund any excess Application Money (without interest) to the Eligible Shareholder.

Any application made under the Offers is not guaranteed to result in the Eligible Shareholder receiving any SPP Shares and free-attaching New Options that have been applied for. Applications may be scaled back at the absolute discretion of the Board as described in the Prospectus.

2 Payment

By making a payment via BPAY or EFT, you agree that it is your responsibility to ensure that funds are submitted correctly and received by Automic Share Registry by the closing date and time. Payment must be received by the Share Registry by 5:00pm (AEDT) on Friday, 16 December 2022.

It is your responsibility to ensure your CRN or unique Payment Reference is quoted, as per the instructions in Section 2. If you fail to quote your CRN or unique Payment Reference correctly, Automic may be unable to allocate or refund your payment. If you need assistance, please contact Automic.

Payment by BPAY®: You can make a payment via BPAY® if you are the holder of an account with an Australian financial institution that supports BPAY® transactions. To BPAY® this payment via internet or telephone banking use your reference number on this Form. Multiple acceptances must be paid separately.

Payment by EFT: You can make a payment via Electronic Funds Transfer "EFT". Multiple acceptances must be paid separately. Please use your unique reference on this Form. This will ensure your payment is processed correctly to your application electronically.

If you make a payment by BPAY® or EFT and the Company receives an amount which is not equal to either \$30,000, \$25,000, \$20,000, \$15,000, \$10,000, \$7,500, \$5,000, or \$2,000 the Company may accept the payment at their discretion. Your payment must be for a minimum of \$2,000.

Applicants should be aware of Automic's financial institution's cut off-time, their own financial institution's cut-off time and associated fees with processing a funds transfer. It is the Applicant's responsibility to ensure funds are submitted correctly by the closing date and time, including taking into account any delay that may occur as a result of payments being made after 5pm (AEST) and/or on a day that is not a business day (payment must be made to be processed overnight). You do not need to return this Form if you have made payment via BPAY® or EFT. Your reference number will process your payment to your application electronically and you will be deemed to have applied for such shares for which you have paid.

3 Contact Details - Elect to receive email communication

As a valued shareholder in Cohiba Minerals Limited, the Company encourages shareholders to elect to receive their shareholder communications electronically. This will ensure you receive all future important shareholder communications in a faster and more secure way and reduce the environmental footprint of printing and mailing.

IMPORTANT INFORMATION

1. This is an important document which requires your immediate attention. If you are in any doubt as to how to deal with this Application Form, please consult a professional adviser.
2. If you do not wish to purchase SPP Shares and free-attaching Options under the Offers, there is no need to take action.
3. Please ensure you have read and understood the terms and conditions of the SPP in the Prospectus accompanying this Application Form and this section entitled "Important Information" before making payment by BPAY® or EFT.
4. The offer for SPP Shares and free-attaching Options under the Offers is non-renounceable. Applications can only be accepted in the name printed on the Application Form.
5. If you are a custodian, trustee or nominee within the meaning of "Custodian" as defined in ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547, you must complete and submit an additional certificate that contains further certifications and details (**Custodian Certificate**) that must be provided before your application will be received. The Custodian Certificate can be obtained by contacting the Share Registry on the telephone number set out below. Applications received by Custodians that are not accompanied by the Custodian Certificate will be rejected. A completed Custodian Certificate must be emailed to: custodialcertificates@automicgroup.com.au, failure to do so will result in the Application being rejected.
6. For applicants that are not required to complete the Custodian Certificate, by making payment by BPAY® or EFT, you certify that the aggregate of the payment paid by you for:
 - the parcel of SPP Shares indicated on this Application Form or BPAY® or EFT; and
 - any other Shares applied for by you, or which you have instructed a custodian to acquire on your behalf under the SPP or any other similar arrangement in the 12 months prior to making payment by BPAY® or EFT does not exceed A\$30,000.
7. The maximum subscription limitation of A\$30,000 will apply even if you have received more than one Application Form (whether in respect of a joint holding or because you have more than one holding under separate security accounts).
8. You are not guaranteed to receive any SPP Shares and free-attaching Options that you have applied for and the Company may, in its absolute and sole discretion:
 - a. scale back any applications made; and
 - b. reject your application, without limit.
9. By making payment of application monies, you certify that:
 - you wish to apply for SPP Shares and free-attaching Options under the Offers as indicated on this Application Form and acknowledge that your application is irrevocable and unconditional;
 - you received a copy of the Prospectus and you have read and understood the terms and conditions of the Offers;
 - you agree to be bound by the Constitution of the Company and the terms and conditions in the Prospectus;
 - you agree to accept any lesser number of SPP Shares and free-attaching Options than the number of shares applied for; and
 - you are not in the United States and are not acting for the account or benefit of a person in the United States and have not sent any offering materials relating to the Offers to any person in the United States.
10. The Company has adopted a target market determination (TMD) in connection with the offer of New Options under the Prospectus. The TMD is available at: <https://www.cohibaminerals.com.au/>. By submitting this application, you acknowledge and agree that you have read the TMD and fit within the target market in the TMD.

If you require further information about the Offers, please contact Automic on 1300 288 664 or +61 2 9698 5414 between 8:30am and 5:00pm (AEDT).