

**Australian Securities and Investments Commission
Corporations Act 2001 – Subsection 741(1) – Exemption and Declaration**

Enabling legislation

1. The Australian Securities and Investments Commission (**ASIC**) makes this instrument under subsection 741(1) of the *Corporations Act 2001* (the **Act**).

Title

2. This instrument is ASIC Instrument 21-0672.

Commencement

3. This instrument commences on the date it is signed.

Exemptions

4. Archer Materials Limited ACN 123 993 233 (**Archer**) does not have to comply with Parts 6D.2 and 6D.3 of the Act.

Declaration

5. Chapter 6D of the Act applies to each holder of shares in iTech Minerals Ltd ACN 648 219 050 (**iTech**) as if section 707 were modified or varied by omitting subsections 707(3), (4), (5) and (6).

Where this instrument applies

6. The exemption in paragraph 4 applies to invitations by Archer to vote at an extraordinary general meeting on a capital reduction of Archer and an in-specie distribution of ordinary shares in iTech to holders of shares in Archer (**Distribution Proposal**), pursuant to a notice of meeting that:
 - (a) is in substantially the same form as the draft notice of meeting provided to ASIC on 22 July 2021; and
 - (b) includes a statement:
 - (i) describing the need for, and the effect of, the relief contained in this instrument; and
 - (ii) that the notice of meeting is in substantially the same form as the draft notice of meeting provided to ASIC on 22 July 2021.
7. The declaration in paragraph 5 applies where:

- (a) a holder of shares in iTech makes an offer of shares in iTech (**iTech Shares**) for sale; and
- (b) the iTech Shares were transferred to a holder of shares in Archer, pursuant to the Distribution Proposal referred to in paragraph 6, within the previous 12 months; and
- (c) the offer is not made within 12 months of a sale or transfer of the iTech Shares by a person, other than Archer, who:
 - (i) controls iTech;
 - (ii) would have been required by subsection 707(2) of the Act to give disclosure to investors under Part 6D.2 of the Act but for section 708 or 708A of the Act; and
 - (iii) did not give disclosure to investors under Part 6D.2 of the Act because of section 708 or 708A of the Act.

Dated this 28th day of July 2021

Matt Bevins

Signed by Matthew Bevins
as a delegate of the Australian Securities and Investments Commission