

TARGET MARKET DETERMINATION

Made by:	Applyflow Limited (to be renamed 'FMR Resources Limited') ACN 107 371 497 of Level 5, 126 Phillip Street Sydney NSW 2000 (Company)
Product:	The following securities: (a) Unquoted options to acquire fully paid ordinary shares in the capital of the Company, to be issued under the Vendor Offer (Vendor Options); (b) Unquoted performance shares which entitle the holder to shares in the Company upon the achievement of certain performance milestones, to be issued under the Vendor Offer (Vendor Performance Shares); and (c) Unquoted options to acquire fully paid ordinary shares in the capital of the Company, to be issued under the Incentive Offer (Incentive Options), (together, the Convertible Securities).
Effective Date:	10 May 2024

This target market determination (**TMD**) has been prepared by the Company in relation to the Company's offers of the Convertible Securities (**Offers**) under a prospectus lodged with the Australia Securities and Investments Commission (**ASIC**) on or about the Effective Date (**Prospectus**). A copy of the Prospectus is available on the Company's website, applyflow.com.

This TMD sets out the class of consumers for which the Convertible Securities would likely be consistent with their financial objectives, the distribution conditions and restrictions imposed on the distribution of the Convertible Securities, as well as reporting requirements for distributors in accordance with the requirements of section 994B of the *Corporations Act 2001* (Cth) (**Corporations Act**).

The Offers will be made under, or accompanied by, a copy of the Prospectus. Any recipient of this TMD should carefully read and consider the Prospectus in full and consult their professional adviser if they have any questions regarding the contents of the Prospectus. Any recipient of this TMD who wants to acquire Convertible Securities under the Offers will need to complete the application form that will be in, or will accompany, the Prospectus. There is no cooling off period in respect of the issue of the Convertible Securities. This TMD is not a disclosure document for the purposes of the Corporations Act and therefore has not been lodged, and does not require lodgement, with the Australian Securities and Investments Commission (**ASIC**) nor does it contain a full summary of the terms and conditions of the Convertible Securities.

This TMD does not take into account what you currently have, or what you want and need, for your financial future. It is important for you to consider these matters and read the Prospectus before you make an investment decision. The Company is not licenced to provide financial product advice in relation to the Convertible Securities.

1. PRODUCT DESCRIPTION

KEY FEATURES	TARGET MARKET
<p>Eligibility</p>	<p>An eligible applicant under the Vendor Offer is any Vendor, as that term is defined in the Prospectus.</p> <p>An eligible applicant under the Incentive Offer is Steven Papadopoulos (Director) and Ian Hobson (Director) and Bill Oliver (Proposed Director), or their nominees.</p>
<p>Key Terms of the Vendor Options and Incentive Options</p>	<p>Key terms of the Vendor Options and Incentive Options (collectively, the Options) are as follows:</p> <ul style="list-style-type: none"> • (Issue Price): The Options have an issue price of nil. • (Exercise Price): The Options are exercisable at \$0.25 each. • (Entitlement): Each Option entitles the holder to be issued one fully paid ordinary share in the Company on payment of the exercise price. • (Expiry Date): The Options will expire on 31 December 2026. • (Exercise Period): The Options may be exercised at any time on or prior to the Expiry Date. • (Rank of Shares): Shares issued on the exercise of the Options will rank equally with the Shares on issue in the Company; • (Quotation): The Options will not be quoted on the ASX; and • (Transferability): The Options are transferable in accordance with the Corporations Act. <p>The full terms and conditions of the Options are set out in section 10.2 of the Prospectus.</p>
<p>Key Terms of the Vendor Performance Shares</p>	<p>Key terms of the Vendor Performance Shares are as follows:</p> <ul style="list-style-type: none"> • (Issue Price): The Performance Shares have an issue price of nil. • (Milestone Hurdle) On the Company announcing: <ul style="list-style-type: none"> ○ an intersection of at least 10m from drilling, horizontal trenching or channel sampling at no less than 1% Cu or equivalent (where equivalent metals are Au, Pb, Zn, Ag, Co, Ba, V, F, Sr) at the Fairfield Project; or ○ an intersection of at least 10m from drilling, horizontal trenching or channel sampling at no less than 1% TREO or equivalent (where equivalent metals are Nb, P, Cu, Au, Pt, Pd) at the Fintry Project, <p>by 31 December 2025 as verified by an independent competent person.</p> • (Entitlement): Each Performance Share entitles the holder to be issued one fully paid ordinary share in the Company on satisfaction of the Milestone Hurdle (for no additional consideration) by delivering a conversion notice to the Company prior to the date that is three months after the date the milestone is achieved. • (Expiry Date): The Performance Shares will lapse on 31 December 2025. • (Change of control): Each Performance Share will convert into one fully paid ordinary share in the Company upon a change of control of the Company (as set out in the full terms and conditions of the Performance Shares).

	<ul style="list-style-type: none"> • (Rank of Shares): Shares issued on the exercise of the Performance Shares will rank equally with the Shares on issue in the Company; • (Quotation): The Performance Shares will not be quoted on the ASX; and • (Transferability): The Performance Shares are not transferrable. <p>The full terms and conditions of the Performance Shares are set out in section 10.3 of the Prospectus.</p>
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2. TARGET MARKET

FACTOR	TARGET MARKET
Investment Objective	The Company expects that an investment in Convertible Securities will be suitable to eligible investors who wish to gain exposure to equities in a small minerals exploration company listed on the Australian Securities Exchange (ASX).
Investment Timeframe	The target market of investors will take a short to medium term outlook on their investment in the Company and are in a financial position that is sufficient for them to invest their funds over the applicable Exercise Period, should they wish to exercise their Convertible Securities.
Investment Metrics	While the Company does not have an established eligibility framework for investors based on metrics such as age, expected return or volatility, it is expected that the target market of investors will be able to withstand potentially large fluctuations in the value of their investment and who are accustomed to participating in highly speculative investments in the mining sector. The Convertible Securities offer no guaranteed income or capital protection and also offer no guarantee of whether there will be liquidity to enable trading of the Shares which may be issued upon their exercise or conversion (as applicable).
Risks	<p>The Company considers that an investment in the Convertible Securities is highly speculative, such that an investment in the Company is not appropriate for an investor who would not be able to bear the loss of some or all of the investment.</p> <p>The Company considers that an investment in the Convertible Securities will have a different risk profile to a direct upfront investment in the Shares, including the fact that there is no obligation to exercise the Options and that the existence of a fixed exercise price provides increased leverage to movements in the price of Shares. Furthermore, there is no guarantee that the milestone hurdles in the Performance Shares will be satisfied.</p> <p>Investors should also have a sufficient level of financial literacy and resources (either alone or in conjunction with an appropriate advisor) to understand and appreciate the risks of investing in Convertible Securities as an asset class generally and the more specific risks of investing in an Australian listed minerals exploration company.</p>

3. DISTRIBUTION CONDITIONS

With respect to the Offers, any distributors engaged by the Company in connection with the Convertible Securities will be subject to the following conditions:

- to provide retail investors with a copy of the Prospectus and access to this TMD before they apply for the Convertible Securities; and
- to not procure investments from retail clients for whom the distributor has actual knowledge or does not fall within the target market.

The Company considers that these conditions will ensure persons who invest in the Convertible Securities fall within the target market in circumstances where advice is not being provided to those persons by the Company.

4. REVIEW TRIGGERS

The Convertible Securities are being offered for a limited offer period set out in the Prospectus, after the conclusion of which the Convertible Securities will no longer be available for investment by way of issue. It follows that the TMD will only apply in the period between the commencement of the offer of the Convertible Securities and the issue of the Convertible Securities shortly after the close of the Offer (**Offer Period**).

To allow the Company to determine whether circumstances exist that indicate this TMD is no longer appropriate to the Offers and should be reviewed, the following review triggers apply for the Offer Period:

- there is a material change to the Convertible Securities' key attributes that make them no longer consistent with the likely objectives, financial situation and needs of consumers in the target market;
- the Company lodges with ASIC a supplementary or replacement prospectus in relation to the Prospectus;
- the Company identifies a substantial divergence in how the Convertible Securities are being distributed and purchased from this TMD;
- ASIC raises concerns with the Company regarding the adequacy of the design or distribution of the Convertible Securities or this TMD; and
- material changes to the regulatory environment that applies to an investment in the Convertible Securities.

The Company may also amend this TMD at any time.

5. REVIEW PERIOD

If a review trigger occurs during the Offer Period, the Company will undertake a review of the TMD in light of the review trigger. The Company will otherwise complete a review of the TMD immediately prior to the issue of Convertible Securities under the Offers. Periodic reviews of the TMD will not occur during the Offer Period, noting that the Offer Period is (subject to any decision to extend) is for a limited period. If the Offer Period is extended for more than one month, the TMD will be reviewed on a monthly basis.

6. INFORMATION REPORTING

The reporting requirements of all distributors is set out in the table below:

REPORTING REQUIREMENTS	PERIOD FOR REPORTING TO THE COMPANY BY THE DISTRIBUTOR	INFORMATION TO BE PROVIDED
Whether the distributor received complaints about the Convertible Securities.	<ul style="list-style-type: none"> • For such time as the Offer Period remains open, within 5 business days after the end of each quarter. • Within 5 business days after the end of the Offer Period. 	<ul style="list-style-type: none"> • The number of complaints received. • A summary of the nature of each complaint or a copy of each complaint.
A significant dealing of the Convertible Securities that is not consistent with this TMD.	As soon as reasonably practicable after the significant dealing occurs, but in any event no later than 5 business days after the significant dealing occurs.	<ul style="list-style-type: none"> • Details of the significant dealing. • Reasons why the distributor considers that the significant dealing is not consistent with this TMD.
A summary of the steps taken by the distributor to ensure that its conduct was consistent with this TMD.	Within 10 business days after the end of the close of the offer of Convertible Securities in accordance with the Prospectus.	A summary of the steps taken by the distributor to ensure that its conduct was consistent with this TMD.

7. CONTACT DETAILS

Contact details in respect of this TMD for the Company are:

David Franks – Company Secretary

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