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13 December 2016

ESPERANCE MINERALS TO ACQUIRE URBAN MINING COMPANY, GREENENZ GROUP LIMITED (NZ)

Esperance Minerals Limited (**Esperance**, **ESM** or **Company**) is pleased to announce that it has entered into a binding heads of agreement with the shareholders of unlisted New Zealand company, Greenenz Group Limited (**Greenenz**), in relation to the acquisition of all of the securities in Greenenz (**Proposed Acquisition**). The acquisition is subject to, amongst other things, the results of a comprehensive due diligence trial being undertaken on Greenenz's technology in the United States being acceptable to the Company and the Company's re-compliance with Chapters 1 and 2 of the ASX Listing Rules. The due diligence trial is scheduled to take place in January and February 2017. The key terms of the Proposed Acquisition are set out in Schedule 1 of this announc

Overview of Greenenz

1. Greenenz was established in 2008 with the purpose of commercialising technologies and systems that deliver market advancement through superior environmental and commercial performance. To that end it has:

   (a) developed a process for the extraction of precious metals (including gold, silver, and platinum) from electronic waste with patented core componentry (the Greenenz Precious Metals Recovery Process).

   (b) built a portfolio of technology relationships with companies in the United Kingdom, Canada, Europe, North America and Asia with a particular emphasis on processing e-waste.

   (c) cultivated a pipeline of prospective customers around the world who are ready to form partnerships and co-invest with Greenenz in the development of its business.

2. Greenenz is based in New Zealand, with a team in the UK, USA and Hong Kong. Greenenz's founding directors are Mark Riddiford and Wayne Breeze. The Directors engage a multi-talented group of individuals with expertise in engineering, manufacturing, accounting, management consulting, information technology, law, finance and project management.

3. As at the date of this announcement, Greenenz has a total of 2 shareholders, being Winston Developments Limited (**Winston Developments**) and Breeze Solutions Limited (Breeze Solutions), with each holding an equal 50% stake. Each of these holders will be entitled to 50% of the total

consideration ESM shares and options issued to the Greenenz vendors on completion of the Company's acquisition of Greenez. As a consequence of the Proposed Acquisition, if approved, each of Winston and Breeze is expected to hold approximately 21.82% of the listed merged entity.

4. Winston Developments and Breeze Solutions are controlled by Mark Riddiford and Wayne Breeze respectively. Mark Riddiford brings more than 35 years experience in project development, operations and commercialisation in the resource sector in New Zealand and emerging markets. Wayne Breeze brings a business development, investment banking and legal background with extensive international experience whilst based in London and Hong Kong, primarily focused on new business and new markets development.

Capital Raising

5. To assist Esperance to re-comply with Chapters 1 and 2 of the Listing Rules and to support its growth strategy post-completion of the Proposed Acquisition, the Company plans, subject to shareholder approval, to conduct a capital raising under a full form prospectus to raise approximately $63 million (Public Offer).

Use of funds from the Public Offer	AUD$	%
Expenses of the Offer	$4,400,000	6.98%
General Working Capital	$5,000,000	7.94%
Project Expenditure & New Project Development	$53,600,000	85.08%
Total	$63,000,000	100%

The Company is also proposing to raise up to $600,000 shortly for general working capital and due diligence expenses expected to be incurred as part of the Proposed Acquisition. This raising will be in the form of converting notes (Series E) with a 2 cent conversion price (representing a 66% premium to last market price) and a 12-month maturity. The notes will convert post-consolidation, meaning they will convert at 20 cents on a post-consolidation basis. Shareholder approval for conversion of the Series E notes will be sought at an Extraordinary General Meeting of the Company to be held prior to completion of the Proposed Acquisition. See table below for use of funds:

Use of funds from the proposed issue of Series E converting notes	AUD$	%
Expenses of the Offer	$30,000	5%
General Working Capital (including legal, auditing, listing, administrative and registry fees)	$100,000	16.7%
Due diligence on Proposed Acquisition	$470,000	78.3%
Total	$600,000	100%

6. The Company does not expect the public offer to be underwritten.

Control Issues

7. As set out in paragraph 3 of this announcement, each of Winston Developments and Breeze Solutions is expected to hold approximately 21.82% of the listed merged entity upon completion of the Proposed Acquisition.

8. Winston Developments and Breeze Solutions are New Zealand registered proprietary companies.

9. Mark Riddiford is the sole director of Winston Developments with the beneficial interest in the shares being held in trust by River Investments Trust. Wayne Breeze is sole director and shareholder of Breeze Solutions.

10. Neither Winston Developments or Breeze Solutions (or their respective directors or nominees) presently hold any shares in Esperance; accordingly, the change in voting power of each of Winston Developments and Breeze Solutions on completion of the Proposed Acquisition will be an increase from nil to 21.82%. The Company will also seek the approval of the Proposed Acquisition in accordance with section 611 of the *Corporations Act* 2001 (Cth) (**Corporations Act**). On completion of the Proposed Acquisition, Winston Developments and Breeze Solutions will hold, in aggregate, 43.6% of the issued capital of the Company.

Effect of the Proposed Acquisition on the Company's consolidated total assets and total equity interests

11. The principal effects on the Company's consolidated statement of financial position will be:

    (a) current assets will increase by approximately $60 million comprised of the net proceeds of the Public Offer and Greenenz's expected cash balance as at completion of the Proposed Acquisition;

    (b) non-current assets will increase by approximately $5 million comprised of the value of Greenenz's non-cash assets as expected at completion of the Proposed Acquisition; and

    (c) total equity interests will increase by a corresponding amount.

Effect of the Proposed Acquisition on the Company's revenue, expenditure and profit before tax

12. The principal effects on the Company's consolidated statement of financial performance for the financial year ended 30 June 2017 will be:

    (a) The Company is not yet in a position to forecast revenues from the operations or sale of assets. Greenenz is a pre-revenue entity seeking to commercialise a proprietary process for the extraction of precious metals from e-waste. The underlying component technology is not pre-revenue, and has been successfully used by other companies in commercial applications in other sectors. Assuming $63 million is raised under the Prospectus on schedule, the Company will earn approximately $320,000 in interest on those funds during the relevant post-acquisition period.

    (b) expenditure will be increased by approximately $9,900,000 comprised principally of expenses related to the Company's expenditure on the installation and commissioning of Greenenz plant ($5,000,000) and corporate overheads ($500,000) and relisting capital rasing costs of ($4.4 million) and

    (c) The Company is not yet in a position to determine net cashflow during the relevant period.

13. The Company is not yet in a position to forecast the principal effects on the Company's consolidated statement of financial performance for the financial year ended 30 June 2018.

Pro Forma Share Capital Structure (on a post 1-for-10 consolidation basis)

14. The indicative share capital structure of Esperance post-acquisition of Greenenz, based on the current Esperance securities on issue and including the Public Offer, will be as follows:

	Shares	**Other securities**	**% interest in issued capital**
Shares currently on issue	23,637,349		5.3%
Shares to be issued to Greenenz vendors	195,500,000		43.60%
Shares to be issued to service providers, promoters & facilitators	83,000,000		18.5%
Shares to be issued under the Public Offer at an indicative issue price of $0.45 (subject to confirmation under the Public Offer)	140,000,000		31.3%
Shares to be issued upon conversion of existing convertible notes (Series A & B) [2]	2,800,000		0.6%
Shares to be issued upon conversion of new converting note to be issued (Series E)[1]	3,000,000		0.7%
Total Shares upon completion of the Proposed Acquisition	**447,937,349**		**100%**
Options currently on issue (various terms)		13,126,500	13.7%
Options to be issued upon conversion of existing convertible notes (Series A & B)[2]		2,800,000	2.9%
Options to be issued to vendors (exercisable @ $0.20 on or before 31 December 2018)		20,000,000	20.8%
Performance options to be issued to vendors subject to performance hurdles (exercisable @ $0.50 on or before 31 December 2019)		40,000,000	41.7%
Options to be issued to service providers, promoters & facilitators (exercisable @ $0.20 within 18 months of relisting)		20,000,000	20.8%
Total Options upon completion of the Proposed Acquisition		**95,926,500**	**100%**

1. For terms of Series E converting note, see Paragraph 5 above.
2. Key terms of Series A & B converting notes on a post-consolidation basis: conversion price of 50 cents per ordinary share; for each share issued on conversion, the Noteholder will be issued with 1 free option to subscribe for an additional ordinary share in the Company exercisable on or before 31 August 2018 at an exercise price of $1.00 per Company share.

New Board and Management Team

15. Upon completion of the Proposed Acquisition, one of the existing directors of the Company will resign and Wayne Breeze, Mark Riddiford and Anthony Karam will be appointed as directors (New Directors). The New Directors' qualifications and experience are set out below.

    Wayne Breeze

    - 30 years business development, finance and legal exerpience predominently in Europe and Asia.
    - Admitted as a barrister and solicitor in New Zealand
    - Admitted as a Solicitor in England and Wales
    - Previously Deputy Head of Legal for Barclays Capital in London
    - Previously Director of Solution Sales in London and Head of Solution Sales Japan Asia Pacific for Barclays Capital
    - SME invetment and business development in the finance, agriculture, sustainability and technology sectors.

    Mark Riddiford

    - 35 years experience in resource based industries predominantly in New Zealand and the Pacific.
    - Founder and executive director roles in private sector companies involved in agriculture, forestry and energy.

    Anthony Karam

    - Eighteen years experience as a commercial lawyer.. Engaged as a corporate adviser by a number ASX listed companies and large privately owned businesses.
    - Has held senior board positions with the following ASX listed companies: Director, Chameleon Mining NL (2009-2012), Director, Gulf Industrials Limited (2014-current), Company Secretary, Panorama Synergy Ltd (2012-2015).
    - That combination of experience and commercial skill set will be a great asset to the Company as it embarks on this transaction and the its development going forward.

    The remaining two existing directors of the Company, John Rawicki and Sophia Zhang, will stay on as independent directors in a non-executive capacity.

Change of Name

16. Following completion of the Proposed Acquisition, the Company will change its name to "Greenenz Technologies Limited".

Timetable

17. A timetable for the Proposed Acquisition and associated events is set out below:

Event	Date
Binding heads of agreement entered into by the parties	7 December 2016
Commencement of commercial & technical due diligence	15 December 2016
Dispatch Notice of Meeting to shareholders	1 February 2017
Shareholder Meeting to approve Acquisition & related matters	2 March 2017
Lodgement of Prospectus with ASIC	30 March 2017
Expected completion date for Offer under Prospectus	14 April 2017
Issue of Shares under Prospectus	17 April 2017
Recommence trading on the ASX	20 April 2017

Greenenz's activities and business model

18. Electronic waste is growing at 8% per annum making it one of the fastest growing waste streams in the world. In 2014 the UN estimated that up to 50 million tonnes of electrical and electronic goods are thrown away every year and this figure is set to rise to 73 million in 2016. Worldwide, e-waste constitutes a valuable urban mine, a large potential reservoir of recyclable materials. Only approximately 13% of the e-waste generated each year is recycled.

The opportunity is to process e-waste in small scale plant at a community level with minimal manual involement, maximum precious metals recovery and using proven environmentally sound methods in the most cost efficient manner.

The Greenenz process is unique, small scale, and the business model highly scalable and commercially attractive.

Key risks and dependencies

19. The key risks to successful transformation of the Company can be summarised as:

(a) Completion risk

Pursuant to the heads of agreement, the key terms of which are summarised in Schedule 1, the Company has agreed to acquire 100% of the issued share capital of Greenenz, completion of which is subject to the fulfilment of certain conditions. There is a risk that the conditions for completion of the Proposed Acquisition can't be fulfilled and, in turn, that completion of the acquisition does not occur.

If the Proposed Acquisition is not completed, the Company will incur costs relating to advisors and other costs without any material benefit being achieved.

(b) Re-quotation of shares on ASX

As part of the Company's change in nature and scale of activities, ASX will require the Company to re-comply with Chapters 1 and 2 of the ASX Listing Rules. The Company's securities will remain suspended until completion of the Proposed Acquisition, the public offer, re-compliance by the

Company with Chapters 1 and 2 of the ASX Listing Rules and compliance with any further conditions ASX imposes on such reinstatement.

There is a risk that the Company will not be able to satisfy one or more of those requirements and that its securities will consequently remain suspended from official quotation.

(c) Liquidity risk

On completion of the Proposed Acquisition, the Company proposes to issue shares, on a consolidated basis, to the Greenenz vendors and other parties. The company understands that ASX will treat some or all of these securities as restricted securities in accordance with Chapter 9 of the listing rules.

This could be considered an increased liquidity risk as a large portion of issued capital may not be able to be traded freely for a period of time.

(d) Commodity and exchange rate fluctuation risk

To the extent the Company will become involved in mineral production or refining the revenue derived through the sale of commodities may expose the potential income of the Company to commodity price and exchange rate risks. Commodity prices fluctuate and are affected by many factors beyond the control of the Company. Such factors include supply and demand fluctuations for precious and base metals, technological advancements, forward selling activities and other macro-economic factors.

(e) Financial markets risks

Share market conditions may affect the value of the Company's quoted securities regardless of the Company's operating performance. Share market conditions are affected by many factors such as:

(i) general economic outlook;

(ii) introduction of tax reform or other new legislation;

(iii) interest rates and inflation rates;

(iv) changes in investor sentiment toward particular market sectors;

(v) the demand for, and supply of, capital; and

(vi) terrorism or other hostilities

The market price of securities can fall as well as rise and may be subject to varied and unpredictable influences on the market for equities in general and technology stocks in particular. Neither the Company nor the directors warrant the future performance of the Company or any return on an investment in the Company.

(f) Technology risks

The technologies and processes that the Company will utilise, own or have the rights to utilise at the conclusion of the Proposed Acquisition are at various stages of development. There can be no assurance that these technologies and processes will function at their optimal level 100% of the time, and may from time to time, experience downtime, require maintenance, upgrades and lead to lower productivity. Competing technologies may emerge over time and result in increased competition for the Company's target market.

(g) Environmental risks

The operations and proposed activities of the Company are subject to state and federal environmental laws and regulations. As with most e-waste processing projects and refinery operations, the Company's activities are expected to have an impact on the environment. The Company will attempt to conduct its activities to the highest standard of environmental regulation, including compliance with all environmental laws.

h) Economic and government risks

The future viability of the Company is also dependent on a number of other factors affecting performance of all industries and not just the e-waste processing industry including, but not limited to, the following:

(i) general economic conditions in jurisdictions in which the Company operates;

(ii) changes in government policies, taxation and other laws in jurisdictions in which the Company operates;

(iii) the strength of the equity markets in Australia and throughout the world, and in particular investor sentiment towards the resources sector;

(iv) movement in, or outlook on, interest rates and inflation rates in jurisdictions in which the Company operates; and

(v) natural disasters, social upheaval or war in jurisdictions in which the Company operates.

(i) Additional requirements for capital

The funds to be raised under the Public Offer are considered sufficient to meet the immediate objectives of the Company. Additional funding may be required in the event costs exceed the Company's estimates and to effectively implement its business and operational plans in the future to take advantage of opportunities for acquisitions, joint ventures or other business opportunities, and to meet any unanticipated liabilities or expenses which the Company may incur. If such events occur, additional funding will be required.

Following the Public Offer, the Company may seek to raise further funds through equity or debt financing, joint ventures, licensing arrangements, or other means. Failure to obtain sufficient financing for the Company's activities and future projects may result in delay and indefinite postponement of their activities and potential development programmes. There can be no assurance that additional finance will be available when needed or, if available, the terms of the financing may not be favourable to the Company and might involve substantial dilution to shareholders.

(j) Reliance on key personnel

The Company's future depends, in part, on its ability to attract and retain key personnel. It may not be able to hire and retain such personnel at compensation levels consistent with its existing compensation and salary structure. Its future also depends on the continued contributions of its executive management team and other key management and technical personnel, the loss of whose services would be difficult to replace. In addition, the inability to continue to attract appropriately qualified personnel could have a material adverse effect on the Company's business.

(k) JV partners and contractors

The Company is unable to predict the risk of financial failure or default by a participant in any joint venture to which the Company is or may become a party or the insolvency or managerial failure by any of the contractors used by the Company in any of its activities or the insolvency or other managerial failure by any of the other service providers used by the Company for any activity.

20. The key dependencies influencing the viability of the Proposed Acquisition are:

(a) the Company's capacity to re-comply with Chapters 1 and 2 of the ASX Listing Rules to enable re-admission to quotation of the Company's securities;

(b) ESM successfully completing commercial and technical due diligence on Greenenz to the satisfaction of the ESM board;

(c) raising sufficient funds to commercialise Greenenz's precious metals extraction technology and roll out the technology to Greenenz's pipeline of potential clients.

Greenenz's accounts

21. Greenenz will provide pro-forma accounts in the Prospectus for the Public Offer.

Recent issues of Greenenz securities

22. Greenenz has not issued any new securities since incorporation.

Recent issues of Esperance securities

23. ESM's most recent significant securities issue was on 25th July 2016. Esperance Minerals issued 70,906,457 shares and 91,523,616 options (exercisable @ $0.10 by 31 August 2018). Of that amount, 27 million shares resulted from the conversion of a 2c convertible note; 37,807,841 shares were issued at $0.01 to raise working capital; 6,098,616 shares were issued to convertible noteholders. All options were free attaching options.

Re-compliance with ASX Listing Rules Chapters 1 and 2

24. Since the Proposed Acquisition will result in a significant change to the scale of the Company's activities, the Proposed Acquisition will require Esperance shareholders' approval under ASX Listing Rule 11.1.2 and will also require Esperance to re-comply with Chapters 1 and 2 of the Listing Rules in accordance with ASX Listing Rule 11.1.3.

Shareholder approvals

25. A notice of meeting seeking shareholder approval for the resolutions required to give effect to the Proposed Acquisition will be sent to Esperance shareholders in due course. It is expected that Esperance will convene a general meeting in early 2017 to facilitate shareholder approval for matters in respect of the Proposed Acquisition. Those approvals will include:

(a) the consolidation of the Company's existing share capital into consolidated shares on the basis of one new consolidated share for each ten existing shares held;

(b) the change in nature of the Company's activities in accordance with Chapter 11 of the ASX Listing Rules;

(c) the issue of ESM securities to the Greenenz vendors in accordance with section 611, item 7 of the Corporations Act;

(d) the issue of ESM securities in consideration for the conversion of the Converting Notes

(e) the approval of the issue of performance options to the Vendors

(f) the issue of securities to the parties' corporate advisors and facilitators;

(g) the issue of ESM Shares in connection with the Public Offer;

(h) the change of the Company's name to Greenenz Technologies Limited; and

(i) the appointment of new directors.

ASX waivers required

26. Should the Company determine that the appropriate circumstances apply, the Company will seek a waiver of ASX Listing Rule 9.1.3 to obtain "look through" relief for the Greenenz shareholders being issued ESM shares.

Regulatory requirements generally

27. The Company notes that:

(a) the Proposed Acquisition requires the approval of shareholders in accordance with the requirements of the Corporations Act and the Listing Rules and therefore may not proceed if those approvals are not forthcoming;

(b) the Company is required to re-comply with ASX's requirements for admission and quotation and therefore the Proposed Acquisition may not proceed if those requirements are not met;

(c) ASX has an absolute discretion in deciding whether or not to re-admit the Company to the Official List and to quote its securities and therefore the Proposed Acquisition may not proceed if ASX exercises that discretion; and

(d) investors should take account of these uncertainties in deciding whether or not to buy or sell the Company's securities.

28. Furthermore, the Company:

(a) notes that ASX takes no responsibility for the contents of this announcement; and

(b) confirms that it is in compliance with its continuous disclosure obligations under Listing Rule 3.1.

For further information, please contact:
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SCHEDULE 1 – KEY TERMS OF HEADS OF AGREEMENT

The key terms of the heads of agreement to effect the Proposed Acquisition (**Heads of Agreement**) are as follows:

1. **Conditions Precedent**: Completion of the Proposed Acquisition is subject to and conditional upon a number of conditions precedent, including:

   (a) satisfaction of all necessary technical, commercial, legal and financial due diligence investigations by the parties;

   (b) the vendors of Greenenz entering into a formal binding share sale agreement with ESM on terms consistent with the provisions of the Heads of Agreement and otherwise acceptable to ESM;

   (c) ESM re-complying with Chapters 1 & 2 of the ASX Listing Rules;

   (d) ESM undertaking a capital raising to raise at least $50 million, but no more than $75 million (Public Offer); and

   (e) ESM holding a meeting of shareholders to obtain all approvals under the Corporations Act and the ASX Listing Rules that are required to give effect to the transactions contemplated by the Heads of Agreement.

2. **Consideration**: Subject to satisfaction of the conditions precedent, at completion, ESM will issue:

   (a) up to 195.5 million (but no less than 192.5 million) ESM Shares

   (b) 20 million options with a strike price $0.20 exercisable on or before 31 December 2018; and

   (c) 20 million performance options with a strike price of $0.50 exercisable on or before 31 December 2019, subject to gross profits exceeding $30m or return on the first three projects exceeding 30%; and

   (d) 20 million performance options with a strike price of $0.50 exercisable on or before 31 December 2019, subject to contracted project sales having exceeded $50m.

   to the Greenenz vendors. ESM will also issue up to 83 million ESM Shares and 10 million options in fees to the parties' corporate advisors, facilitators and promoters.

3. **Board composition**: At completion of the Proposed Acquisition, ESM will appoint Messrs Wayne Breeze, Mark Riddiford and Anthony Karam as directors of ESM. One of the current directors will resign while the remaining two will become independent non-executives.

4. **Change of name**: Following successful completion of the Proposed Acquisition, ESM will change its name to "Greenenz Technologies Limited".

5. **Formal documents**: the parties agree to negotiate in good faith formal binding agreements to be entered into by ESM, Greenenz and each of the Greenenz shareholders on terms consistent with the Heads of Agreement or as otherwise agreed between the parties.

The Heads of Agreement otherwise contains clauses typical for non-binding agreements of this nature.

SCHEDULE 2 – THE GREENENZ OPPORTUNITY

Greenenz

Greenenz Group

Precious Metals Recovery from E-Waste

Highlights

- E-waste including **computers, mobile phones, printers and laptops** is **growing at 8% per annum** making it one of the fastest growing waste streams in the world.
- Worldwide, e-waste is **a valuable 'urban mine'**, a large potential reservoir of valuable recyclable materials.
- Greenenz has developed and owns the Greenenz Precious Metals Recovery Process (the Process), which, in an environmentally acceptable manner, **efficiently recovers high concentrations of precious metals from e-waste.**
- **The Process can be easily deployed globall**y.
- The Greenenz Process is an enhancement of a **proven patented technology** that has been successful for over a decade.
- Whole items of **e-waste are processed using "gasification" to form a residue that precious metals can be extracted from using a proven metals extraction process.**
- **A Global roll-out plan is in place** to expand the existing Greenenz pipeline of projects following the Proposed Acquisition.

The Economics of E-waste

E-waste is a term used to cover all items of electrical and electronic equipment ("EEE") waste, discarded without the intent of re-use. It is also referred to as ("WEEE") (Waste Electrical and Electronic Equipment), electronic waste or e-scrap.

E-waste includes a wide range of products including almost any household or commercial item with circuitry or electrical components with power or battery supply. E-waste also includes harmful lead compounds, mercury, cadmium, chromium, and chlorofluorocarbon (CFC) gases.

In 2014 e-waste that could have been recovered and recycled was worth USD50 billion, including 300 tonnes of gold, which, in 2014 was equal to 10% of the world's gold production.

Worldwide, e-waste constitutes a valuable 'urban mine', a large potential reservoir of recyclable materials. E-waste is growing at 8% per annum making it one of the fastest growing waste streams in the world.

Currently, the vast majority of e-waste (circa 87%) is not recycled due to the high cost of manual labour in developed countries forcing, in many cases, the illegal export to developing countries or the use of large centralised capital intensive processing plants.

The clear market opportunity is for decentralised cost efficient plants located near to point of origin that can process e-waste with limited handling or disassembly, enabling localised precious metals recovery and reuse whilst operating well within environmental and health and safety management requirements.

Mobile Phones (as an example)

- More than a billion cell phones are sold every year.
- One metric tonne of cell phones contains (approx):
  - ✓ 140 kilograms of copper
  - ✓ 3.14 kilograms of silver
  - ✓ 300 grams (c10 troy ounces) of gold; and
  - ✓ 130 grams of palladium (Environmental Protection Agency – "EPA")

(source: United Nations Environmental Program 2009)

The Greenenz Process

The Greenenz Process is a modular, vertically integrated, patented gasification technology. The modular design supports straightforward deployment of plant which has proven to be attractive to Greenenz's global strategic partners.

Importantly, it is scalable world wide.

The Process is a unique system integration that uses established and proven technologies in concert with a reconfiguration of a proven and patented low temperature gasification technology at its core.

The Greenenz process is a standardised model allowing for:

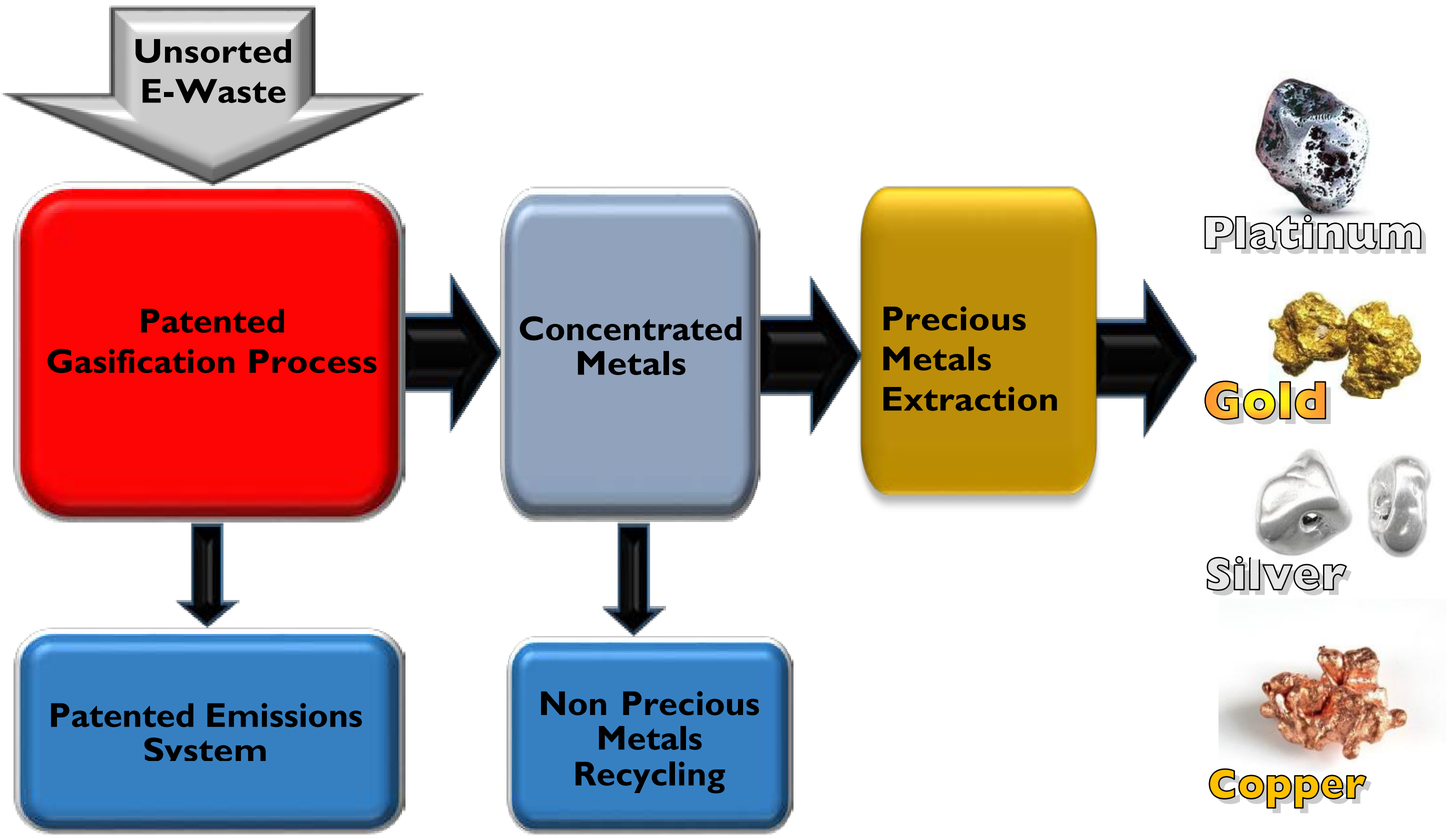
- ✓ multiple plant manufacturing,
- ✓ speedy deployment, and
- ✓ minimal waste handling by location at or near the point of e-waste collection.

This model enables business scalability and control within a globally monitored quality assurance environment.

It integrates world leading proven emissions to air management technology which is compliant in all major markets.

The technological process is unique. The business model is dynamic and global. The combination is a market leading opportunity.

The Greenenz Precious Metals Extraction Process



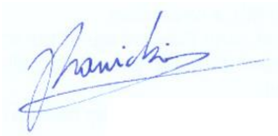
The directors of Esperance consider that the Potential Acquisition of Greenenz will create a significant opportunity for both Esperance and Greenenz stakeholders to secure first mover advantage in the lucrative e-waste precious metals recovery market.

Commenting on the transaction, John Rawicki, Executive Director of Esperance, said, "We are delighted that Esperance has been able to secure the potential acquisition of Greenenz. Its cutting-edge technology to extract precious metals out of the ever-increasing collection of e-waste places Greenenz at the forefront of a lucrative and rapidly growing industry. I am excited about the tremendous potential this transaction offers our existing shareholders and new investors."

Mark Riddiford of Greenenz said "We are very pleased to be commercially deploying this exciting technology with Esperance", whilst Wayne Breeze said "We believe the consequences of deployment of this technology will be very significant for the e-waste sector globally".

FOR FURTHER INFORMATION PLEASE CONTACT

John Rawicki
Executive Director



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