



19 March 2018

**LOWELL RESOURCES FUND
[ARSN 093 363 896]**

**Pre-Quotation Disclosure Announcement
Lowell Resources Fund completes IPO and ASX Listing**

Cremorne Capital Limited [ABN 32 071 735 950] (**Responsible Entity**), in its capacity as responsible entity of the Lowell Resources Fund [ARSN 093 363 896] (**Fund**), is pleased to announce it has, on behalf of the Fund, successfully raised AUD\$3,526,019.74 and completed the issue of 423,797 fully paid ordinary units of the Fund (**Units**) at an issue price of \$8.3201 per Unit under the Initial Offer made in the product disclosure statement of the Fund dated 19 January 2018 and lodged with ASIC on the same date (**PDS**).

The following information is given for release to the market in connection with the commencement of official quotation of the Fund's units on the Australian Securities Exchange (**ASX**).

Unless defined in this announcement, capitalised terms have the meanings as described in the PDS.

Close of the Offers and issue of Units and Existing Unitholder Options

The Responsible Entity confirms all Offers made under the PDS have closed.

Issue of Units

The Responsible Entity confirms it has issued 423,797 Units under the Initial Offer at an issue price of \$8.3201 per Unit (**Issue Price**). The Responsible Entity has received cleared funds for the Issue Price of all the Units (being AUD\$3,526,019.74).

Following the issue, the Fund has a total of 2,797,239 units on issue.

Issue of Existing Unitholder Options

The Responsible Entity further confirms the issue of 1,221,594 options (**Options**) under the Existing Unitholder Options Offer. Each Option is exercisable at \$9.1521, being a 10% premium to the Issue Price, and expires 24 months after the date the Fund is admitted to the official list of ASX. No funds were received under the Existing Unitholder Options Offer.

Calculation of Issue Price

As set out in section 2.4 of the PDS, the Issue Price of Units is the amount which is a 5% discount to the Net Asset Value Unit Price (**NAVUP**) as at the Valuation Date which results from dividing the Net Asset Value of the Fund (**NAV**) as at the Valuation Date by the number of units on issue as at that date. The Valuation Date was Thursday 1 March 2018, being the business day after the Closing Date of the Initial Offer.

The NAV is calculated by the following formula: $A - L$, where A is the Assets of the Fund and L is the Liabilities of the Fund. Further details of what makes up the Assets and Liabilities of the Fund can be found in section 2.4 of the PDS.



The calculation of the Issue Price as at the Valuation Date is set out below:

Key		As at Valuation Date
A	Assets of the Fund, comprising: <ul style="list-style-type: none">• cash at bank;• provision for tax credits and refunds;• proceeds from sales of Investments; and• the market value of Investments of the Fund.	AUD\$21,101,735.40
L	Liabilities of the Fund, comprising: <ul style="list-style-type: none">• accrued costs of the Fund;• accrued performance fees;• accrued management fees; and• purchase balance of Investments due.	AUD\$315,172.71
A – L	NAV of the Fund	AUD\$20,786,562.69
	Units on issue	2,373,428
$NAV \div \text{Units on issue}$	NAVUP of Fund	AUD\$8.7580
$NAVUP \times 0.95$	Issue Price	AUD\$8.3201

Satisfaction of spread and free-float requirements

The Responsible Entity confirms:

- there are at least 300 non-affiliated unitholders of the Fund, each having a parcel of units with a value of at least \$2,000 (based on the Initial Offer Price of \$8.3201); and
- at least 20% of the Fund's units are not held by related parties.

A distribution schedule setting out the total number of unitholders (including the number of unitholders by size category) and a statement setting out the names of the 20 largest unitholders (including the number and percentage of units in the Fund held by those unitholders) have been provided to ASX for release on the ASX Market Announcements Platform.

Holding statements and refunds

CHESS transaction confirmation statements and issuer sponsored holding statements stating the number of Units issued to each successful Applicant under the Initial Offer were sent to successful Applicants on 14 March 2018.

CHESS transaction confirmation statements and issuer sponsored holding statements stating the number of Options issued to each eligible existing unitholder under the Existing Unitholder Options Offer were sent to eligible existing unitholders on 14 March 2018.

If applicable, refunds have been made in accordance with the Corporations Act 2001 (Cth).

ASX Corporate Governance Statement

The Responsible Entity confirms that it has provided to ASX a statement disclosing the extent to which the Fund will follow, as at the date of admission to the official list of ASX, the recommendations set by the ASX Corporate Governance Council (**Corporate Governance Statement**).



The Corporate Governance Statement has been released on the ASX Market Announcements Platform.

Updated Pro-Forma Statement of Financial Position

The Updated Pro-Forma Statement of Financial Position provided below is based on the actual amount of funds received under the Initial Offer.

Further information

Further information can be obtained by contacting Julie Edwards at info@lowell.net.au.



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UPDATED PRO-FORMA STATEMENT OF FINANCIAL POSITION

This updated pro-forma statement of financial position of the Fund as at 15 March 2017 (**Updated Pro Forma Historical Statement of Financial Position**) set out below and the tables on the following page updates the pro forma Historical Statement of Financial Position and tables in the PDS dated 19 January 2018 on the basis of the actual amount raised.

	Audited accounts	Management accounts	Actual Subscription (\$3.52602m)	
	30 June 2017	30 September 2017	Adjustments	Pro forma
Assets				
Cash and cash equivalents	2,269,472	1,601,490	2,852,905	4,454,395
Receivables	86,463	13,334	10,739	24,073
Financial assets	17,852,769	19,229,467	-	19,229,467
Total assets	20,208,704	20,844,290		23,707,935
Liabilities				
Accounts payable	1,243,985	577,901	-	577,901
Total liabilities	1,243,985	577,901		577,901
Net assets attributable to unitholders	18,964,719	20,266,389		23,130,034

The Updated Historical Pro Forma Statement of Financial Position has been adjusted for the effects of the pro forma adjustments described below:

- application of the significant accounting policies set out in section 11.2 of the PDS;
- the column headed 'Actual subscription', has been prepared on the basis of subscriptions for 423,797 Units by Applicants under this PDS at an issue price of \$8.3201 per Unit;
- 423,797 Units were subscribed for by Applicants under the PDS at the Issue Price of \$8.3201 per Unit;
- expenses related to the Offer will be paid out of the assets of the Fund; and
- no interest was earned by the Fund on Application Monies during the Offer period.

Pro Forma Cash

	Actual Subscription (\$3.52602m)
Cash balance at 30 September 2017	1,601,490
Cash proceeds from Offer	3,526,020
Expenses of Offer (net of GST receivable)	(673,115)
Estimated net cash position	4,454,395

Estimated Expenses of the Offers

	Actual Subscription (\$3.52602m)
ASX fees	92,899
Advisory and brokerage fees	549,316
Other fees	30,900
Total estimated gross expenses of the Offer (incl. GST)	673,115
GST receivable	10,739