

MOZAMBI RESOURCES LIMITED

[ABN 28 106 353 253]

("the Company")

PROSPECTUS

A non-renounceable pro-rata Rights Issue of 1 new share (**New Share**) for every 4 Shares held on the Record Date at an issue price of 1.2 cents (\$0.012) each together with 1 free-attaching MOZO option (**New Option**) for every 2 New Shares issued to raise up to approximately \$926,000 before costs of the issue.

Each New Option will have an exercise price of 2 cents (\$0.02), an expiry date of 31 December 2017 and will, upon exercise, entitle the holder to one ordinary fully paid share.

Shareholders eligible to participate in the Rights Issue may apply for additional New Shares from the shortfall (if any).

The Rights Issue is not underwritten.

The Rights Issue closes at 5.00pm (Melbourne time) on 14 July 2015 (which date may change without notice).

THIS DOCUMENT IS IMPORTANT AND SHOULD BE READ IN ITS ENTIRETY

If you do not understand its contents, you should consult your stockbroker, accountant or other professional adviser without delay.

The New Shares and New Options offered under this Prospectus and Shares issued upon exercise of the New Option offered under this Prospectus are considered speculative.

CORPORATE DIRECTORY

Mozambi Resources Limited
[ABN 28 106 353 253]

Directors

Adrien Wing (Non-Executive Chairman)
Alan Armstrong (Executive Director)
Matthew Bull (Non-Executive Director)

Secretary

Adrien Wing

Registered Office and Address for Return of Applications

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ASX Code

MOZ

Web Site

www.mozambicoal.com.au

IMPORTANT NOTE

This Prospectus is dated 24 June 2015. A copy of the Prospectus was lodged with the Australian Securities & Investments Commission (**ASIC**) on the same date. Neither the ASIC nor ASX Limited (**ASX**) nor their respective officers take any responsibility as to the contents of the Prospectus.

This Prospectus contains and applies to the offer of New Shares and New Options under the Rights Issue (including the offer enabling shareholders to apply for New Shares and attaching New Options from the shortfall before the Closing Date) and the offer (if any) of New Shares and attaching New Options from the shortfall during the 3 months after the Closing Date.

You should read this document carefully before you make a decision to apply for New Shares and New Options. An investment in the Company has risks, which you should consider before making a decision to invest. The New Shares and New Options offered under this Prospectus and Shares issued upon exercise of New Options should be considered speculative.

TIMETABLE

Lodgement of Prospectus	24 June 2015
“Ex” date (existing shares quoted on an ex rights basis)	26 June 2015
Record date to identify shareholders entitled to participate in the Rights Issue (Record Date) at 7pm (Melbourne time)	30 June 2015
Prospectus dispatched to shareholders entitled to participate in Rights Issue	3 July 2015
Closing Date at 5pm (Melbourne time)	14 July 2015
Notice of under-subscriptions given to ASX	17 July 2015
Issue Date	21 July 2015

*The above dates should be regarded as **indicative only**. Subject to the Corporations Act 2001 (Cth), the ASX Listing Rules and other applicable laws, the Company reserves the right to change the above dates, to close the Rights Issue before the date stated above, to extend the Closing Date and subsequent dates, or not to proceed with the Rights Issue.*

No securities will be issued on the basis of this Prospectus after 23 July 2016, being the expiry date of this Prospectus.

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KEY INVESTMENT RISKS - SUMMARY

Please read and consider this Prospectus in full in conjunction with any specific matters which have or may be referred to in the Company's ASX announcements before making any decision regarding applying for New Shares and New Options, exercising any existing options or making an investment in the Company. In particular, the risks described in Section 3 include risk areas considered specific to the Company which are summarised below.

- Risks associated with the options which the Company currently holds over various exploration tenements and tenement applications located in Tanzania and Mozambique. These risks include the risk that the Company may not exercise these options and therefore may abandon one or both of the opportunities in full, or may exercise its option to acquire some and not all of the tenements to which the options relate. If the Company were to exercise the option, there are also counterparty and completion risks associated with completing the acquisitions. Accordingly, there can be no guarantee that the Company will exercise any of its options to acquire interests in tenements in Mozambique or Tanzania or that it will successfully complete any acquisition if it does exercise its option. Furthermore, if the Company were to complete an acquisition, there would be country-specific risks associated with operating in Mozambique and Tanzania.
- Whether new tenement applications will be successful or renewal of existing tenements will be achieved, and whether terms of grants of a new tenements or renewal of existing tenements will be acceptable or impose restrictions on the Company.
- Whether requirements for maintaining tenements will be achieved.
- There being no certainty that any program or project will be successful, or that if any resources are identified that they can or will be successfully or economically exploited within a particular timeframe or at all.
- Financing and being able to raise further funds in the future, particularly as substantial further funding may be required to continue and complete the Company's programs and projects.
- Reliance on key management.
- The Company having no demonstrated history of production or income and it not being envisaged that dividends will be paid in the foreseeable future.
- Risks of mining and exploration including environmental regulation, compliance with standards, native title and Aboriginal Cultural Heritage requirements.
- There is a risk that the shareholding in the Company of shareholders who do not take up their entitlements pursuant to the Rights Issue will be diluted.
- The speculative nature of investment in the Company.

In addition to the above, there are other risks of a more general nature, such as general economic and market conditions.

ABOUT THE OFFER - SUMMARY

The following summary provides only a limited overview. Further detail is set out in this Prospectus. Please read and consider this Prospectus in full before making any decision regarding applying for New Shares and New Options, exercising options or investment in the Company.

Topic	Summary	For more information see:
What is the offer?	The offer (called the Rights Issue) is a pro-rata, non-renounceable offer made to eligible shareholders to acquire up to a specified number of New Shares and free-attaching New Options issued on the basis of 1 New Option for every 2 New Shares subscribed.	Section 1.1

Topic	Summary	For more information see:
What is my entitlement to New Shares?	<p>If you are an Eligible Shareholder, you are entitled to acquire 1 New Share for every 4 Shares you hold (at 7.00 pm (Melbourne time) on the Record Date, 30 June 2015), on and subject to the terms of this Prospectus. You will also be allocated 1 free-attaching New Option for every 2 New Shares successfully subscribed for under the Rights Issue.</p> <p>If you are an Eligible Shareholder, your entitlement to New Shares is set out in a personalised Entitlement and Acceptance Form accompanying this Prospectus.</p>	Section 1.1 and the personalised Entitlement and Acceptance Form accompanying this Prospectus
What is the offer price?	1.2 cents (\$0.012) per New Share.	Section 1.1
Am I an eligible shareholder?	Eligible Shareholders are shareholders of the Company registered as holders of Shares as at 7.00 pm (Melbourne time) on the Record Date (30 June 2015) whose address in the Company's register of members is in Australia or New Zealand.	Section 1.1
What if I am not an eligible shareholder?	<p>The Company has decided that it is unreasonable to make the Rights Issue offer outside Australia and New Zealand having regard for:</p> <ul style="list-style-type: none"> the number of holders in places where the Rights Issue would be made; the number and value of securities those holders would be offered; and the cost of complying with the legal and regulatory requirements in those jurisdictions. <p>Accordingly, if you are not an Eligible Shareholder, no offer is made to you.</p>	Section 1.3

Topic	Summary	For more information see:
What is the purpose of the offer and how will the funds raised be used?	<p>The Company is undertaking the Rights Issue to raise capital for the purposes set out below.</p> <ul style="list-style-type: none"> • To provide working capital to fund the Company's further investigation of exploration tenements and tenement applications in Tanzania and Mozambique and, subject to the outcome of those investigations and exercise of the Company's option to acquire those tenements, to assist in funding both the completion of the acquisition and the future exploration and development of those tenements. For further details refer to Section 2. • As previously disclosed, the Company seeks and engages in discussions on an ongoing basis in respect of potential new investment opportunities both in Australia and overseas. Funds may be used to fund the costs associated with identifying, investigating and pursuing new opportunities. • The Company holds existing tenements in Queensland and existing interests in tenements in Mozambique. Funds raised from the Rights Issue may be used for the maintenance costs of these tenements. • Otherwise funds raised will be used to fund the working capital requirements of the Company and to pay the costs of the Rights Issue. <p>The allocation of funds raised under the Rights Issue between the purposes set out above will largely depend on the extent to which the Company exercises its option to acquire the Mozambique and Tanzanian tenements referred to above. There is no guarantee that the Company will proceed with acquisition of all or any of these tenements. For further details regarding risks associated with the potential acquisitions please refer to Section 3.1(A).</p>	Section 2
How much will be raised by the offer?	The offer will raise up to approximately \$926,000 (before costs).	Section 1.1
Is the offer underwritten?	No, the Rights Issue is not underwritten.	Section 1.4
Are there any risks associated with an investment in the Company?	<p>There are risks associated with an investment in the Company. These include risks relating to the Company, risks relating to the offer and risks associated with financial investment generally.</p> <p>Please carefully consider the risks and the information contained in this Prospectus in conjunction with any specific matters which have or may be referred to in the Company's ASX announcements before making any decision regarding your entitlement to New Shares and free-attaching New Options or otherwise making an investment in the Company.</p>	Page 3 and Section 3

Topic	Summary	For more information see:
What can I do with my entitlement?	<p>You can do any of the following:</p> <ul style="list-style-type: none"> • take up all of your entitlement (by accepting the offer in full); • take up all of your entitlement and apply for additional shares from the shortfall; • take up part of your entitlement (by accepting part of the offer) and allow the balance to lapse (and the balance will form part of the shortfall); • do nothing, in which case all your entitlement will lapse and form part of the shortfall. 	Section 6.1
Can I trade my entitlement?	No, the offer is non-renounceable.	Section 1.3
What happens if I do not take my entitlement, or take up only part of my entitlement?	Not taking up your entitlement in full may, subject to the level of acceptances or applications received, result in your interest in the Company being diluted. If you do not take up all of your entitlement by the Closing Date the New Shares (and free-attaching New Options) to which you were entitled will form part of the shortfall.	Sections 1.5, 12.6 and 3.1(K)
How do I take my entitlement (accept the offer)?	<p>If you wish to take up (accept the offer for) all or part of your entitlement you must either:</p> <p>(a) pay by BPAY using the BPAY details in the personalised Entitlement and Acceptance Form, so payment is received by no later than 5.00 pm (Melbourne time) on the Closing Date (14 July 2015); or</p> <p>(b) complete and return the personalised Entitlement and Acceptance Form to Advanced Share Registry Limited together with payment by cheque, bank draft or money order so the form and payment are received by the Share Registry by no later than 5.00 pm (Melbourne time) on the Closing Date (14 July 2015).</p> <p>The amount payable if you are taking up your full entitlement is set out in the personalised Entitlement and Acceptance Form.</p> <p>If taking up less than your full entitlement, the amount payable is calculated by multiplying the number of New Shares you wish to take up by 1.2 cents (\$0.012).</p>	Section 6.2
Is there a minimum subscription amount?	There is no minimum subscription amount. New Shares will be issued in response to all valid acceptances of entitlements received and to successful applicants for the shortfall (if any).	
What are the tax implications of participating in the offer?	Taxation implications will vary depending upon the specific circumstances of shareholders. You should obtain your own professional advice as to the particular taxation treatment that will apply to you.	Section 11
How and when will I know if my acceptance was successful?	A holding statement confirming the issue of your New Shares and New Options will be sent to you on or about 21 July 2015.	Section 6.3

Topic	Summary	For more information see:
Where can I find more information about the Company?	For more information on the Company please see the Company's website (www.mozambicoal.com.au) or refer to the Company's ASX announcements (available on the ASX's website www.asx.com.au).	Section 8
What if I have any questions about the offer or how to accept or deal with my entitlement?	<p>You should consult your stockbroker, accountant, solicitor or other professional adviser before making any decision regarding applying for New Shares and free-attaching New Options.</p> <p>If you have any questions regarding how to complete and return the application form, contact details will be included in the Company's Entitlement and Acceptance Form.</p> <p>Questions concerning the Rights Issue can also be directed to Adrien Wing, on +61 3 9614 0600.</p>	Section 18

1. Details of the offer

1.1 The Offer

Mozambi Resources Limited (“**the Company**” or “**Mozambi Resources**”) offers to its shareholders, as recorded on the share registry records on the Record Date and who are otherwise eligible to accept the Rights Issue offer made under this Prospectus (each an **Eligible Shareholder**), the right to participate in a non-renounceable rights issue of 1 new fully paid ordinary share (**New Share**) for every 4 existing shares (**Shares**) held at the Record Date at an issue price of 1.2 cents (\$0.012) (**the Rights Issue**). The Rights Issue will raise up to \$925,936.26 (before costs).

Fractional entitlements to Shares will be rounded up.

1.2 No Rights Trading

Entitlements to New Shares pursuant to the Rights Issue are not renounceable and accordingly, there is no ability to trade rights on ASX or elsewhere.

1.3 Non-qualifying Foreign Shareholders

Only shareholders with addresses in the Company’s register of members in Australia and New Zealand are eligible to participate in the Rights Issue.

The Company has decided that it is unreasonable to make the Rights Issue offer outside Australia and New Zealand having regard for:

- the number of holders in places where the Rights Issue would be made;
- the number and value of securities those holder would be offered; and
- the cost of complying with the legal and regulatory requirements of regulatory authorities in those jurisdictions.

The Company will be notifying each of the non-qualifying foreign shareholders of the Rights Issue and advise them that the Rights Issue will not be made to them.

A total of 4,729,076 Shares (1.53% of existing issued Shares) are held by 13 non-qualifying foreign shareholders in 5 different countries. These Shares of the non-qualifying foreign shareholders are equivalent to entitlements to 1,182,269 New Shares (\$14,187 at the 1.2 cent issue price). The entitlements of non-qualifying foreign shareholders will form part of the shortfall.

1.4 No Underwriting

The Offer is not underwritten.

Alignment Capital Pty Ltd [ABN 24 167 124 754] (**Alignment**) (a corporate authorised representative of Pearce Callahan & Associates Pty Ltd [ABN 90 053 868 410] [AFSL 288877]) have agreed to seek to place the shortfall not taken up by Eligible Shareholders on a best endeavours basis. The Company has agreed to issue Alignment up to 22 million MOZO options in consideration of Alignment accepting the mandate to place the shortfall (**Fee Options**). The issue of the Fee Options is subject to shareholder approval.

The terms of the Company’s agreement with Alignment provide that the Company will issue Alignment the Fee Options in full if the Rights Issue (after the placement of shortfall) is fully subscribed. If the Rights Issue (after the placement of shortfall) is not fully subscribed, the Company will issue Alignment a percentage of the Fee Options which reflects the percentage of the maximum funds raised. For example, if the Company successfully raised 50% of the maximum amount which can be raised under the Rights Issue, it would issue Alignment (or its nominee/s) 50% of the Fee Options (i.e. 11,000,000 Fee Options).

In addition, Alignment will receive a cash fee equal to 6% of funds raised under the Rights Issue and a success fee (equal to a further 1% of the funds raised) in the event that the Rights Issue is fully subscribed or in the event that any shortfall is placed in full.

1.5 Shortfall

Any part of your entitlement to New Shares and free-attaching New Options under this Prospectus not taken up will form part of the shortfall.

If you are an Eligible Shareholder and you apply for your full entitlement you may also apply for more New Shares and free-attaching New Options than the number shown on your Entitlement and Acceptance Form. To do this please complete Section B in the Entitlement and Acceptance Form.

The issue of additional New Shares in response to applications for additional New Shares will depend on there being sufficient shortfall available after all valid acceptances of entitlements are fulfilled. Each Eligible Shareholder who applies for New Shares under the shortfall will be allocated their pro-rata share of the shortfall (together with free-attaching New Options) having regard to their shareholdings at the Record Date, and the allocation process would be repeated in rounds until either the entire shortfall has been allocated or all shortfall applications from Eligible Shareholders have been satisfied in full.

No shareholder will be allocated New Shares from the shortfall that would result in the relevant interest of the shareholder (and its associates) exceeding 20% of the issued capital of the Company.

The Company will seek to place any unallocated shortfall remaining after all shortfall applications from Eligible Shareholders are filled with third-party investors which are not related parties of the Company (save and except for any issue made to Adrien Wing with the shareholder approval contemplated in the following paragraph).

The Company will seek shareholder approval to allow Adrien Wing, a Director of the Company, (and/or his associates) to subscribe for up to 5,000,000 New Shares (and 2,500,000 free-attaching New Options) shortfall. It should be noted that if this approval is obtained Adrien Wing will have the right, but not the obligation, to subscribe for shortfall up to the approved amount.

The number of New Shares (and free-attaching New Options) which you receive as a result of a shortfall application (if any) will depend on the extent to which Eligible Shareholders accept their entitlements to the Rights Issue. Additional New Shares and free-attaching New Options will not be issued to Shareholders or others from the shortfall where to do so would involve a breach of the ASX Listing Rules, the Corporations Act (Cth) or any applicable law.

After allocating shortfall applications received from Eligible Shareholders, the Company reserves the right to offer and issue any remaining shortfall new Shares at its discretion within 3 months after the Closing Date. The offer of New Shares and free-attaching New Options from the shortfall is an offer of the New Shares and free-attaching New Options offered under the Rights Issue not otherwise taken up by Eligible Shareholders.

1.6 ASX Listing

The Company will apply to ASX for admission of the New Shares and New Options to official quotation. The fact that ASX may grant official quotation to the New Shares and New Options is not to be taken in any way as an indication of the merits of the Company or those securities.

If ASX does not grant permission for the Official Quotation of the New Shares and New Options within three months after the date of issue of this Prospectus (or such period as is permitted by the Corporations Act), the Company, in its absolute discretion, will either repay the acceptance monies to applicants without interest or (subject to any necessary ASIC or ASX waivers or consents being obtained) issue a supplementary or replacement prospectus and allow applicants one month to withdraw their acceptances and be repaid their acceptance monies without interest.

2. Purpose of the Offer

The Company is undertaking the Rights Issue to raise capital for the purposes set out below.

- As previously disclosed, the Company holds an option to acquire various tenements located in Mozambique and Tanzania which are prospective for graphite. These acquisition options were the subject of announcements by the Company on 10 February 2015, 31 March 2015, 15 May 2015, 22 May 2015, 10 June 2015 and 22 June 2015. Funds raised from the Rights Issue will be used to provide working capital to fund the Company undertaking further due diligence in respect of these tenements for the purposes of assessing whether to exercise its option to acquire some or all of the tenements. In the event that those options are exercised, funds raised under the Rights Issue may be applied to the consideration due to the vendors of the tenements in order to complete the acquisition/s and as working capital to fund exploration and development of the tenements.

- As previously disclosed, the Company seeks and engages in discussions on an ongoing basis in respect of potential new investment opportunities both in Australia and overseas. Funds may be used to fund the costs associated with identifying, investigating and pursuing new opportunities. While the Company continues to seek and negotiate potential investment opportunities in this respect, there is no certainty that any arrangement(s) will be finalised on particular terms, at a specific time, or at all. The Company will make further announcements in respect of any such discussions or negotiations in accordance with its disclosure obligations as developments occur.
- The Company holds existing Queensland based exploration assets including the Bowen River Project (EPC1768) and has interests in tenements in Mozambique arising from farm-in arrangements. Funds raised from the Rights Issue may be used for the maintenance costs of these tenements.
- Otherwise funds raised will be used to fund the working capital requirements of the Company and to pay the costs of the Rights Issue.

The allocation of funds raised under the Rights Issue between the purposes set out above will largely depend on the extent to which the Company exercises its option to acquire the Mozambique and Tanzanian tenements (if at all). There is no guarantee that the Company will proceed with the acquisition of all or any of these tenements. For further details regarding risks associated with the potential acquisitions please refer to Section 3(A). In the event that the Company does not proceed with either of the Mozambique or Tanzanian options, the funds raised under the Rights Issue will be applied to the remaining uses described above as deemed appropriate by the Board.

Funds received from the exercise of the New Options will be applied to the Company's working capital requirements at the time of exercise. There is no guarantee that New Options will be exercised at any particular time or at all.

3. Risks

The Company's business activities are subject to a range of risks that may in the future affect the performance of the Company and the value of New Shares and New Options and any Shares issued upon exercising New Options.

The summary below represents some of the major risk factors to be aware of in evaluating the Company's business and the risks of an investment in the Company before making any decision regarding applying for New Shares together with free-attaching New Options, the exercise of New Options, or investing in the Company. The summary is not exhaustive. All information contained in this Prospectus should be considered, in conjunction with any specific matters which have or may be referred to in the Company's ASX announcements, and professional advisors consulted before making any decision regarding applying for New Shares and New Options under this Prospectus.

The New Shares and New Options offered under this Prospectus and Shares issued upon exercise of New Options should be considered speculative.

3.1 Company Specific Risks

(A) Mozambique and Tanzanian Acquisition Options

The Company holds options to acquire interests in exploration tenements prospective for graphite located in Mozambique and Tanzania. These acquisition options were the subject of announcements by the Company on 10 February 2015, 31 March 2015, 15 May 2015, 22 May 2015, 10 June 2015 and 22 June 2015. Key risks associated with the Company's optioned interests and the tenements over which the options are held are summarised below:

Risk of Lapse or Abandonment of Options

The Company may not exercise the options and therefore may abandon one or both of the Mozambique or Tanzanian opportunities in full, or may exercise one or both of its options to acquire some but not all of the tenements to which the options relate. The Company is in the process of conducting due diligence investigations to assess, among other things, the prospectivity of the tenements. While the results of the Company's investigations to date have been positive, there can be no guarantee that the Company will exercise the options to acquire all or any of the Mozambique or Tanzanian tenements (noting that, in the

case of the option over the Mozambique tenements, the Company may elect to acquire all, some or none of the tenements).

Completion and Counterparty Risk

In the event that the Company exercises its options to acquire the Mozambique or Tanzanian tenements (or both), there is a risk associated with completion of those acquisitions.

In the case of the Mozambique tenements, the acquisition would be conditional upon among other things the Company obtaining all necessary shareholder and regulatory approvals. The terms of the proposal also contemplates the parties obtaining all governmental and regulatory consent required for the transfer of legal title to the tenements.

In the case of the Tanzanian tenements, the acquisition is proposed to be effected through the acquisition of the corporate entity which is to hold the tenements. The acquisition would be conditional upon, among other things, the parties obtaining all necessary regulatory, shareholder, governmental or third-party consents, the grant of the tenements (which are currently under application), and the target entity completing an acquisition of certain tenements from third-parties who currently hold the licences in a trustee capacity.

Should the Company elect to pursue an acquisition of its optioned interest over the Mozambique tenements (in whole or in part) and/or its optioned interest over the Tanzanian tenements there is a risk that the acquisition may nevertheless fail as a result of the non-satisfaction of conditions. There is also a risk that counterparties may fail to perform their obligations under existing or future agreements. This could lead to delays, increase in costs, disputes, litigation or the failure of the transactions. These factors could negatively affect completion of the acquisition and there can be no assurance that the Company would be successful in seeking remedies or enforcement of its rights through legal actions.

Country Specific Risks

If the Company completes the acquisition of tenements in Mozambique or Tanzania (or both), it will be subject to country-specific risks associated with seeking to explore and develop the assets. The Company's ability to carry on business in the normal course may be adversely affected by considerations associated with economic, social or political instability or change, changes in regulatory regimes affecting foreign ownership, government participation or working conditions, exchange rate fluctuations, and/or changes to mining licensing and regulatory regimes.

In addition, the Company's ability to successfully exploit projects commercially may depend on robust transport and service infrastructure and availability of labour. Material delays in the transportation of equipment, supplies or resources or the lack of availability of reliable and adequately skilled labour may have an adverse effect on the Company's business and financial condition.

(B) Mining and exploration risk

The Company undertakes programs and projects on exploration tenements with significant exploration risk.

The business of exploration, mineral development and production by its nature is subject to risk. The success of the Company will depend on the successful development of resources and successful management of operations.

There is no certainty that any program or project will be successful, or that if any resources are identified that they can or will be successfully or economically exploited within a particular timeframe or at all.

(C) Environmental regulation and risk

State and federal laws and regulations regarding environmental hazards set various standards regulating certain aspects of health and environmental quality, and with penalties and other liabilities for the violation of such standards. The laws and regulations establish, in certain circumstances, obligations to remediate facilities or locations where operations are or were conducted.

Significant liability can be imposed on the Company for damages, clean up costs, or penalties for non compliance with environmental laws or regulations, for example, due to discharges into the environment, and can include environmental damage caused by previous holders of rights in locations held or acquired by the Company or its

subsidiaries. Similar laws and regulations may also exist in jurisdictions in which the Company may do business in the future

(D) Tenements

The Company's exploration activities are dependent upon the grant and maintenance of appropriate licences, permits, resource consents, access arrangements and regulatory authorities (authorisations), which may not be granted or may be withdrawn or made subject to limitations. Renewals and transfers may be affected by completing remediation obligations or allocating responsibility for environmental liabilities.

The Company's failure to meet its work or expenditure obligations under its authorisations may lead to dilution of its interest in, or the loss of, such authorisations.

Exploration tenements may not be able to be renewed or extended or converted to mining leases without requiring significant further investment and incurring significant further expense, or at all.

(E) Application risk

The Company has (or has an interest in) a number of applications for exploration permits or tenements, including the tenements the subject of the Mozambique and Tanzanian options. Although the Company is not aware of any reason why the applications will not be granted, the grant involves the exercise of administrative functions (including discretion), which are beyond the control of the Company.

Any failure of these applications to be granted may have a material adverse effect on the ability of the Company to explore for minerals on the areas in those applications.

(F) Financing

Substantial further funding may be required to continue and complete the Company's programs and projects. The Company's ability to take advantage of opportunities may depend in part on its ability to raise additional funds. There can be no assurance that any such funding will be available to the Company on favourable terms or at all.

(G) Reliance on key management and employees

The Company is reliant upon individuals with responsibility of overseeing the operations and management of the Company and will be dependent on the Company being able to attract and retain qualified management, technical and other personnel. Cessation of the availability, employment or engagement of one or more of its officers, employees or contractors may have a detrimental impact on the Company.

(H) Lack of production, income or dividends

The Company has no demonstrated history of production or of generating income. There is no certainty that production may start or income be generated at any particular time or at all, or that production or the levels of revenue (if achieved) will be profitable.

The Directors cannot give any assurance concerning the extent and timing of future dividends (if any) as this will depend on the future profitability and financial position of the Company as well as other economic factors. It is not envisaged that dividends will be paid on the Company's increased capital in the foreseeable future.

(I) Native title risk

The effect of the Native Title Act 1993 (Commonwealth) is that existing and new tenements in Australia held by the Company may be affected by native title claims and procedures.

The Company has not undertaken the historical, legal or anthropological research and investigations at the date of this Prospectus that would be required to form an opinion as to whether any existing or future claim for native title could be upheld over a particular parcel of land covered by a tenement.

There is a potential risk that a determination could be made that native title exists in relation to land, the subject of a tenement held or to be held by the Company or its subsidiaries, which may affect the operation of the Company's business and development activities. In Australia if it is determined that native title does exist or a native title claim is

registered, the Company may need to comply with procedures under the Native Title Act 1993 (Commonwealth) in order to carry out its operations or to be granted any additional rights such as a mining lease. Such procedures may take considerable time, involve the negotiation of significant agreements, may involve a requirement to negotiate for access rights, and require the payment of compensation to those persons holding or claiming native title in the land that is the subject of a tenement.

The administration and determination of native title issues may have a material adverse effect on the Company and its business. Satisfactory completion of negotiations may be required before some activities can be undertaken by the Company, which may cause delays.

(J) Aboriginal Cultural Heritage

Aboriginal cultural heritage legislation imposes duties requiring the Company and others to take all reasonable and practical measures to avoid damaging or destroying Aboriginal cultural heritage. The Company is required to develop suitable internal procedures to discharge its duty of care in order to avoid exposure to substantial financial penalties if its activities damage items of cultural significance. Under this legislation, indigenous people can exercise control over land with respect to cultural heritage without necessarily having established the connection element (as required under native title law). This creates a potential risk that the tenement holder may have to deal with several indigenous individuals or corporations, notwithstanding that native title may not have been established or claims finalised, to identify and manage cultural heritage issues. This could result in lengthy lead times being required to manage cultural heritage on projects.

(K) Dilution

The percentage shareholding in the Company of existing shareholders who do not take up their rights pursuant to the Rights Issue will be diluted. Shareholders who do not take up their rights in full may be diluted depending on the extent to which the Rights Issue is subscribed by other shareholders or third-parties who accept offers of the shortfall. Further details of the potential dilutive impact of the Rights Issue are set out in Section 5.1.

Shareholders may also be diluted upon the exercise of New Options issued under the Prospectus (although there is no guarantee that any of the New Options will be exercised).

(L) Speculative nature of investment

Acquiring or dealing with shares and options involves risks. An investment in the Company involves risks that may be higher than the risks associated with an investment in other companies.

No guarantee can be given about the market value or price of the New Shares or New Options (which may be less than the issue price).

There also can be no guarantee that the Company's share price will be greater than the exercise price of the New Options during the period up to the expiry of the New Options. Accordingly, there is a risk that the New Options will be out of the money during the exercise period, which would affect the value of the New Options.

The New Shares and any shares issued upon exercise of New Options carry no guarantee with respect to the payment of dividends, return of capital or their market value or price. No guarantee can be given that the Company's share price will be greater than the exercise price.

(M) Economic risks

General economic conditions (see further below) may have an adverse effect on the Company's activities, as well as on its ability to fund those activities. The exploration and mining industry is competitive and there is no assurance that, even if significant quantities of a mineral resource are discovered, a profitable market will exist for the sale of the same.

3.2 Other Risks

(A) General Economic Climate

Factors such as inflation, currency fluctuations, interest rates, legislative changes, political decisions and industrial disruption have an impact on the Company's operating costs. The Company's future income, asset values and share

price can be affected by these factors and, in particular, by the market price for any services or products that the Company may sell.

(B) Market Conditions

The value of the Company's quoted securities may be affected by sharemarket conditions regardless of the Company's prospectus or performance.

The market price of the Company's securities may be subject to a variety of unpredictable influences on the market for equities in general and resource sector stocks in particular. These market conditions may affect the value of the Company's securities regardless of the Company's performance. Lack of liquidity may also affect the value of the Company's securities. The trading price of the New Shares, the New Options and any shares issued upon exercise of the New Options, may fall as well as rise.

(C) Government Policy Changes

Any material adverse changes in government policies or legislation of any countries in which the Company operates or may operate in may affect the viability and profitability of the Company.

(D) Foreign Currency and Exchange Rate Fluctuations

Revenue and expenditure of the Company may be domiciled in currencies other than Australian dollars and as such expose the Company to foreign exchange movements, which may have a positive or negative influence on the Australian dollar equivalent of such revenue and expenditure.

The Company will appropriately monitor and assess such risks and may from time to time implement measures, such as foreign exchange currency hedging, to assist managing these risks. However the implementation of such measures may not eliminate all such risks and the measures themselves may expose the Company to related risks.

(E) Commodity prices and demand

Whilst the Company's projects are not yet in production, changes in prices of commodities which are potential targets for exploration or development may have a significant effect on whether work and expenditure are considered economically justified, and on the availability of further funding. It may also affect the assessment of a company or its projects by the market if resources or reserves have been identified.

(F) Future Performance of Business Activities

The value of the Company's business activities is subject to the various and unpredictable influences of the market it operates in and the economy in general. Accordingly, adverse economic and market conditions may be experienced by the Company which are outside of its control and may have an adverse effect on the Company.

(G) Security Investments

Applicants should be aware that there are risks associated with any securities investment. Shares listed on the stock market and, in particular, securities of resources companies, have experienced extreme price and volume fluctuations that have often been unrelated to the operating performances of such companies. These factors may materially affect the market price of the securities regardless of the Company's performance.

3.3 Above risk factors not exhaustive

The above risk factors should not be taken as exhaustive of the risks faced by the Company or by investors in the Company. The above factors, and others not specifically referred to above, may in the future materially affect the financial performance of the Company and the value of New Shares and New Options offered under this Prospectus or Shares issued upon exercise of New Options.

Potential investors should consider that investment in the Company is speculative and should consult their professional advisors before making any decision regarding applying for New Options, exercising options or investment in the Company.

4. Effect of the Offer on the Company

The effect of the Rights Issue on the Company will be to:

- provide the funds to undertake the activities described in Section 2; and
- alter the capital structure of the Company as described in Section 5.

5. Effect on the Capital Structure of the Company

5.1 Shares and Options

Capital Structure

The tables below set out the existing capital structure of the Company and the effect on the Company's capital structure of issuing the New Shares and New Options offered under this Prospectus.

SHARES

Existing issued ordinary shares	308,645,421
Shares offered under this Prospectus	77,161,355
Total (assuming full subscription)	385,806,776

OPTIONS

Existing MOZO Options	199,916,666 [^]
New Options offered under this Prospectus (maximum)	38,580,678
Sub-Total New Options (assuming full subscription)	238,497,344
Other existing options (not in the same class as the New Options) ^{**}	20,675,000
Total All Options (assuming full subscription)	259,172,344

Note to Tables:

- The above tables assume full subscriptions, are subject to rounding and assume that no options are exercised between the date of this Prospectus and completion of the Rights Issue.

[^] Includes:

- 15,416,667 New Options to be issued, subject to shareholder approval, as free-attaching options to investors under the recently completed placement (which will be issued on the basis of 1 New Option for every 2 Shares subscribed under the placement);
- 8,000,000 New Option to be issued to Alignment Capital, subject to shareholder approval, in connection with services provided in connection with the recently completed placement; and
- 22,000,000 New Options to be issued to Alignment Capital, subject to shareholder approval, being the maximum number of Fee Options (refer Section 1.4) to be issued to Alignment Capital if the Rights Issue is fully subscribed.

^{**} Other existing options (not in the same class as the New Options):

Number	Description	Exercise Price	Expiry Date
15,000,000	Unlisted	2 cents (\$0.02)	31 December 2017
2,200,000	Unlisted	25 cents (\$0.25)	30 November 2016
475,000	Unlisted	25 cents (\$0.25)	2 August 2016

The Company intends to seek shareholder approval for the issue of 3,000,000 unlisted options to Matthew Bull, a Director of the Company, having an issue price of 2 cents and an expiry date of 31 December 2017. The issue of these options will be subject to shareholder approval. For indicative purposes, these options have been included in the table above.

Dilution

Shareholders who take up their rights pursuant to the Rights Issue will not be diluted, and will maintain (or in the event that the Rights Issue and any shortfall offer are not fully subscribed, increase) their existing proportional (percentage) interest in the Company.

The percentage shareholding in the Company of shareholders who do not take up their rights pursuant to the Rights Issue will be diluted. Examples of the impact of dilution on existing holders where a shareholder does not take up its entitlement are set out below:

Shareholder (example)	Holding at the Record Date	% at the Record Date	1 for 4 entitlement under the Rights Issue	Holding if entitlement not taken up	As % of total Shares on issue after the Rights Issue
A	500,000	0.16%	125,000	500,000	0.13%
B	1,000,000	0.32%	250,000	1,000,000	0.26%
C	2,000,000	0.65%	500,000	2,000,000	0.52%
D	5,000,000	1.62%	1,250,000	5,000,000	1.30%

Notes to Table:

- *The table above assumes that any shortfall is taken up in full and that the total issued capital of the Company following completion of the Rights Issue is 385,806,776. It is further assumed that the notional Shareholders in the example above do not acquire or dispose of shares and do not exercise any existing options they might hold.*
- *The table above does not take into account the dilution which may occur if New Options are exercised. There is no guarantee that New Options will be exercised at any particular time or at all.*

Substantial Shareholders

The Company has not received notice of or identified any substantial shareholders.

5.2 Pro-Forma Statement of Financial Position of the Company

Set out over the page is the pro-forma Statement of Financial Position of the Company as at 31 May 2015.

The financial information provided in the pro-forma Statement of Financial Position has been extracted from the audited half-year account for the period ended 31 December 2014 lodged with the ASX on 16 March 2015 and the unaudited management accounts to 31 May 2015.

The pro-forma Statement of Financial Position assumes the Rights Issue is fully subscribed (refer further below for Pro Forma adjustments) and raises \$925,936 less the estimated costs of the Rights Issue (being 119,965).

	Consolidated Reviewed	Consolidated Management Accounts	Adjust	Proforma
Mozambi Resources Limited				
Pro-forma Consolidated Balance Sheet	31-Dec 2014 \$	31-May 2015 \$		
CURRENT ASSETS				
Cash and cash equivalents	647,339	277,964	1,100,339	1,378,303
Trade and other receivables	27,346	10,692		10,692
Prepayments	6,250	1,042		1,042
TOTAL CURRENT ASSETS	680,935	289,698		1,390,037
NON-CURRENT ASSETS				
Property, plant and equipment	1,189	0		0
Deferred exploration expenditure	470,976	656,095		656,095
TOTAL NON-CURRENT ASSETS	472,165	656,095		656,095
TOTAL ASSETS	1,153,100	945,793		2,046,132
CURRENT LIABILITIES				
Trade and other payables	81,781	52,088		52,088
TOTAL CURRENT LIABILITIES	81,781	52,088		52,088
NET ASSETS	1,071,319	893,705		1,994,044
EQUITY				
Issued share capital	32,054,695	32,095,872	1,150,339	33,246,211
Reserves	2,755,740	2,775,486		2,775,486
Accumulated losses	-33,526,022	-33,740,507	(50,000)	33,790,507
Parent entity interest	1,284,413	1,130,851		2,231,190
Non-controlling interest	-213,094	-237,146		-237,146
TOTAL EQUITY	1,071,319	893,705		1,994,044

Adjustments

The Statement of Financial Position at 31 May 2015 has been adjusted to reflect the following pro-forma adjustments:

- A placement of 30.833 million shares raising \$370,000, less costs of the offer of \$25,901 completed on 16 June 2015.
- Working capital expenditure since 31 May 2015 of \$50,000.
- The Offer raising \$925,936, less costs of the Offer of \$119,696.

The Company's total number of ordinary shares on issue would be 385,806,776 (which is subject to rounding).

Basis of Preparation

The above pro forma Statement of Financial Position has been prepared in accordance with the draft ASIC Guide to Disclosing Pro Forma Financial Information (issued July 2005).

The Interim Financial Report for the half year ended 31 December 2014 has been prepared on a going concern basis, which contemplates the continuity of normal business activity and the realisation of assets and settlement of liabilities in the normal course of business. The Interim Financial Report for the six months ended 31 December 2014 contains historical financial information including the directors' report and financial statements of the type issued by Australian public companies, and the auditor's review report. The auditor's review report contains a going concern emphasis of matter. The 31 December 2014 half year financial report is taken to be included in this Prospectus by operation of section 712 of the Corporations Act. Any person may request a copy of the 31 December 2014 half year Interim Financial Report during the application period of this Prospectus, which the Company will provide free of charge. In addition, a copy may be downloaded from company announcements which are published on the ASX web site.

The Pro-Forma Statement of Financial Position is based on actual financial figures at 31 May 2015 and has been prepared to provide shareholders with information on the assets and liabilities of the Company and pro-forma assets and liabilities of the Company following the Rights Issue. The historical and pro-forma financial information is presented in an abbreviated form, insofar as it does not include all of the disclosures required by Australian Accounting Standards applicable to annual financial statements.

5.3 Costs of the offer

The estimated anticipated costs of the Rights Issue (if fully subscribed, or if the balance of any shortfall is placed in full) are as follows:

Particulars	Amount (\$)
Legal, printing, postage and administrative	\$48,000
Advisor Fees (refer Section 1.4)	\$64,815
ASIC and ASX Fees	\$6,880
TOTAL	\$119,695

In the event that the Rights Issue is not fully subscribed, and the shortfall is not taken up by shareholders or third-parties, the costs of the Right Issue will reduce. By way of example, if there is a 50% shortfall in acceptances (and none of the shortfall is taken up by shareholders or third-parties) the anticipated costs of the Rights Issue would be as follows:

Particulars	Amount (\$)
Legal, printing, postage and administrative	\$48,000
Advisor Fees (refer Section 1.4)	\$27,778
ASIC and ASX Fees	\$4,440
TOTAL	\$80,218

6. Acceptance Instructions

6.1 Choices available under Rights Issue

Eligible Shareholders may:

- exercise their rights to participate in the Rights Issue (and take up their Rights Issue entitlement) in full; or
- exercise their rights to participate in the Rights Issue (and take up their Rights Issue entitlement) in full and apply for additional New Shares and free-attaching New Options from the shortfall; or

- exercise their rights to participate in the Rights Issue (and take up their Rights Issue entitlement) in part; or
- take no action under this offer, and allow their Rights Issue entitlement to lapse.

Shares represented by Rights Issue entitlements not taken up will become part of the shortfall.

6.2 Completing an Entitlement and Acceptance Form

Unless paying by BPAY®* (see below), all acceptances of entitlements to New Shares and free-attaching New Options must be made on the personalised Entitlement and Acceptance Form accompanying this Prospectus in accordance with the instructions set out in on the form.

* ® Registered to Bpay Pty Ltd ABN 69 079 137 518

For payments by cheque, money order or BPAY:

Your acceptance of entitlements to New Shares or payment may not be effective if received after 5:00pm (Melbourne time) on the Closing Date or such later date as the Company may specify, in which case no New Shares and no new free-attaching New Options would be issued to you in respect of your acceptance or payment, and any payment received will be refunded to you after the date of allotment in accordance with the Corporations Act, without interest.

The amount payable on acceptance will be deemed not to have been received until the Company is in receipt of cleared funds. Payments in cash will not be accepted.

If the amount of payment received is insufficient to pay in full for the number of New Shares you have accepted or is more than required for the number of New Shares you have accepted you will be taken to have accepted the lesser of your entitlement or such whole number of New Shares which is covered in full by your payment.

If you pay for New Shares in excess of your entitlement the relevant overpayment will be deemed to be an application for additional New Shares together with the relevant free-attaching New Options from the shortfall. If additional New Shares from the shortfall are not issued to you (or less than the number for which you are deemed to have applied are issued to you) the difference will be refunded to you after the date of allotment in accordance with the Corporations Act, without interest.

If paying by BPAY:

To accept your entitlement and pay via BPAY, you should:

- read this Prospectus and the Entitlement and Acceptance Form in their entirety and seek appropriate professional advice if necessary; and
- make your payment via BPAY for the number of New Shares you wish to subscribe for (being the Rights Issue offer price of 1.2 cents (\$0.012) per New Share multiplied by the number of New Shares for which you are accepting your entitlement plus any additional New Shares from the shortfall you wish to apply for) so that it is received no later than 5:00pm (Melbourne time) on the Closing Date, or such later date as the Company may specify. You can only make a payment via BPAY if you are the holder of an account with an Australian financial institution.

If you choose to pay via BPAY you are not required to submit the Entitlement and Acceptance Form.

If your BPAY payment is received by 5:00pm (Melbourne time) on the Closing Date or such later date as the Company may specify, New Shares accepted are anticipated to be issued (together with the relevant number of free-attaching New Options) to you on or before the date set out in the timetable on page 2 of this Prospectus (which date may change without notice).

You should be aware that your financial institution may implement earlier cut off times with regards to electronic payment, and should therefore take this into consideration when making payment. You may also have your own limit on the amount that can be paid via BPAY. It is your responsibility to check that the amount you wish to pay via BPAY does not exceed your limit. The Company and the Share Registrar accept no responsibility for unsuccessful, delayed, or incomplete BPAY payments.

If you have multiple holdings you will have multiple BPAY reference numbers. To ensure that you receive your entitlement in respect of each holding, you must use the customer reference number shown on each personalised Entitlement and Acceptance Form when paying for any New Shares that you wish to accept your entitlement for in respect of that holding. Payments in excess of the amount payable for one holding will not be treated as payment for another holding, and the excess will be treated as an application for additional new Shares from the shortfall as referred to above.

If paying by cheque or money order:

To accept your entitlement and pay by cheque or money order, you should:

- read this Prospectus and the Entitlement and Acceptance Form in their entirety and seek appropriate professional advice if necessary; and
- complete the personalised Entitlement and Acceptance Form which accompanies this Prospectus (instructions for completing and returning the Entitlement and Acceptance Form are set out on the form); and
- return the completed Entitlement and Acceptance Form together with a cheque or money order for the applicable amount (being the Rights Issue offer price of 1.2 cents (\$0.012) per New Share multiplied by the number of New Shares for which you are accepting your entitlement plus any additional New Shares from the shortfall you wish to apply for) to:

Mozambi Resources Limited
C/- Advanced Share Registry Limited
PO Box 1156
Nedlands, WA, 6909

so that it is received by no later than 5:00pm (Melbourne time) on the Closing Date (which is set out in the timetable on page 2 of this Prospectus), or such later date as the Company may specify. The Company and the Share Register accept no responsibility for delayed or misdelivered Entitlement and Acceptance Forms or payments.

If you choose to pay by cheque or money order you must submit the completed Entitlement and Acceptance Form.

Cheques should be made payable to "Mozambi Resources Limited" and crossed "Not Negotiable". Cheques must be payable in Australian dollars, drawn on an Australian branch of an Australian bank.

6.3 Further Information

If you have any questions about your entitlement, please contact the Company Chairman and Secretary, Adrien Wing on +61 3 9614 0600. Alternatively, contact your stockbroker or other professional adviser.

The issue of New Shares and free-attaching New Options is expected to occur after the Rights Issue has closed on or before the date set out in the timetable on page 2 of this Prospectus (which date may change without notice). Thereafter statements of holdings will be despatched. It is the responsibility of recipients to determine their allocation prior to trading in New Shares or New Options. Recipients trading New Shares or New Options before they receive their statements will do so at their own risk.

The Company may reject an acceptance where payment of the acceptance amount is not received or a cheque is not honoured, or without prejudice to its rights, issue New Shares and free-attaching New Options in response to the acceptance and recover outstanding acceptance amount from the recipient. If your Entitlement and Acceptance Form is not completed correctly it may still be treated as a valid application for New Shares and free-attaching New Options. The Directors' decision whether to treat a form as valid and how to construe, amend or complete the form is final. The Company accepts no responsibility for failure by your stockbroker or other third parties to carry out your instructions.

This Prospectus does not constitute an offer in any place in which, or to any person to whom, it would not be lawful to make such an offer. Persons resident in countries outside Australia and New Zealand should consult their professional advisers as to whether any governmental or other consent is required or whether formalities need to be observed to enable them to acquire new Shares. Return of an Entitlement and Acceptance Form or payment will be taken by the Company to constitute a representation that there has been no breach of such requirements.

No account has been taken of the particular objectives, financial situation or needs of recipients of this Prospectus. Because of this, recipients of this Prospectus should have regard to their own objectives, financial situation and needs.

Recipients of this Prospectus should make their own independent investigation and assessment of the Company, its business, assets and liabilities, prospects and profits and losses, and the risks associated with investing in the Company. Independent expert advice should be sought before any decision is made to accept the Rights Issue offer, or to acquire New Shares or other securities of the Company.

7. Continuous Disclosure Obligations

This Prospectus is issued by the Company in accordance with the provisions of the Corporations Act applicable to a prospectus for continuously quoted securities.

Section 713 of the Corporations Act enables a company to issue a special prospectus where the securities under that prospectus are continuously quoted securities within the meaning of the Corporations Act. This generally means that the relevant securities are in a class of securities that were quoted enhanced disclosure securities at all times during the 3 months before the date of this Prospectus and that other requirements relating to the Company not being subject to various exemptions and orders under the Corporations Act within the last 12 months are met.

In summary, special prospectuses are required to contain information in relation to the effect of the offer of securities on the company and the rights and liabilities attaching to the securities. It is not necessary to include general information in relation to all of the assets and liabilities, financial position, profits and losses or prospects of the issuing company. Accordingly, this Prospectus does not contain the same level of disclosure as a prospectus of an unlisted company or an initial public offering prospectus.

Having taken such precautions and having made such enquiries as are reasonable, the Company believes that it has complied with the general and specific requirements of ASX as applicable from time to time throughout the 12 months before the date of this Prospectus which required the Company to notify ASX of information about specified events or matters as they arise for the purpose of ASX making that information available to the stock market conducted by ASX.

For the purpose of satisfying section 713(5) of the Corporations Act a prospectus must incorporate information if such information:

- (a) has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
- (b) is information that investors and their professional advisors would reasonably require for the purpose of making an informed assessment of:
 - the assets and liabilities, financial position and performance, profit and losses and prospects of the Company; and
 - the rights and liabilities attaching to the securities being offered.

The Prospectus must contain this information only to the extent to which it is reasonable for investors and their professional advisors to expect to find such information in the Prospectus. The Company is not aware of any matters that need to be disclosed under this section of the Corporations Act that have not been previously disclosed or which have not been set out in this Prospectus.

The Company seeks and engages in discussions on an ongoing basis in respect of potential new investment opportunities both in Australia and overseas. Funds may be used to fund the costs associated with identifying, investigation and pursuing new opportunities. While the Company continues to seek and negotiate potential investment opportunities in this respect, there is no certainty that any arrangement(s) will be finalised on particular terms, at a specific time, or at all. The Company will make further announcements in respect of any such discussions or negotiations in accordance with its disclosure obligations as developments occur.

As a disclosing entity under the Corporations Act, the Company is subject to regular reporting and disclosure obligations. Copies of documents lodged with ASX and ASIC in relation to the Company may be obtained from or inspected by accessing the respective web sites.

Any person may request, and the Company will provide free of charge, a copy of each of the following documents during the acceptance period of this Prospectus. Such documents are also available on-line from the ASX web site.

- (a) the Interim Financial Report of the Company for the half year ended 31 December 2014 (lodged with ASX on 16 March 2015).

- (b) the Annual Financial Report of the Company for the financial year ended 30 June 2014 (lodged with ASX on 3 November 2014), being the most recent annual financial report of the Company before the lodgement of this Prospectus with ASIC;
- (c) any continuous disclosure notices given by the Company since the lodgement of the Annual Financial Report referred to in (b) above before lodgement of this Prospectus. Continuous disclosure notices given by the Company since the lodgement of the Annual Financial Report to the date of this Prospectus are listed in Section 8 of this Prospectus.

8. ASX Announcements

The following announcements (continuous disclosure notices) have been made by the Company to ASX since lodging its audited financial statements (Annual Financial Report) for the year ended 31 December 2013:

Date	Headline
22/06/2015	3 Tenements Proceed to Grant - Nachingwea Graphite Project
16/06/2015	Placement Closed / Right Issue Update
10/06/2015	Wide Zones of Graphite Schist located on Nachingwea Project
01/06/2015	Director Disclosures - Appendix 3X's and Appendix 3Y's
01/06/2015	\$1.3 Million Capital Raising and Board Changes - minor amend
01/06/2015	\$1.3 Million Capital Raising and Board Changes
28/05/2015	Trading Halt
28/05/2015	Appendix 3B and cleansing notice
22/05/2015	Mozambi Signs Option Over 18 Graphite Tenements in Tanzania
20/05/2015	Trading Halt
15/05/2015	Appendix 3B and cleansing notice
15/05/2015	Mozambique graphite term sheet - update
28/04/2015	Quarterly Activities and Cashflow Report
23/04/2015	Appendix 3B
21/04/2015	Prospectus Closed
01/04/2015	Prospectus for options
31/03/2015	Update on Mozambique Graphite Licenses
19/03/2015	Appendix 3B
16/03/2015	Half Year Accounts
25/02/2015	Change of Director's Interest Notice - Mr Armstrong
25/02/2015	Appendix 3B and Cleansing Notice
20/02/2015	Results of Meeting
19/02/2015	Response to ASX Price Query
12/02/2015	Change of Director's Interest Notice
10/02/2015	Mozambi Acquires Two Highly Prospective Graphite Licenses
06/02/2015	Trading Halt
27/01/2015	Quarterly Activities and Cashflow Report
16/01/2015	Notice of General Meeting/Proxy Form
29/12/2014	Cleansing Notice and LR 3.10.5A information

24/12/2014	Appendix 3B
17/12/2014	Placement
15/12/2014	Trading Halt
01/12/2014	Director Appointment/Resignation and Company Detail changes
28/11/2014	Results of Meeting
03/11/2014	Annual Report
31/10/2014	Quarterly Activities and Cashflow Reports
22/10/2014	Notice of Annual General Meeting/Proxy Form

Any person may request, and the Company will provide free of charge, a copy of any of the above announcements during the application period of this Prospectus.

The Company may make further announcements to ASX from time to time. Copies of announcements are released by ASX on its website, www.asx.com.au. Copies of announcements can also be obtained from the Company upon request and will be made available at the Company's website www.mozambicoal.com.au. Prospective investors are advised to refer to ASX's website for updated releases about events or matters affecting the Company.

In making statements in this Prospectus it is noted that the Company is a disclosing entity for the purposes of the Corporations Act and certain matters may reasonably be expected to be known to investors and professional advisers whom potential investors may consult.

9. Terms of Securities Offered

9.1 New Shares (and Shares issued upon exercise of New Options)

The Shares will be fully paid ordinary shares in the capital of the Company, which will rank equally with, and will have the same voting and other rights as the existing issued shares of the Company. The rights attaching to the Company's shares are set out in the Company's Constitution, the Listing Rules of ASX and the Corporations Act. The Company's Constitution has been lodged with ASIC. The Constitution contains provisions of the kind common for public companies in Australia and is taken to be included in this Prospectus by operation of section 712 of the Corporations Act. Any person may request a copy of the Constitution during the application period of this Prospectus, which the Company will provide free of charge.

9.2 New Options

Rights attaching to the New Options offered under this Prospectus are as follows:

The options ("Options") entitle the holder to subscribe for fully paid ordinary shares of the Company ("Shares") on the following terms and conditions:

- Each Option gives the Optionholder the right to subscribe for one Share. To obtain the right given by each Option, the Optionholder must exercise the Options in accordance with these terms and conditions.
- The Options will expire at 5:00pm (AWST) on 31 December 2017 (**Expiry Date**). Any Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.
- The amount payable upon exercise of each Option will be \$0.02 (**Exercise Price**).
- The Options may be exercised in whole or in part, and if exercised in part, multiples of 1,000 must be exercised on each occasion.
- Optionholders may exercise their Options by lodging with the Company, before the Expiry Date:

- a written notice of exercise of Options specifying the number of Options being exercised; and
- a cheque or electronic funds transfer for the Exercise Price for the number of Options being exercised;
- An Exercise Notice is only effective when the Company has received the full amount of the Exercise Price in cleared funds.
- Within 10 Business Days of receipt of the Exercise Notice accompanied by the Exercise Price, the Company will allot the number of Shares required under these terms and conditions in respect of the number of Options specified in the Exercise Notice.
- The Options are transferable subject to any restriction or escrow arrangements imposed by ASX or under applicable Australian securities laws.
- All Shares allotted upon the exercise of Options will upon allotment rank *pari passu* in all respects with other Shares.
- If admitted to the official list of ASX at the time, the Company will apply for quotation of all Shares allotted pursuant to the exercise of the Options on ASX within 10 Business Days after the date of allotment of those Shares. The Company is entitled to apply for quotation of the Options on ASX.
- If at any time the issued capital of the Company is reconstructed, all rights of the Optionholder are to be changed in a manner consistent with the Corporations Act and the ASX Listing Rules at the time of the reconstruction.
- There are no participating rights or entitlements inherent in the Options and the Optionholder will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options. However, the Company will ensure that for the purposes of determining entitlements to any such issue, the record date will be at least six (6) Business Days after the issue is announced. This will give the Optionholder the opportunity to exercise the Options prior to the date for determining entitlements to participate in any such issue.
- An Option does not confer the right to a change in Exercise Price or a change in the number of underlying securities over which the Option can be exercised.

Shares issued upon the exercise of New Options will be fully paid ordinary shares and will have the same voting and other rights as the existing shares of the Company.

10. Directors' Interests

10.1 Securities

Directors' existing interests in securities and participation in the Rights Issue

The Directors' direct and indirect interests in securities of the Company as at the date of this Prospectus are as set out in the following table.

The Directors are entitled to participate in the Rights Issue without the need for shareholder approval.

The effect of the offer on the direct and indirect share holdings of Directors, assuming no other Shareholders take up the Offer and no shortfall Shares are issued is as set out below. The post-issue percentage will be less if other Shareholders take up the Offer and/or shortfall Shares are issued.

SHARES

Director/Shareholder (and/or associate(s))	Existing		Post Issue	
	Shares	%	Shares	%
Alan Armstrong	500,000	0.16%	625,000	0.20%
Adrien Wing	3,000,000	0.97%	3,750,000 ^	1.20%
Matthew Bull	Nil	n/a	Nil	n/a

OPTIONS – MOZO

Director/Shareholder (and/or associate(s))	Existing MOZO	Post Issue MOZO
Alan Armstrong	Nil	62,500
Adrien Wing	6,000,000	6,375,000 ^
Matthew Bull	Nil	Nil

OPTIONS – UNLISTED OTHER

Director/Shareholder (and/or associate(s))	Existing	Post Issue
Alan Armstrong	3,000,000	3,000,000
Adrien Wing	3,000,000	3,000,000
Matthew Bull *	Nil	Nil

Note to Tables:

[^]As noted in Section 1.5, the Company will seek shareholder approval to allow Adrien Wing, a Director of the Company (or and his associates), to subscribe for up to 5,000,000 New Shares (and 2,500,000 free-attaching New Options) shortfall. It should be noted that if this approval is obtained Adrien Wing will have the right, but not the obligation, to subscribe for shortfall up to the approved amount. The numbers above do not include the issue of shortfall to Adrien Wing (or his associates). Assuming shareholders approve the issue, and assuming Adrien Wing and his associates take up the full shortfall entitlement, Adrien Wing would have a relevant interest in 8,750,000 ordinary shares and 8,875,000 MOZO options.

* The Company intends to seek shareholder approval for the issue of 3,000,000 unlisted options to Matthew Bull, a Director of the Company, having an issue price of 2 cents and an expiry date of 31 December 2017. The issue of these options will be subject to shareholder approval.

10.2 Remuneration & Payments to Directors

Fees and other remuneration

Directors are entitled to receive directors' fees and other remuneration (which may include consulting fees) from the Company in relation to services provided to the Company.

Adrien Wing and Matthew Bull were appointed as Directors of the Company on 1 June 2015. Alan Armstrong was appointed as a Director on 1 December 2014. Details of the remuneration paid to Directors since their appointment is set out below:

Director	Current Year 30 June 2014 to date
Alan Armstrong (appointed 1 December 2014)	\$35,000
Adrien Wing (appointed 1 June 2015)	\$3,600
Matthew Bull (appointed 1 June 2015)	\$3,333

In addition to the above, in the past 2 years:

- Northern Star Nominees Pty Ltd, an entity associated with Adrien Wing, has received payments totalling \$35,000 in connection with his role as Company Secretary; and
- Matthew Bull has received consultancy fees for geological services provided to the Company totalling \$2,100 and has advised the Company that he has fees not yet invoiced totalling \$3,800.

Other

Except as disclosed in this Prospectus:

- (a) no person has paid or agreed to pay any amount to any Director or has given or agreed to give any benefit to any Director, to induce the Director to become, or to qualify as, a Director of the Company or otherwise for services rendered by the Director in connection with the formation or promotion of the Company or the Rights Issue.
- (b) no Director or proposed Director has, or has had within two years of lodgement of this Prospectus, any interest in:
 - the formation or promotion of the Company; or
 - any property acquired or proposed to be acquired by the Company in connection with its formation or promotion or the Rights Issue; or
 - the Rights Issue.

11. Taxation

Recipients of the Rights Issue offer should seek and obtain their own taxation advice before accepting entitlements to Shares so that they may first satisfy themselves of any taxation implications associated with acquiring Shares.

12. Overseas Shareholders

12.1 Overseas Investors

This Prospectus and the accompanying Entitlement and Acceptance Form do not constitute an Offer in any jurisdiction in which, or to any persons to whom, it would not be lawful to make such an offer.

Shareholders holding Shares on behalf of persons who are resident overseas (except in New Zealand) are responsible for ensuring that taking up the Rights Issue offer does not breach regulations in the relevant overseas jurisdiction. Return of a duly completed Entitlement and Acceptance Form or payment will be taken by the Company to constitute a representation that there has been no breach of such regulations. Shareholders who are nominees are therefore advised to seek independent advice as to how they should proceed. The Rights Issue offer has not been, and will not be, registered under the US Securities Act and has not been made in the United States of America or to persons resident in the United States of America.

The Company is of the view that it is unreasonable to make the Rights Issue offer to Shareholders outside of Australia and New Zealand having regard to:

- (a) the number of Shareholders registered outside of Australia and New Zealand;

- (b) the number and value of securities to be offered to Shareholders registered outside of Australia and New Zealand; and
- (c) the cost of complying with the legal requirements and requirements of regulatory authorities in overseas jurisdictions.

Accordingly, the Company is not required to make the Rights Issue offer to non-qualifying foreign shareholders (Shareholders with addresses on the Company's register of Members outside of Australia and New Zealand) whose entitlements will form part of the shortfall.

12.2 New Zealand Regulatory Requirements

This Rights Issue to New Zealand investors is a regulated Rights Issue made under Australian and New Zealand Law. In Australia, this is Chapter 8 of the Corporations Act and Corporations Regulations. In New Zealand, this is Part 5 of the Securities Act 1978 and the Securities (Mutual Recognition of Securities Offerings - Australia) Regulations 2008. This Rights Issue and the content of the offer document are principally governed by Australian rather than New Zealand law. In the main, the Corporations Act and Corporations Regulations set out how the Rights Issue must be made.

The Company's address for service of documents in New Zealand in respect of the Rights Issue is care of its agent Tavendale and Partners Limited PO Box 442, Christchurch, New Zealand, 8140. Tavendale and Partners Limited has had no involvement in the preparation of any part of the Prospectus other than being named as New Zealand agent.

There are differences in how securities are regulated under Australian law. For example, the disclosure of fees for collective investment schemes is different under the Australian regime.

The rights, remedies, and compensation arrangements available to New Zealand investors in Australian securities may differ from the rights, remedies and compensation arrangements for New Zealand securities.

Both the Australian and New Zealand securities regulators have enforcement responsibilities in relation to this Rights Issue. If you receive this offer in New Zealand and need to make a complaint about this Rights Issue, please contact the Financial Markets Authority, Wellington, New Zealand. The Australian and New Zealand regulators will work together to settle your complaint.

The taxation treatment of Australian securities is not the same as for New Zealand securities.

If you are uncertain as to whether this investment is appropriate for you, you should seek the advice of an appropriately qualified financial advisor.

The Rights Issue may involve a currency exchange risk. The currency for the securities is not New Zealand dollars. The value of the securities will go up or down according to changes in the exchange rate between that currency and New Zealand dollars. These changes may be significant. If you expect the securities to pay any amounts in a currency that is not New Zealand dollars, you may incur significant fees in having the funds credited to a bank account in New Zealand in New Zealand dollars.

If the securities are able to be traded on a financial market and you wish to trade the securities through that market, you will have to make arrangements for a participant in that market to sell the securities on your behalf. If the securities market does not operate in New Zealand, the way in which the market operates, the regulation of participants in that market, and the information available to you about the securities and trading may differ from markets that operate in New Zealand.

12.3 Other Countries

This Prospectus does not constitute an offer for securities in any place where, or to any person whom, it would be unlawful to make such an offer. The distribution of this Prospectus in jurisdictions outside Australia and New Zealand may be restricted by law, and persons outside Australia and New Zealand who comes into possession of this Prospectus should seek advice on, and observe any, such restrictions. Any failure to comply with such restrictions may constitute a violation of applicable securities laws. No action has been taken to register or qualify the Shares or the Rights Issue or otherwise to permit a public offering of the securities in any jurisdiction outside Australia and New Zealand. The Shares have not been, and will not be, registered under the United States Securities Act of 1933 and should not be offered or sold within the USA. Any person accessing the electronic version of this Prospectus for the purpose of investing in the Company must only access it from within Australia and New Zealand.

13. Privacy

Personal information is collected on the Entitlement and Acceptance Forms by the Company and its Share Registrar for maintaining registers of security holders, facilitating distribution payments and other corporate actions and

communications. Acceptances might not be processed efficiently, or at all, if the information requested is not provided. Personal information about recipients may be disclosed to external service providers such as print or mail service providers as required or permitted by law. A recipient who would like details of their personal information held by the Company or its Share Registrar, or who would like to correct information that is incorrect or out of date, should contact the Company Secretary at the address shown in the Corporate Directory on page 1 of this Prospectus. In accordance with the Corporations Act, recipients may be sent material (including marketing material) in addition to general corporate communications. Recipients may elect not to receive marketing material by contacting the Share Registrar. Recipients can also request access to, or corrections of, personal information held by the Company by writing to the Company.

14. Electronic Prospectus

This Prospectus is available in electronic format via the ASX website, www.asx.com.au.

Persons having received this Prospectus in electronic form may, during the offer period, obtain a paper copy of this Prospectus (free of charge) by contacting Adrien Wing on +61 3 9614 0600.

Acceptances of Rights Issue entitlements may only be made by BPAY or on the personalised Entitlement and Acceptance Form which accompanied or was attached to a copy of this Prospectus in its paper copy form or a print out of the form which formed part of or was accompanied by the complete and unaltered electronic version of this Prospectus. The Corporations Act prohibits any person from passing on to another person an Entitlement and Acceptance Form unless it is attached to or accompanied by a hard copy of this Prospectus or by the complete and unaltered electronic version of this Prospectus.

The Company reserves the right not to accept an Entitlement and Acceptance Form from a person if it has reason to believe that when that person was given access to the electronic Entitlement and Acceptance Form, it was not provided together with the complete and unaltered electronic version of this Prospectus.

15. Investment Decisions

The information in this Prospectus does not constitute financial product advice. This Prospectus does not take into account the investment objectives, financial situation, tax position and particular needs of individual investors. Investors should obtain their own independent advice and consider the appropriateness of the Rights Issue offer of shares pursuant to this Prospectus having regard to their own objectives, financial situation, tax position and needs.

16. Future Performance

Except as required by law, and only then to the extent so required, neither the Company nor any other person warrants the future performance of the Company, or any return on any investment made pursuant to this Prospectus. An investment in the securities offered by this Prospectus should be considered speculative.

17. Consents

Advanced Share Registry Limited has given and, as at the date hereof, not withdrawn, its written consent to be named as share registry in the form and context in which it is named. Advanced Share Registry Limited has had no involvement in the preparation of any part of the Prospectus other than being named as share registry to the Company. Advanced Share Registry Limited has not authorised or caused the issue of any part of the Prospectus and, to the extent permitted by law, expressly disclaims and takes no responsibility for any part of this Prospectus.

Tavendale and Partners Limited has given, and, as at the date hereof, not withdrawn, its written consent to be named as New Zealand agent to the Rights Issue in the form and context in which it is named. Tavendale and Partners Limited has had no involvement in the preparation of any part of the Prospectus other than being named as New Zealand agent to the Rights Issue. Tavendale and Partners Limited has not authorised or caused the issue of any part of the Prospectus and, to the extent permitted by law, expressly disclaims and takes no responsibility for any part of this Prospectus.

Alignment Capital Pty Ltd has given, and, as at the date hereof, not withdrawn, its written consent to be named as the entity which will seek to place any shortfall on the terms set out in Section 1.4 of this Prospectus in the form and context in which it is named. Alignment Capital Pty Ltd has had no involvement in the preparation of any part of the Prospectus other than being named in the capacity described above. Alignment Capital Pty Ltd has not authorised or caused the issue of any part of the Prospectus and, to the extent permitted by law, expressly disclaims and takes no responsibility for any part of this Prospectus.

18. Enquiries

You should contact your stockbroker, accountant or independent professional financial adviser before making any decision regarding your entitlement to new Shares or investment in the Company, including deciding whether to accept your entitlement to Shares.

If you have any questions regarding how to complete the Entitlement and Acceptance Form, please contact Adrien Wing on +61 3 9614 0600

No person is authorised to give information or to make any representation in connection with this Prospectus which is not contained in this Prospectus. Any such information not so contained may not be relied on as having been authorised by the Company in connection with this Prospectus.

Directors' Authorisation Statement

The Directors of the Company have authorised the lodgement of this Prospectus with ASIC.

A handwritten signature in blue ink, appearing to read 'Adrien Wing', with a horizontal line underneath.

Adrien Wing
Director

ENTITLEMENT AND ACCEPTANCE FORM

THIS DOCUMENT IS IMPORTANT. IF YOU ARE IN DOUBT AS TO HOW TO DEAL WITH IT, PLEASE CONTACT YOUR STOCKBROKER OR LICENSED PROFESSIONAL ADVISER.

Sub-Register	
HIN / SRN	
Number of Eligible Shares held as at the Record Date, 7.00pm AEST 30 June 2015	
Entitlement to New Shares on 1 Shares for every 4 Shares held basis	
Free-attaching MOZO option (New Option) for every 2 New Shares issued	
Amount payable on full acceptance at \$0.012 per New Share:	

A non-renounceable pro-rata Rights Issue of 1 new share (New Share) for every 4 Shares held on the Record Date at an issue price of 1.2 cents (\$0.012) each together with 1 free-attaching MOZO option (New Option) for every 2 New Shares issued to raise up to approximately \$926,000 before costs of the issue.

Each New Option will have an exercise price of 2 cents (\$0.02), an expiry date of 31 December 2017 and will, upon exercise, entitle the holder to one ordinary fully paid share.

NON-RENOUNCEABLE ENTITLEMENT ISSUE CLOSING 5.00PM AEST ON 14 July 2015.

To the Directors

MOZAMBI RESOURCES LIMITED

- I/We the above mentioned, being registered on 30 June 2015 as the holder(s) of ordinary shares in your Company hereby accept the below mentioned New Shares in accordance with the enclosed Prospectus;
- I/We hereby authorise you to place my/our name(s) on the register of shareholders in respect of the number of New Shares allotted to me/us and;
- I/We agree to be bound by the Constitution of the Company.

ENTITLEMENT			
(A)	(B)	(C)=(A)+(B)	Total
Number of New Shares applied for <i>(being not more than the Entitlement shown above)</i>	Number of additional New Shares applied for <i>(in excess of the entitlement shown above)</i>	Total New Shares applied for	Amount Payable (C) * \$0.012
			\$


METHOD OF ACCEPTANCE

You can apply for New Shares and make your payment utilising either cheque/bank draft or BPAY® (further details overleaf).

Please indicate which payment option you have chosen by marking the relevant box below.

<input type="checkbox"/>	Please enter cheque or bank draft details	Drawer	Bank	Branch	Amount
					\$

OR

<input type="checkbox"/>		You can pay by BPAY®. If you choose to pay by BPAY®, you do not need to return this Entitlement and Acceptance Form. Please refer overleaf for details.
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CONTACT DETAILS

Name:	
Telephone:	
Email:	

NOTE: Cheques should be made payable to "MOZAMBI RESOURCES LIMITED", crossed "NOT NEGOTIABLE" and forwarded to Advanced Share Registry Ltd, PO Box 1156, Nedlands, Western Australia 6909 to arrive no later than 5.00pm (AEST) on **14 July 2015**.

PLEASE REFER OVERLEAF FOR INSTRUCTIONS

MOZAMBI RESOURCES LIMITED

REGISTERED OFFICE: Level 17, 500 Collins Street, Melbourne, Victoria, 3000
SHARE REGISTRY: Advanced Share Registry Ltd, 110 Stirling Highway, Nedlands, Western Australia 6009

EXPLANATION OF ENTITLEMENT

1. The front of this form sets out the number of New Shares which you are entitled to accept.
2. Your Entitlement may be accepted either in full or in part. There is no minimum acceptance.
3. The price payable on acceptance of each New Share is \$0.012.
4. Please complete the Entitlement and Acceptance Form overleaf.

APPLICATION INSTRUCTIONS

Payment Details

You can apply for New Shares by utilising the payment options detailed below. There is no requirement to return this Entitlement and Acceptance Form if you are paying by BPAY®. By making your payment using either BPAY® or by cheque/bank draft, you confirm that you agree to all of the terms and conditions of the Mozambi Resources Limited Entitlement Offer as outlined on this Entitlement and Acceptance Form and within the accompanying Prospectus.

Your cheque/bank draft should be made payable to **"Mozambi Resources Limited"** in Australian currency, crossed **"Not Negotiable"** and drawn on an Australian branch of a financial institution. Please complete cheque/bank draft details overleaf and ensure that you submit the correct amount as incorrect payments may result in your Application being rejected.

Cheques will be processed on the day of receipt and as such, sufficient cleared funds must be held in your account as cheques returned unpaid may not be re-presented and may result in your Application being rejected. Paperclip (do not staple) your cheque(s)/bank draft(s) to the Entitlement and Acceptance Form. Cash will not be accepted. A receipt for payment will not be forwarded.

If the amount you pay is insufficient to pay for the number of New Shares you apply for, you will be taken to have applied for such lower number of New Shares as that amount will pay for, or your Application will be rejected. If the amount you pay is more than the amount payable for your full Entitlement, you will be taken to have applied for the maximum number of New Shares you are entitled to apply for. The excess money will be considered as your payment for an Application for additional New Shares under the Top Up Facility.

Contact Details

Please enter your contact details where requested overleaf. These details will only be used in the event that the Share Registry has a query regarding this Entitlement and Acceptance Form.

Lodgement of Application

If you are applying for New Shares and your payment is being made by BPAY®, you do not need to return this Entitlement and Acceptance Form however you are encouraged to return it to the Share Registry for reconciliation purposes – in that case you can post or send by facsimile (details below). Your payment must be received by no later than 5.00pm AEST on 14 July 2015. Applicants should be aware that their own financial institution may implement earlier cut off times with regard to electronic payment and should therefore take this into consideration when making payment. It is the responsibility of the Applicant to ensure that funds submitted through BPAY® are received by this time.

If you are paying by cheque/bank draft, your Application must be received by the Share Registry by no later than 5.00pm AEST on 14 July 2015. You should allow sufficient time for this to occur. Please return your Entitlement and Acceptance Form with cheque/bank draft attached.

Neither the Share Registry nor the Company accepts any responsibility if you lodge the Entitlement and Acceptance Form at any other address or by any other means.

Privacy Statement

Personal information is collected on this form by the Share Registry, as registrar for the securities' issuer, for the purpose of maintaining registers of securityholders, facilitating distribution payments and other corporate actions and communications. Your personal information may be disclosed to the Share Registry's related bodies corporate, to external service companies such as print or mail service providers, or as otherwise required or permitted by law. If you would like details of your personal information held by the Share Registry, or you would like to correct information that is inaccurate, incorrect or out of date, please contact the Share Registry. In accordance with the Corporations Act, you may be sent material (including marketing material) approved by the securities' issuer in addition to general corporate communications. You may elect not to receive marketing material by contacting the Share Registry, using the details provided on this form.

If you have any enquiries concerning this Entitlement and Acceptance Form, please contact the Share Registry on telephone +61 8 9389 8033 or fax +61 8 9262 3723.



Telephone & Internet Banking – BPAY®

Call your bank, credit union or building society to make this payment from your cheque or savings account. More info: www.bpay.com.au.

By Mail

Mozambi Resources Limited
c/- Advanced Share Registry Ltd
PO Box 1156
Nedlands WA 6909

or

Hand Delivered

110 Stirling Highway
Nedlands WA 6009