



ASX Announcement

15th November 2022

Dispatch of Entitlement Offer Documents

Southern Hemisphere Mining Limited ("Southern Hemisphere" or "the Company") refers to the entitlement offer, announced to the ASX on 7 November 2022.

The Company confirms that a letter has been sent to eligible shareholders inviting them to participate in the entitlement offer with instructions on how to download the prospectus and personalised entitlement form.

In accordance with ASX Listing Rule 7.7.1 a letter has also been sent to ineligible shareholders.

Accompanying this announcement are copies of these letters.

The indicative closing date for the entitlement offer is 29 November 2022, subject to change in accordance with the *Corporations Act 2001 (Cth)* and the ASX Listing Rules.

Eligible shareholders should consider the prospectus in deciding whether to acquire securities under the non-renounceable rights issue and will need to follow instructions on the entitlement and acceptance form that accompanies the prospectus.

This announcement has been approved for release by the Company's board of directors.

For Further Information, Contact:

Keith Bowker

Company Secretary

Telephone: +61 8 6144 0590

cosec@shmining.com.au

www.shmining.com.au



Dear Shareholder

On behalf of the Directors of Southern Hemisphere Mining Limited (**SUH**), I am pleased to invite you to participate in our recently announced 1 for 2 pro-rata non-renounceable entitlement offer of new fully paid ordinary shares in SUH (**New Shares**) at an issue price of \$0.015 per New Share to raise approximately \$2.5 million (**Entitlement Offer**).

On Monday, 7 November 2022, SUH announced its intention to raise approximately \$2.5 million through an Entitlement Offer (**Entitlement Offer**).

To view the Prospectus and to apply online, follow the instructions as set out below.

A handwritten signature in blue ink, appearing to read 'M Stowell', is positioned above the printed name and title.

Mark Stowell
Chairman

Under the Entitlement Offer, SUH is offering eligible shareholders 1 New Share for every 2 existing shares held on the Record Date, being 7.00pm (Sydney time) on Thursday, 10 November 2022. The issue price of \$0.015 per New Share is attractively priced being a 23.92% discount to the 30-day volume weighted average price.

Your entitlements are as set out in the personalised Entitlement and Acceptance Form.

Eligible shareholders who take up their full entitlements may also apply for additional New Shares. There is no guarantee that you will receive any additional New Shares and SUH reserves its discretion in relation to applications for additional New Shares, including to apply a pro rata scale back of applications for additional New Shares if there are over subscriptions.

The Entitlement Offer opens on Tuesday, 15 November 2022 and closes at 7.00pm (Sydney time) on Tuesday, 29 November 2022 (unless extended).

If you would like to take up all or part of your entitlement, or you wish to also apply for additional New Shares under the Entitlement Offer, please follow the instructions below.

1. Read the Prospectus

If you are considering applying for New Shares under the Entitlement Offer. It is important that you read the Prospectus available at www.shmining.com.au in its entirety.

2. Consider the risks associated with the Entitlement Offer

You should consider the risks associated with the Entitlement Offer, as set out in the Prospectus, in light of your personal circumstances.

3. Apply and make Application Payment

You should then decide whether to participate in the Entitlement Offer.

If you decide to participate in the Entitlement Offer, make payment and apply for New Shares by BPAY®, EFT or cheque in accordance with the instructions in the Prospectus and on the Entitlement and Acceptance Form.

You can access your personalised Entitlement and Acceptance Form to apply for New Shares online via our Share Registry by taking the following steps:

If you already have an online account with Automic go to www.investor.automic.com.au, select “Existing Users Sign In” and once you have successfully signed in, click on “Documents and Statements” > “Other Documents” and “Rights Issue Application Form and Prospectus”.

If you do not have an online account with Automic you can register by going to www.investor.automic.com.au/#/signup, select **Southern Hemisphere Mining Limited** from the dropdown list in the ISSUER field, enter your holder number SRN / HIN (from your latest Holding Statement), enter a partial holder name per the instructions, enter your postcode (Aust only) or Country of Residence if New Zealand resident, tick box “I am not a robot” then click next, complete the prompts. Once you have successfully signed in click on “Documents and Statements” > “Other Documents” and “Rights Issue Application Form and Prospectus”.

On request by a shareholder, SUH will mail a physical copy of the Prospectus to that shareholder.

If you require further assistance in relation to the details of the Entitlement Offer, please do not hesitate to contact the Company Secretary at cosec@shmining.com.au

Disclaimer and important notices

All dates are subject to change. This is not financial product advice and has been prepared without taking into account your investment objectives, financial circumstances or particular needs. SUH is not licensed to provide financial product advice in respect of the New Shares or any other financial products. The information in this document does not purport to contain all the information that you may require to evaluate a possible application for New Shares, nor does it contain all the information which would be required in a prospectus or product disclosure statement prepared in accordance with the requirements of the Corporations Act. It should be read in conjunction with SUH’s other periodic statements and continuous disclosure announcements lodged with the ASX which are available at www.asx.com.au. Not for distribution in the United States or any country in which its distribution would be unlawful.



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15 November 2022

Dear Shareholders

Non-Renounceable Rights Issue – Letter to Ineligible Shareholders

On 7 November 2022 Southern Hemisphere Mining Limited (**Company**) announced a non-renounceable pro rata offer available to Eligible Shareholders on the basis of one (1) New Share for every two (2) shares held, being approximately 168.6 million fully paid ordinary shares (**New Shares**) at an issue price of \$0.015 per New Share to raise up to approximately \$2.5 million (before costs) (**Rights Issue**).

The Rights Issue is offered to holders of the Company's fully paid ordinary shares held as at 7.00pm (AEST) on 10 November 2022 (**Record Date**) with a registered address in Australia or New Zealand on the basis of one (1) New Share for every two (2) shares held.

The Company has decided that it is impractical to make offers under the Rights Issue to shareholders with a registered address outside Australia or New Zealand (**Ineligible Shareholders**), having regard to the number of such shareholders, their holdings and the compliance costs required to offer the Shares under the Rights Issue to those shareholders.

Unfortunately, since you are an Ineligible Shareholder, no offer is being made to you and the offer document prepared by the Company in relation to the Rights Issue will not be sent to you.

This letter is neither an offer to issue New Shares to you, nor an invitation for you to apply for New Shares, and you do not have to take any further action in relation to the Rights Issue.

Please contact the Company Secretary on +61 8 6144 0592 or cosec@shmining.com.au if you have any queries.

Yours sincerely

A handwritten signature in blue ink, appearing to read "M Stowell".

Mr Mark Stowell
Chairman