

18 July 2017

\$1.56M NON-RENOUNCEABLE RIGHTS ISSUE UNMARKETABLE PARCEL SHARE SALE FACILITY

Key Points:

- **1 for 3 non-renounceable right issue at \$0.005 to raise up to \$1,563,544**
- **1 for 1 attaching new option (ex \$0.015 / 21 July 2021)**
- **Funds raised to be used for next phase of drilling**

Rights Issue

European base metals explorer Zinc of Ireland NL (ASX: ZMI – “**ZMI**” or “**the Company**”) is pleased to announce that it is undertaking a pro rata non-renounceable rights issue of fully paid ordinary shares (“**Shares**”) to raise approximately \$1,563,544 at an issue price of \$0.005 (“**Rights Issue**”).

The Rights Issue will be offered to existing shareholders of the Company on the basis of one (1) new Share for every three (3) Shares held, to raise up to approximately \$1,563,544. For every new Share subscribed for under the Rights Issue, subscribers will also be issued one (1) free attaching option exercisable for \$0.015 on or before 21 July 2021 (“**New Options**”).

Quotation on ASX will be sought for the New Options, and upon completion of the Rights Issue, the Company’s current class of listed options will have expired and the New Options will be the Company’s only class of option quoted on ASX (subject to satisfaction of the ASX Listing Rules requirements in respect of quotation thereof).

A prospectus setting out the terms and conditions of the Rights Issue will be announced to ASX on or around 19 July 2017 and despatched to Shareholders shortly thereafter.

Funds raised from the Rights Issue will be primarily applied towards the next phase of drilling at the Company’s 100% owned Kildare Project, where the Company has received considerable encouragement from its drilling to date. Activities are principally focussed on expanding the current JORC Resource at McGregor following a spectacular intercept in May, and following-up on highly encouraging results at its recently discovered Celtic Tiger prospect.

Directors of the Company, Patrick Corr, Thomas Corr & Peter van der Borgh intend to subscribe for their full entitlements under the Rights Issue.

An indicative timetable for the Rights Issue is set out below:

Lodgement of Prospectus with the ASIC	18 July 2017
Lodgement of Prospectus & Appendix 3B with ASX	19 July 2017
Notice sent to Optionholders	19 July 2017
Notice sent to Shareholders	20 July 2017
Ex date	21 July 2017
Record Date for determining Entitlements	24 July 2017
Prospectus despatched to Shareholders & Company announces despatch has been completed	26 July 2017
Closing Date*	7 August 2017
Shares quoted on a deferred settlement basis	8 August 2017
ASX notified of under subscriptions	10 August 2017
Despatch of holding statements	14 August 2017
Quotation of Securities issued under the Offer*	15 August 2017

* The Company reserves the right to vary the Opening Date and the Closing Date, subject to compliance with the ASX Listing Rules. This may impact on subsequent dates.

Following completion of the Rights Issue (assuming the Rights Issue is fully subscribed), the Company will have 1,250,843,376 Shares and 312,710,844 New Options on issue, as well as various other unlisted convertible securities.

Unmarketable Parcel Share Sale Facility

The Company has also established a Share Sale Facility for holders of Unmarketable Parcels of Shares in the Company ("**Facility**"). The shares to be sold under the Facility will be purchased off-market by high net worth and institutional investors identified by the Company.

The Company is providing the Facility, in accordance with Clause 25 of its Constitution, to holders of Unmarketable Parcels to sell their Shares without incurring any brokerage or handling costs that could otherwise make a sale of their shares uneconomic or difficult. The Company will organise remittance of sale proceeds for those Shareholders who participate in the Facility.

The Company values all of its Shareholders, however by making this Facility available the Company expects to reduce the administrative costs associated with maintaining a number of small holdings.

The ASX Listing Rules defines an "Unmarketable Parcel" as those with a market value of less than A\$500. As at market close on Thursday, 13 July 2017 ("**Facility Record Date**") an unmarketable parcel of Shares in the Company is any Shareholding of 99,999 Shares or less, based on the closing price of \$0.005 cents per Share. This represents 29,220,060 Shares held by 1,330 Shareholders ("**Sale Shares**"). The Facility is open to Australia and New Zealand registered Shareholders who at 5pm on the Facility Record Date held Shares in the Company with the value of less than A\$500.

The sale price of a Share has been determined as \$0.004 being a 20% discount to the offer price under the Rights Issue (not including the value attributable to the attaching New Options).

A summary of the key dates in relation to the Facility is as follows:

Unmarketable Parcel Record Date	13 July 2017
Unmarketable Parcels Announcement to ASX	18 July 2017
Letters sent to Shareholders holding Unmarketable Parcels	18 July 2017
Closing Date for receipt of Share Retention Form	29 August 2017

Attached is the copy of the Letter sent to Shareholders holding an Unmarketable Parcel of the Company's shares as at the Record Date.

Yours faithfully,



Patrick Corr

Non-Executive Chairman
Zinc of Ireland NL

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LETTER SENT TO SHAREHOLDERS HOLDING UNMARKETABLE PARCELS

18 July 2017

SALE OF YOUR UNMARKETABLE PARCEL OF ZINC OF IRELAND NL SHARES

I am writing to advise you that Zinc of Ireland NL (**ZMI**) has established a share sale facility (**Facility**) for eligible shareholders to sell their shareholding in ZMI without incurring any brokerage or handling costs.

The Facility is available to shareholders who as at 13 July 2017 (**Record Date**) were holders of Shares in ZMI valued at less than A\$500 (each being an **Unmarketable Parcel**). Based on the closing price of 0.5 cents for a share on the Record Date, an unmarketable Parcel is any holding of 99,999 shares or less (**Sale Shares**).

Our records show that you were an Unmarketable Parcel holder at the Record Date. Unless you advise the Company by 5.00pm (AEST) on 29 August 2017 (**Closing Date**) that you do NOT wish to sell your shares, ZMI intends to sell your shares through the Facility in accordance with Clause 25 of the Company's Constitution. However, if on the Closing Date the total number of shares you hold has increased such that you no longer have an Unmarketable Parcel (e.g. due to the purchase of additional shares, potentially via the Company's right issue) your shares will not be sold.

A summary of the key dates in relation to the Facility is as follows:

Unmarketable Parcel Record Date	13 July 2017
Unmarketable Parcels Announcement to ASX	18 July 2017
Letters sent to Shareholders holding Unmarketable Parcels	18 July 2017
Closing Date for receipt of Share Retention Form	29 August 2017

To Retain Your Holding of Shares

If you wish to retain your Unmarketable Parcel of ZMI Shares (i.e. you do NOT wish to sell your Shares through the Facility) you must complete and return the **Share Retention Form** so that it is received by 5.00pm (AEST) on the Closing Date which is 29 August 2017. This Share Retention Form is attached.

You may also ensure that your Unmarketable Parcel of ZMI Shares is not sold by increasing the total number of shares you hold at the Closing Date. If on the Closing Date the total number of shares you hold has increased such that you no longer have an Unmarketable Parcel (e.g. due to the purchase of additional shares, potentially via the Company's right issue) your shares will not be sold. For a purchase to be effective notification that you wish to retain your Shares, any additional Shares acquired must be registered by the Closing Date under the same name and address and with the same holder number (SRN or HIN) as set out in the accompanying Share Retention Form.

If you do not take any action before the Closing Date your Shares will sold

The sale price of a share has been determined as \$0.004 being a 20% discount to the offer price under the Company's current rights issue (which also includes the issue of an attaching option).

Under the Facility, the Company:

- (i) Is authorised to sell all of your Sale Shares without any transaction costs being incurred by you; and
- (ii) Will pay you the sales proceeds following settlement of the sale of all Sale Shares through the Facility.

If you need help deciding what to do or if you require information regarding the financial, legal or tax consequences of participating in the Facility, you should consult your legal, financial, taxation or professional adviser.

The attach Q&A sets out further details of the Facility, which you should read before making any decision. You can also contact the Company if you have any queries about lodging your Share Retention Form or the operation of the Facility.

Yours faithfully,



Patrick Corr
Non-Executive Chairman
Zinc of Ireland NL

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UNMARKETABLE SHARE SALE FACILITY

Q & A

1. What is an Unmarketable Parcel?

An Unmarketable Parcel is a holding of Zinc of Ireland NL Shares valued at less than A\$500. Based on the closing price of Zinc of Ireland NL Shares at the Record Date, this is a holding of 99,999 ordinary shares or less.

2. What was the closing price of a Share at the Record Date?

The closing price of a ZMI Share on the ASX on the Record Date was 0.5 cents per Share.

3. What do I have to do to sell my Shares through the Facility?

Nothing. Your Shares will automatically be sold unless you return a Share Retention Form.

4. How will my Share be sold under the Facility?

Under the Facility, your Shares will be sold by the Company (acting as your agent) to private investors. The Company has obtained commitments from high net worth and institutional investors for this purpose.

5. What price will I receive for Shares sold through the Facility?

The Shares will be sold for \$0.004 being a 20% discount to the offer price under the Company's current rights issue (which also includes the issue of an attaching option). You will not have control over the time at which your shares are sold, the price you receive may be different from the price appearing in the newspaper or quoted by ASX on any day and may not be the best price on the day that your shares are sold.

6. When will the proceeds for the sale of Shares be sent to me?

Payment will be sent to you following settlement of the sale of all Sale Shares through the Facility or otherwise as soon as it is practicable. Payment will be made in Australian dollars by direct credit to your nominated account (where we have your details). You will be notified by way of a transaction confirmation statement of the number of your Shares that have been sold and total sale proceeds payable to you. The transaction confirmation statement will be sent by post to your address as shown in the share register.

7. What if my details require updating?

Should you wish to update either your direct credit instructions or your address in the share register, you can amend your direct credit instructions or your address online through Automic's Investor Centre site <https://automic.com.au/>. You will be required to enter your SRN or HIN and postcode as shown on your enclosed Share Retention Form.

8. What do I have to do if I wish to retain my Zinc of Ireland NL Shares?

If you wish to retain your ZMI Shares, you must sign and return the Share Retention Form so that it is

received before the Closing Date 5.00pm (AEST) on 29 August 2017. If your Share Retention Form is not received by the Closing Date and you have not otherwise validly notified the Company that you wish to retain your Shares by the Closing Date, the Company will be entitled to sell your Share for you.

Alternatively, you may also ensure that your Unmarketable Parcel of ZMI shares is not sold by increasing the total number of shares you hold at the Closing Date. If on the Closing Date the total number of shares you hold has increased such that you no longer have an Unmarketable Parcel (e.g. due to the purchase of additional shares, potentially via the Company's rights issue) your shares will not be sold. For a purchase to be effective notification that you wish to retain your Shares, any additional Shares acquired must be registered by the Closing Date under the same name and address and with the same holder number (SRN or HIN) as set out in the accompanying Share Retention Form.

9. Where do I send my Share Retention Form?

Your Share Retention Form must be sent to:

Automatic Registry Services
PO Box 2226
Strawberry Hills, NSW, 2012

10. If I Buy more ZMI Shares, will I retain my holding?

ZMI will not sell your Shares providing you increase your holding to a marketable parcel as at the Closing Date. A marketable parcel of Shares is one worth at least A\$500 based on 0.5 cents per shares (the ASX closing price of ZMI Shares on the Record Date), i.e. at least 100,000 Shares.

For a purchase to be effective notification that you wish to retain your Shares, any additional Shares acquired must be registered by the Closing Date under the same name and address and with the same holder number (SRN or HIN) as set out in the accompanying Share Retention Form.

11. What if my Shares are held in a CHESS Holding?

If you have an Unmarketable Parcel of Shares and your Shares remain in a CHESS Holding, the Company may move those Shares to an Issuer Sponsored Holding and the Shares will then be sold through the Facility on the terms described.

12. Where can I get further information?

If you have any questions concerning your shareholding or queries about how the Facility will work, your queries should be directed to the Company's share registry in the first instance (Telephone: +61 1300 288 664) or otherwise to the Company (Telephone: +61 8 9481 0544).

13. What if I do not know what to do?

The information contained here and the accompanying letter does not constitute advice, nor a recommendation to buy, sell or hold shares, nor that the Facility is the best way to sell your Shares. If you are in doubt about what to do, you should consult your legal, financial or taxation or other professional adviser.

14. Important notes

Zinc of Ireland NL reserves the right to change any of the dates referred to in the accompanying letter, in the information above or the Share Retention Form, by written notice to the ASX. Zinc of Ireland NL may, before a sale is affected under the Facility, suspend or terminate the Facility, either generally or in specific cases.