



HAMPTON HILL
Mining NL

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12 May 2015

Company Announcements Office
ASX Limited
PO Box H224 Australia Square
SYDNEY NSW 2000

Dear Sir / Madam

Entitlement Offer: Notices to shareholders

Attached are copies of

- a) a notice sent to shareholders providing details of the pro-rata entitlement offer announced on 7 May 2015 and
- b) a letter sent to shareholders who have a registered address outside Australia and New Zealand and are consequently not eligible to participate in the offer.

Yours faithfully

Peter Rutledge
Company Secretary

12 May 2015

Dear Shareholder

NOTICE OF NON-RENOUNCEABLE PRO-RATA ENTITLEMENT OFFER OF SHARES

The board of Hampton Hill Mining NL has announced a non-renounceable pro-rata 1 for 2 entitlement offer of ordinary fully paid shares (Offer). The Prospectus for the Offer was lodged with the Australian Securities and Investments Commission (ASIC) on 7 May 2015 and will be sent to all eligible shareholders together with an Entitlement and Acceptance Form (including Shortfall Application facility) by 19 May 2015. The Offer is non-renounceable which means that there will be no rights trading.

Details of the Offer are as follows:

- **Type of Offer** Pro-rata non-renounceable offer of ordinary fully paid shares on a 1 for 2 basis
- **Amount payable** 2 cents per share entitlement
- **No. of shares to be issued** Up to 70,341,893
- **Amount to be raised** Up to \$1,406,838
- **Purpose of the Offer** To repay short term debt facilities used to meet exploration commitments for earning into the Company's Millenium Zinc Project and ongoing operating expenditure; and to meet ongoing exploration and operating expenditure, including the costs of this entitlement offer.
- **Underwriting** The offer is not underwritten
- **Shortfall applications** Shareholders will be able to apply for additional shares arising from any shortfall in acceptances
- **Listing** Application for listing of the New Shares has been made to the Australian Securities Exchange (ASX)
- **Important dates**
 - 7 May 2015 Offer announced - Prospectus lodged with ASIC and ASX
 - 13 May 2015 Ex date: Existing shares trade ex-entitlements
 - 15 May 2015 Record Date for Entitlements
 - 19 May 2015 Offer opens and Prospectus, Entitlement and Acceptance Form (including Shortfall application facility) sent to eligible shareholders
 - 28 May 2015 OFFER CLOSES: Closing date for receipt of Acceptances
 - 29 May 2015 Shares quoted on a deferred settlement basis
 - 2 June 2015 Announcement of undersubscriptions
 - 4 June 2015 Shares issued – deferred settlement trading ends

Yours sincerely,

Joshua Pitt
Chairman

12 May 2015

Dear Shareholder

Hampton Hill Mining NL ("the Company") announced on 7 May 2015 a non-renounceable pro-rata 1 for 2 entitlement offer of ordinary fully paid shares at a price of \$0.02 per share, the details of which are set out in the enclosed copy of a letter despatched to all shareholders today.

The Company, in compliance with Australian Securities Exchange Listing Rule 7.7.1(b), advises that it is unable to extend this offer to shareholders whose registered address is outside Australia and New Zealand on the Record Date, which, as set out in the Prospectus, is 15 May 2015.

Where shares owned by overseas shareholders are, as of the Record Date, shown as being held by a nominee having an Australian registered address, the offer will be extended to the nominee.

Any shares to which overseas shareholders who have not appointed an Australian resident nominee would otherwise be entitled will form part of the overall issue shortfall and may be placed by the Directors as detailed in the Prospectus.

The Prospectus nevertheless emphasises that it does not constitute an offer in any place in which, or to a person to whom, it would not be lawful to make such an offer.

Yours faithfully

Peter Rutledge
Company Secretary