

4 November 2015

Dear Shareholder

### **Non-Renounceable Entitlements Issue**

Hazelwood Resources Limited (**Company**) has announced a renounceable entitlements issue of up to approximately 7,407,699,600 Hazelwood Shares (**Entitlements Issue**) under which its shareholders in Australia and New Zealand at 5.00pm on 9 November 2015 (**Record Date**) will be offered 4 Hazelwood Shares (**New Shares**) for every 1 Hazelwood Share held by Hazelwood Shareholders and convertible note holders will be offered 4 Hazelwood Shares for every 1 Hazelwood Share that would be held by Hazelwood convertible noteholders if the face value of their convertible note had been converted at an application price of 0.1 cent per Hazelwood Share (**Offer**), with any fractional entitlements being rounded up.

The Offer can be accepted any time up to the closing date of 2 December 2015.

The New Shares will rank equally with any other fully paid ordinary shares of the Company, including in respect of dividends from the date of allotment.

GMP Securities Australia Pty Limited (ABN 46 149 263 543) has been appointed Lead Manager and Underwriter to the Offer.

The Entitlements Issue will raise up to \$7,407,700 before costs, with \$3,000,000 underwritten. The funds will be used to raise capital to strengthen the Company's financial position, repay half of the Company's debt to Siderian Resource Capital Limited and provide working capital for operations at the ATC ferrotungsten plant owned by Hazelwood's 60% owned subsidiary, ATC.

As an Eligible Shareholder, we look forward to extending the Offer to you. We expect to dispatch the Prospectus and Entitlement and Acceptance Form to Eligible Shareholders on or around 12 November 2015.

As an Eligible Shareholder, you have a number of alternatives in relation to the Offer as set out in detail in the Prospectus including subscribing for your rights in whole or in part, selling your rights, or allowing your rights to lapse. You should read the Prospectus carefully and seek professional investment advice before deciding what course of action to take.

A copy of the Prospectus was lodged with ASIC and ASX on 30 October 2015 and is available on the ASX website and the Prospectus is also available on the Company's website, [www.hazelwood.com.au](http://www.hazelwood.com.au).

Existing optionholders may participate in the Offer upon exercise of their options. The Company sent a notice to its optionholders on 2 November 2015 to notify them of their right to participate in the Offer upon exercise of their options.

## Key Dates and Rights Issue Timetable

Event	Date
Lodgement of Prospectus with ASIC and ASX	30 October 2015
Application for Quotation	30 October 2015
Notice sent to Option Holders	2 November 2015
Notice sent to Shareholders	4 November 2015
Ex Date	5 November 2015
Rights trading starts	5 November 2015
Record Date	9 November 2015
Prospectus and Entitlement and Acceptance Form despatched to eligible shareholders	12 November 2015
Rights trading ends	25 November 2015
Last day to extend offer closing date	27 November 2015
Closing date *	2 December 2015
Company to notify ASX of under-subscriptions	7 December 2015
Issue of new Shares	9 December 2015
Normal trading of new Shares starts	10 December 2015

\* Subject to the Listing Rules, the Directors reserve the right to extend the Closing Date for the Entitlements Issue at their discretion. Should this occur, the extension will have a consequential effect on the subsequent dates in the timetable.

Yours sincerely



**Carol New**  
**Company Secretary**