

10 March 2016

Dear Shareholder

### **ABM Resources NL (Company) – 3 for 5 Fully Underwritten Non-Renounceable Pro Rata Rights Issue**

The Company is writing to advise you as a shareholder of the Company with a registered address outside of Australia and New Zealand that the Company announced on 9 March 2016 a 3 for 5 fully-underwritten and fully sub-underwritten non-renounceable pro rata rights issue at an issue price of \$0.04 (**Issue Price**) per new share (**New Share**) to raise approximately \$8.2 million (before transaction costs) (**Rights Issue**).

In accordance with ASX listing rule 7.7.1(b), the Company hereby advises that the Company will not be offering the New Shares under the Rights Issue to you.

**On that basis, you will not be receiving a copy of the offer document and the Rights Issue will not be offered or made available to you.**

**Details of the Rights Issue are set out in the offer document and Appendix 3B that has been lodged with ASX. Both documents are available on the ASX's website ([www.asx.com.au](http://www.asx.com.au)) and on the Company's website ([www.abmresources.com.au](http://www.abmresources.com.au)). The key information of the Rights Issue is also summarised below for your information.**

The Rights Issue is fully underwritten by Key Pacific Advisory Partners Pty Ltd (ACN 003 464 980) and fully sub-underwritten by Pacific Road Capital Management Pty Ltd (ACN 117 934 586) as trustee for Pacific Road Fund II Managed Investment Trust (a major shareholder of the Company). Details of the potential effect of the underwriting and sub-underwriting arrangements on the Company, as well as the underwriting and sub-underwriting agreements themselves, are set out in the offer document.

Any New Shares not taken up by eligible shareholders will be shortfall shares and can be applied for by other eligible shareholders under the shortfall facility in excess of their entitlement to New Shares.

The net proceeds of the Rights Issue will be used for exploration costs including tenement holding costs, for general working capital and overhead and operating costs, and for expenses associated with this Rights Issue.

<b>Summary of Key Information</b>	
Type of offer	Fully underwritten non-renounceable pro rata 3 for 5 rights issue of approximately 205,772,691 ordinary shares to shareholders that are on the share register of the Company as at the record date, being 5.00pm WST on 16 March 2016
Offer price	\$0.04 per New Share
Offer ratio	3 New Shares for every 5 existing shares held at the record date
Non-renounceable	Entitlements may not be sold on ASX or otherwise transferred
Ranking of new shares	The New Shares will be fully paid and will rank equally in all respects with the Company's existing issued ordinary shares
Number of shares quoted on ASX	The number of fully paid ordinary shares to be quoted on ASX on completion of the rights issue including the New Shares to be issued will be approximately 548,727,177

## Indicative Timetable

Event	Date
Announcement of Rights Issue and lodgement of Appendix 3B with ASX	Wednesday 9 March 2016
Release of Offer Document and s708AA cleansing notice to ASX	Wednesday 9 March 2016
Notice sent to ineligible Shareholders	Thursday 10 March 2016
Notice of Rights Issue sent to all Shareholders	Thursday 10 March 2016
'Ex' date (date from which securities commence trading without the entitlement to participate in the Rights Issue)	Tuesday 15 March 2016
Record date (5.00pm WST)	Wednesday 16 March 2016
Dispatch of Offer Document and Entitlement and Acceptance Form to Shareholders	Friday 18 March 2016
Closing Date (5.00pm WST)	Thursday 31 March 2016
New Shares quoted on a deferred settlement basis	Friday 1 April 2016
Shortfall Shares notification to ASX, Underwriter and Sub-Underwriter	Friday 1 April 2016
Allotment of New Shares	Thursday 7 April 2016
Expected commencement of trading of New Shares	Friday 8 April 2016
Dispatch of holding statements for New Shares	Friday 8 April 2016

Note: dates and times are indicative only and subject to change. Subject to compliance with the ASX Listing Rules, the Company reserves the right to: (i) not proceed with the rights issue and return any applications moneys received without interest; or (ii) vary the dates and times above including closing the offer earlier or later.

Whilst the Rights Issue is not being offered or made available to you, the Company has appointed a nominee approved by ASIC under section 615 of the Corporations Act. The process applicable to you is as follows:

- the Company will issue to the nominee the New Shares that would otherwise be issued to you if you had applied for your full entitlements under the Rights Issue if the Rights Issue had been offered to you;
- the nominee will sell those New Shares and distribute to you, your proportion of the proceeds of the sale net of expenses and after deducting payment of the Issue Price of the New Shares.

There is no guarantee that any net proceeds will be realised from the sale of those New Shares, particularly where the costs of the sale are greater than the sale proceeds, or where the sale price is less than the Issue Price of the New Shares.

If you require further information of the process, please or contact the Company Secretary:

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Telephone: +61 8 9423 9777  
Fax: +61 8 9423 9733  
Website: [www.abmresources.com.au](http://www.abmresources.com.au)

Receiving any net sale proceeds may have taxation, financial and other implications. If you are in any doubt as to how to deal with your proceeds, you should contact your stockbroker or other professional adviser.

Yours sincerely



Mr Brett Lambert  
Managing Director