



10 September 2014

Dear Shareholder

Aus Tin Mining Limited – Non-Renounceable Entitlement Offer - Notice to Eligible Shareholders

Aus Tin Mining Limited (**Aus Tin Mining** or the **Company**) is pleased to announce a Non-renounceable Entitlement Offer (**Offer**) to eligible shareholders on the basis of 1 new fully paid ordinary share for every 2 shares held (**New Shares**), at an issue price of \$0.004 per share (**Issue Price**). This represents a discount of over 40% on the 10 day VWAP of the Company's shares as traded in the lead-up to the Offer.

The Offer is seeking to raise approximately \$1,614,113 (before costs). The Company intends that the funds raised will be used to progress development of the Taronga Tin Project, carry-out work across the Company's exploration portfolio, provide working capital and pay the costs of the Offer.

The Offer is being made without a disclosure document pursuant to 708AA of the *Corporations Act 2001* (Cth) (**Corporations Act**). A copy of the Offer Booklet (including an Investor Presentation) was lodged with the ASX today (and is available on the Company's website www.austinmining.com.au) and will be sent to shareholders on or about 19 September 2014.

The Offer will be available to all registered shareholders at 7 pm AEST on 16 September 2014 (**Record Date**) with registered addresses in Australia, New Zealand and Hong Kong (**Prescribed Jurisdictions**) or any other jurisdiction in which the Company subsequently determines it may extend the Offer (**Eligible Shareholders**). As at the date of this letter the Company only has a minimal number of registered shareholders outside the Prescribed Jurisdictions.

Assuming no existing options on issue in the Company are exercised, approximately 403,528,292 New Shares will be made available under the Offer. Shares issued pursuant to the Offer will rank equally with all shares on issue.

If an Eligible Shareholder takes up their full entitlement, they can also apply for additional New Shares (**Additional New Shares**) under the Offer at the price of \$0.004 each. Any Additional New Shares must be allocated from that pool of New Shares which remain available for allocation, after the allocation of all entitlements to each Eligible Shareholder who has applied for their entitlements (**Shortfall Shares**). Related Parties of the Company and their associates who are Eligible Shareholders must not apply for, and will not be issued, Additional New Shares.

The Board of Directors reserves the right to place any shortfall from the Entitlement Offer to third parties within three (3) months of the close of the Offer at a price no lower than the Offer Price.

Subsequent Offer of Options

After completion of the Entitlement Offer the Company intends to reward all Shareholders on the Register of Members on a nominated record date being not later than 3 months from the close of Entitlement Offer with an offer of one (1) bonus option for each five (5) shares held at that time (**Bonus Options**). The Bonus Options will have a strike price of 2 cents per share and have an 18 month exercise period from the date of issue. A separate prospectus document for these Bonus Options will be issued sometime following the closure of the Offer.

The proposed timetable for the Offer is set out in the table below:

Announcement of Entitlement Offer and Appendix 3B lodged with ASX	10 September 2014
Notice of Entitlement Offer sent to Option Holders	10 September 2014
Notice of Entitlement Offer sent to Shareholders	10 September 2014
Offer Booklet lodged with ASX	12 September 2014
Trading on Ex basis	16 September 2014
Record Date for the Entitlement Offer (7:00pm AEST)	19 September 2014
Despatch of Offer Booklet and notice to Ineligible Holders	22 September 2014
Opening Date of Entitlement Offer (9:00am AEST)	3 October 2014
Closing Date of Entitlement Offer (5:00pm AEST)	7 October 2014
Trading on deferred settlement basis commences	9 October 2014
ASX notified of under subscriptions (no more than 3 business days after Closing Date)	13 October 2014
Allotment Date - expected date of allotment of the New Shares issued under the Entitlement Offer	14 October 2014
Normal trading begins	14 October 2014
Despatch Date - expected date of despatch of New Shares holding statements, and deferred settlement trading ends	14 October 2014

This timetable is indicative only and may be subject to change subject to the requirements of the Corporations Act and the ASX Listing Rules.

Further information – Appendix 3B

An Appendix 3B applying for quotation of the New Shares was lodged today with ASX.

The Company anticipates that approximately 403,528,292 New Shares will be issued (this number may have to be increased by 38,865,558 New Shares if existing option holders exercise their options prior to the Record Date). The New Shares will be issued for \$0.004 each. Upon completion of the Offer, and assuming it is fully subscribed and that existing options are not exercised, the issued capital of the Company will comprise approximately 1,210,584,876 shares and 77,731,115 unlisted options exercisable at prices ranging from \$0.025 to \$0.04 each with expiry dates ranging from 30 June 2015 to 25 November 2015.

The New Shares will rank equally in all respects with Aus Tin Mining's existing shares. If an Eligible Shareholder's entitlement results in a fraction of a New Share, the entitlement will be rounded down to the nearest whole number. Allotment of New Shares is expected to occur on 13 October 2014 and trading in the New Shares is expected to commence on 14 October 2014.

The Directors of Aus Tin Mining encourage all Eligible Shareholders to participate in the capital raising.

Yours faithfully



Company Secretary
Aus Tin Mining Ltd