

Elsmore Resources Ltd

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FOR IMMEDIATE RELEASE

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The Manager, Company Announcements
Australian Securities Exchange Limited
Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

ELSMORE RESOURCES LTD

On 22 December 2014, Elsmore Resources Ltd (ASX:ELR) ("the Company") announced that a Class Meeting of the six current holders of the 19,385,230 unauthorised shares issued by Mr Ashley Howard between 21 January 2014 and 20 February 2014 (the "Unauthorised Shares") will be held at 9:00am on 23 January 2015 at the Novotel Hotel, 100 Murray Street, Pyrmont NSW 2009. The purpose of the Class Meeting is to seek approval, pursuant to Section 256C of the *Corporations Act 2001* (Cth), from the holders of the Unauthorised Shares for the Company's proposed selective capital reduction and cancellation of the Unauthorised Shares that they hold.

Also on 22 December 2014, the Company announced that an Extraordinary General Meeting of the Company's shareholders has been called and will be held at 10:00am on 23 January 2015, also at the Novotel Hotel, 100 Murray Street, Pyrmont NSW 2009. The purpose of the Extraordinary General Meeting is to seek general shareholder approval for the Company's proposed selective capital reduction and also to remove the Company's current auditor, Mr Faizal Ajmat, and to appoint Messers K.S. Black & Co Chartered Accountants in his place.

Whilst the Extraordinary General Meeting documents were correctly distributed to all shareholders, the Company intended to distribute the Class Meeting documents only to those who are directly affected by the proposed selective capital reduction, namely, the six current holders of the Unauthorised Shares.

Due to a processing error, however, the documents relating to the Class Meeting were inadvertently distributed to all shareholders. The Company apologises for any confusion that this may have caused.

For the avoidance of doubt, any shareholder who validly purchased shares as part of the Company's Initial Public Offering or from the market after the Company's listing are valid shareholders and are **not** holders of a parcel of Unauthorised Shares.

Whilst valid shareholders are welcome to attend and ask questions at the Class Meeting on 23 January 2015, the Company confirms that only the six current holders of the Unauthorised Shares will be entitled to vote on the items of business to be considered at that meeting.

By contrast, all of the Company's shareholders are invited to attend and participate in the Company's Extraordinary General Meeting, subject to the voting restrictions in respect of the Holders of the Unauthorised Shares noted in the Explanatory Memorandum for that meeting.

Finally, as announced on 16 January 2015, the Directors confirm that the Company's Annual General Meeting will be held at 10:00am on Friday 20 February 2015 at the Novotel Hotel, 100 Murray Street, Pyrmont NSW 2009. The formal business of the Annual General Meeting will ask the Company's shareholders to:

1. receive and consider the Remuneration Report and Financial Statements for the year ended 30 June 2014;
2. re-elect Mr Richard Hill as a Director; and
3. re-elect Mr John Gaffney as a Director.

If shareholders require any further information or wish to discuss the Company's upcoming Class Meeting, Extraordinary General Meeting or Annual General Meeting, please contact Mr Joseph Chung, the Company's Chief Executive Officer, using the contact details below.

The Directors look forward to the participation of shareholders at the Class Meeting, Extraordinary General Meeting and Annual General Meeting.

ELSMORE RESOURCES LTD

Joseph Chung

Chief Executive Officer

***For further information please contact:
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