

20th April 2015

Dear Shareholder,

Please find enclosed your application form for a Share Purchase Plan (SPP), to purchase additional shares in Platina Resources Limited.

The Platina SPP allows existing eligible shareholders to increase their shareholding in the Company up to a maximum of 250,000 new Platina shares (\$15,000.00). The price of shares issued under the SPP is at an attractive discount to the market price at the time of announcing the offer and represents an excellent opportunity for all eligible shareholders to top up their shareholdings as well as providing working capital for Platina to continue its feasibility studies on its flagship Owendale Scandium and Platinum project.

In March, we announced the positive results from our scoping study on the Owendale Scandium and Platinum deposit in central New South Wales, Australia. In essence, the study demonstrated spectacular project economics for the potential mining of scandium and platinum from Owendale.

Owendale is a unique project and we will be doing everything possible to reward our shareholders who have shown a great amount of patience. It's a deposit that has special geological characteristics — there's nothing else like it that I've seen.

Owendale is also starting to now show some serious economic signals which justify final feasibility studies to commence immediately.

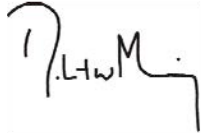
Accordingly, I firmly believe there are some real rewards at Owendale in the future.

The money raised from this SPP will be used for working capital expenses and for the commencement of these final studies. This is a very important time for the Company as it changes from developer to potential producer of scandium and I recommend the SPP to all shareholders and urge them to support the next phase of growth in Platina Resources by subscribing to this new issue of shares.

Full details of the Platina SPP are provided in the information booklet attached to this letter, and I encourage all shareholders to read the instructions and details carefully before despatching their completed applications. No brokerage or transaction costs are payable by a shareholder when taking up an SPP offer.

I look forward to providing more details once we have commenced our Feasibility Studies.

Kind Regards,



Robert W Mosig
Managing Director – CEO
Platina Resources Limited

17 March, 2015

ASX Release: PGM

Platina Resources Delivers Outstanding Scoping Study at Owendale Scandium Project

Platina Resources Limited (ASX: PGM) is pleased to announce economic and operational results from a scoping study at its 100%-owned Owendale Scandium Project in Central New South Wales.

Highlights

- **Annual production of 30 tonnes** 99.9% purity scandium oxide with optional platinum, nickel and cobalt credits **for a mine life approaching 70 years**
- **Study confirms potential for a high-margin operation based on a scandium oxide price of USD\$2,000 per kilo¹**
- Life of mine **all-in-cash-costs estimated at USD \$466 (AUD\$598) per kilo** scandium oxide
- Capital cost estimate of USD \$57 million (**AUD\$73.5 million**)
- Simple **open pit mining operation** of just 50,000 tonnes processed each year.
- **Prefeasibility (PFS) and Bankable feasibility (BFS) studies to commence immediately on securing additional finance.**
- **Scandium** off-take negotiations continue

Platina Managing Director and CEO Robert Mosig said:

“The scoping study results show what we have always understood; that Owendale can be Australia’s first scandium mine with further optional platinum credits and nickel and cobalt.

“We will commence our environmental, PFS and final BFS studies as soon as possible, subject to securing the requisite financing.”

“Off-take discussions will also continue with existing and new parties whilst we progress the final remaining feasibility studies to secure binding agreements.”

Owendale Scandium Project Scoping Study

Platina Resources has received a scoping study for its Owendale Scandium Project from SNC-Lavalin Australia Pty Ltd, which supports the economic and technical viability of the project and includes the development of capital and operating cost estimates to $\pm 50\%$ accuracy for a suitable processing facility.

The base case for the project is a simple, open pit mining operation which will mine approximately 50,000 tonnes of ore per annum for treatment and concentration on site to produce 30 tonnes of scandium oxide at 99.9% purity.

The Owendale Project hosts an Indicated and Inferred Mineral Resource (JORC 2012) of 24 million tonnes of scandium grading 384ppm Sc (at a cut-off of 300ppm Sc) and contains a total in-situ content of 9,100 tonnes of scandium metal or 14,000 tonnes of scandium oxide (Table 1). Details of the resource are in the technical description of the Company's ASX release dated 3 October 2013².

Mining is expected to take place two to three times per year in small campaigns from shallow open pits.

The mining concept will involve conventional shovel and truck open cut mining, most likely located on a shallow, high grade starter pit. Batch high pressure acid leach (HPAL) autoclaves are required in order to produce the initial 30 tonnes of scandium oxide.

Significant impetus to the Owendale project was created in January of this year when it was identified that more than 90% of the accompanying platinum mineralisation in the Owendale ore was extracted by the HPAL processing technique. Accordingly, the Owendale Project has the potential to become Australia's first scandium producer with platinum credits.

The Scoping Study has delivered outstanding economics as well as providing the confidence to immediately initiate a Prefeasibility Study (PFS) followed by a Bankable Feasibility Study (BFS). The Company plans to commence the Owendale PFS and BFS, and remaining environmental studies, subject to finance.

Capital costs for the project are estimated to be AUD\$73.5 million with all-in operating costs estimate of AUD\$598 per kilogram of scandium oxide produced.

Key Scoping Study economic findings were;

- Anticipated mine life 70 years
- Total scandium production 30 tonnes scandium oxide at 99.9% purity
- Capital cost AUD\$73.5million (USD\$ 57million)^a
- Operating cost (all-in) AUD\$598 (USD\$466) per kilogram Sc₂O₃

The confirmation of a positive scoping study for the extraction of scandium and optional platinum, nickel and cobalt under commercial processing treatments such as HPAL is considered a significant milestone in the potential development of the Owendale deposit, which is located in central New South Wales, Australia.

Off-Take Agreements

The Company continues to seek binding off-take agreements for the supply of scandium oxide and scandium metal from Owendale.

Currently, Platina has signed heads of agreements (HoA) with two Chinese Scandium producing companies, Inner Mongolia Honfine Zirconium Industry Co Ltd (Honfine) and Hunan Oriental Scandium Co. Ltd (HNOSC) for the supply of 20 tonnes of scandium oxide.

The deadline for completion of off-take negotiations are 31 March 2015 (HNOSC) and 31 May 2015 (Honfine).

¹Within the past four years scandium oxide (99.9% purity) has sold within a range of USD\$1,400 - \$3,700 per kilogram.

Resource Table – Owendale Project

Table 1. Owendale Mineral Resource Statement

Cut-off Grade	Classification	Mt	Pt g/t*	Sc ppm	Sc ₂ O ₃ ppm	Ni %	Co %	Fe ₂ O ₃ %	MgO %	Pt koz	Sc t	Sc ₂ O ₃ t	PtEq g/t
Pt >0.3 g/t	Indicated	10.2	0.58	231	354	0.20	0.05	46.6	3.6	190	2 364	3 626	1.10
	Inferred	20.9	0.49	257	394	0.12	0.05	47.8	2.1	329	5 360	8 221	0.85
	Sub-total	31.1	0.52	248	381	0.15	0.05	47.4	2.6	519	7 724	11 847	0.93
Sc >300 ppm	Indicated	4.2	0.53	401	615	0.13	0.06	53.6	1.0	72	1 698	2 605	0.93
	Inferred	19.4	0.33	380	583	0.11	0.06	52.6	0.9	205	7 385	11 327	0.69
	Sub-total	23.7	0.36	384	588	0.11	0.06	52.8	0.9	277	9 083	13 932	0.73
Combined	Indicated	11.2	0.55	243	372	0.19	0.05	47.0	3.4	197	2 722	4 175	1.06
	Inferred	32.4	0.39	300	461	0.12	0.05	49.3	1.7	401	9 741	14 940	0.75
	Total	43.6	0.43	286	438	0.14	0.05	48.7	2.1	599	12 463	19 115	0.83

*Note ppm and g/t are equivalent units of measure with g/t traditionally used for Pt

Scandium is commonly sold as scandium oxide (Scandia) Sc₂O₃. Conversion factor from Sc to Sc₂O₃ is 1.5338

Resource Estimation carried out by Golder Associates Pty Ltd, Brisbane. Further details available in the Company's ASX announcement dated 3rd October, 2013.

The platinum equivalent formulae, $PtEq = Pt + 2xNi + 2.5xCo$ is based on the least optimistic recovery process for nickel and cobalt for atmospheric leaching; where the platinum price is US\$1,500/oz, the nickel price is US\$8/lb and the cobalt price is US\$12/lb. The metal equivalent calculation assumes metallurgical recovery of 95% for platinum, 70% for nickel and 60% for cobalt and metal payability of 75% for nickel and cobalt.



Figure 1. Owendale Project location

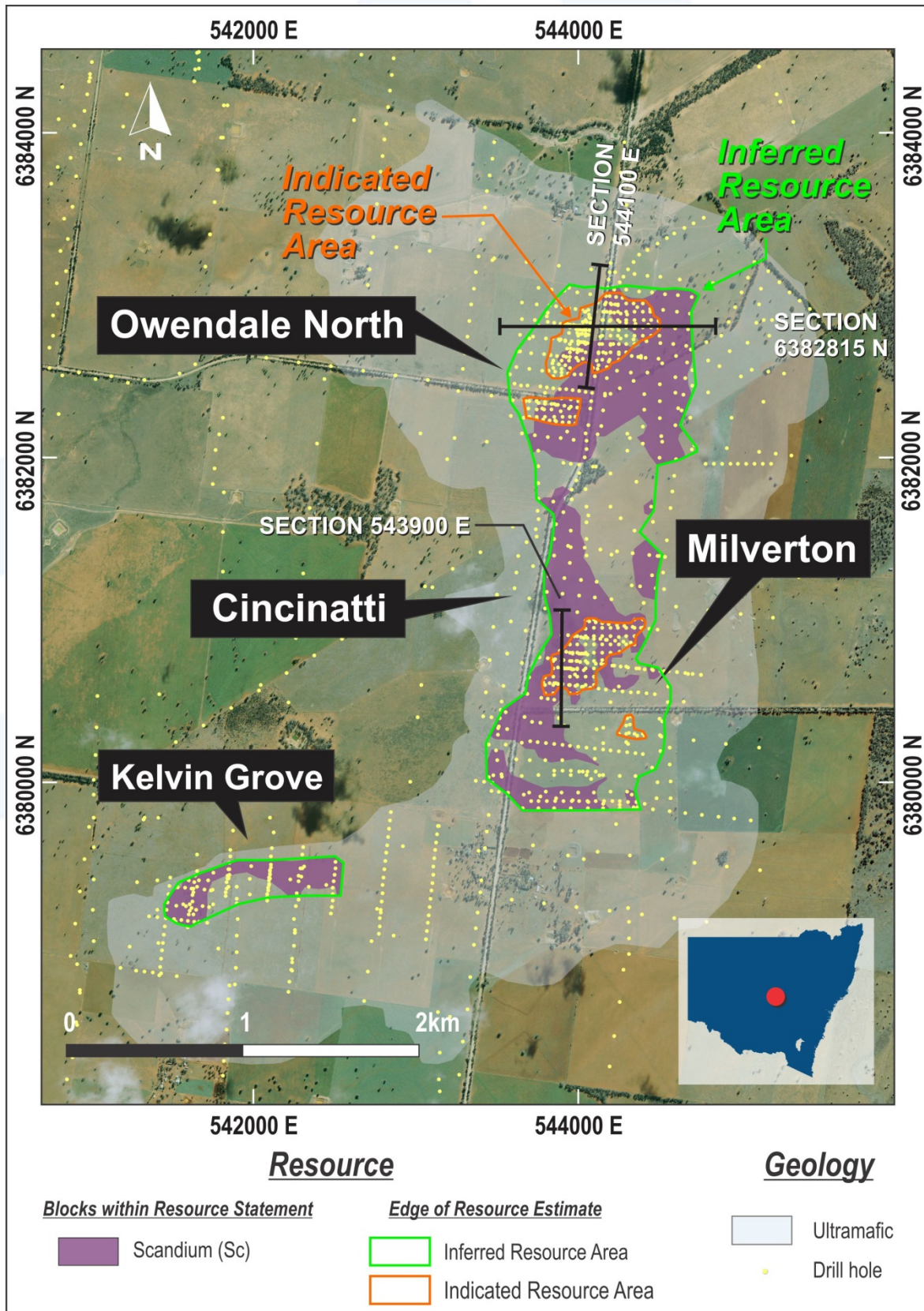


Figure 2. Owendale Scandium Resource area

About Platina Resources

Platina Resources Ltd is an international resource company focused on the exploration and development of a global portfolio of precious and specialty metal projects. Platina has been listed on the ASX since May 2006 (ASX ticker: PGM) and is based on the Gold Coast, Australia.

Platina's core focus is on three advanced, 100%-owned resources - the Owendale Platinum and Scandium Project in Australia, the Skaergaard Gold and Platinum Group Metal (PGM) Project in Greenland, and the Munni Munni PGM Project in Australia.

Platina's aim is to create shareholder value by advancing these projects into production as rapidly as possible.

In the longer term, the Company's objective is to discover new world-class precious metal deposits in mining-friendly jurisdictions.

Owendale Platinum and Scandium Project

The resource estimations² for the Owendale Platinum and Scandium Project give a total contained metal of 519,000oz platinum and 9,100 tonnes of scandium metal or 14,000 tonnes of scandium oxide. It represents Australia's newest platinum resource and the world's largest and most high-grade scandium deposit.

Platina Resources' Owendale Project is located in central New South Wales, approximately 75km NW of Parkes, and 45km NE of Condobolin. Owendale is also located 12km north of the Fifield Deep Lead, Australia's only historical platinum mine.

The platinum and scandium resources overlap and are contained within the laterite profile that begins at surface and extends to a maximum depth of approximately 50m.

It is the Company's intention to fast track the development of the Owendale platinum and scandium resources as soon as practicable. It is the Company's belief that Owendale has the potential to become Australia's sole platinum mine, with the added upside of coincidentally being the world's largest, highest grade scandium resource. Advances in the processing of scandium could unlock the potential for the metal to contribute significantly toward project economics.

References :

1. Scandium - Mineral Commodity Summary, 2013, USGS.
2. Platina Resources ASX announcement dated 3rd October 2013.
 - a. AUD:USD 0.78

Platina Resources currently has 140,890,939 shares and 82,622,120 listed options on issue.

Electronic copies and more information are available on the Company website: www.platinaresources.com.au

For further information please contact:

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The information in this announcement that relates to the Owendale Indicated and Inferred Mineral Resource is extracted from the report entitled ASX Release "Owendale Updated Resource Estimate" created on 3 October 2013 and is available to view on www.platinaresources.com.au. The report was issued in accordance with the 2012 Edition of the JORC Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. The Company confirms that it is not aware of any new information or data that materially affects the information included in the original market announcement and, in the case of estimates of Mineral Resources that all material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed. The Company confirms that the form and context in which the Competent Person's findings are presented have not been materially modified from the original market announcement.

Cautionary Statement

There is a low level of geological confidence associated with Inferred Mineral Resources and there is no certainty that further exploration work will result in the determination of Indicated Mineral Resources or that the production target itself will be realised.

THIS IS AN IMPORTANT DOCUMENT AND SHOULD BE READ IN ITS ENTIRETY

Highlights:

Offer to existing Platina Resources Limited ACN 119 007 939 (**Company**) Shareholders to participate in a Share Purchase Plan (**SPP**)

The SPP will raise up to a maximum of \$2,540,176.

Shareholders can, at their election, take up New Shares pursuant to the SPP at a subscription price of \$0.06 in one of the following amounts:

- 16,666 New Shares for \$1,000
- 41,666 New Shares for \$2,500
- 83,333 New Shares for \$5,000
- 166,666 New Shares for \$10,000
- 250,000 New Shares for \$15,000

The SPP is currently not underwritten.

The Company plans to use the funds raised from the SPP as follows:

- to continue its feasibility studies on its flagship Owendale Scandium and Platinum Project in central New South-Wales;
- to provide working capital; and
- for corporate costs and the costs of the issue.

The information in this document is not a recommendation to accept the offer of New Shares under the SPP and does not constitute financial advice. Any person who intends to subscribe for New Shares must conduct their own investigations, assessment and analysis of the Company and its operations and prospects and must base their investment decision solely on those investigations and that assessment analysis.

If you are in doubt about the contents of this document, or the action you should take, you should consult your financial or other professional advisor without delay who specialises in advising on the acquisition of share and other securities before taking any action.

Dear Shareholder,

The Directors of Platina Resources Limited ACN 119 007 939 (**Company**) would like to invite you to participate in the Company's Share Purchase Plan (**SPP**).

1. Summary of the SPP

The SPP provides Shareholders on the Company's register at the Record Date with an opportunity to subscribe for either: \$1,000, \$2,500, \$5,000, \$10,000, or \$15,000 in New Shares at \$0.06 per New Share in the Company, at an attractive discount to the Market Price in the period prior to the date of announcement of this SPP. The Board has structured the SPP to encourage our loyal, smaller Shareholders to apply and increase their shareholding in the Company.

Only Shareholders of the Company with a registered address in Australia and New Zealand who are on the share register as at 7pm (Sydney time) on Friday 17 April 2015 are afforded the opportunity to participate in the SPP. Shareholders not registered as at this date will not receive an offer under the SPP. The rights of Shareholders eligible to participate under this SPP are not transferable.

The Company proposes a maximum raising of up to \$2,540,176 under the SPP, comprising the issue of a maximum of 42,336,281 New Shares. The SPP is not currently underwritten. Should the SPP become underwritten, it is likely that an underwriting fee will be payable to the underwriter which will likely be based on a percentage of the underwritten amount.

The proposed use of the funds raised under the SPP is as follows:

- to continue the feasibility studies on the Company's flagship Owendale Scandium and Platinum Project in central New South-Wales;
- to provide working capital; and
- for corporate costs and the costs of the issue.

2. Terms of the SPP

The Terms and Conditions of the SPP are outlined in the enclosed document. By making an application to purchase New Shares under the SPP, you will have agreed to be bound by those terms and conditions. The right to participate in this offer under the SPP is available exclusively to persons who were registered as holders of Shares in the Company at 7pm (Sydney time) on the record date of Friday, 17 April 2015 and whose registered address is in Australia, New Zealand, or in any other jurisdiction where, in the opinion of the Directors of the Company, it is lawful and reasonably practical for the Company to offer and issue New Shares under this SPP.

Eligible Shareholders are entitled to apply for a **maximum** of \$15,000 of New Shares, at the Subscription Price under the SPP.

You may only apply for shares in one of the following amounts:

- 16,666 New Shares for \$1,000;
- 41,666 New Shares for \$2,500;
- 83,333 New Shares for \$5,000;
- 166,666 New Shares for \$10,000; or
- 250,000 New Shares for \$15,000.

Compared with the Market Price over the last five days on which trading of the Company's Shares on the ASX were recorded prior to the announcement of the SPP, the Subscription Price (of \$0.06) represents a 16.66% discount to the Average Market Price over that period.

The Market Price of the Company's Shares over the last five days of trading prior to the announcement of the SPP is as follows:

Date	Market Price	Volume
17 April 2015	\$0.070	17,572
16 April 2015	\$0.072	88,659
15 April 2015	\$0.072	34,608
14 April 2015	\$0.075	119,000
13 April 2015	\$0.071	36,145

To enable you to properly consider the offer under the SPP, set out below is a brief price history of the trading price of the Company's Shares on the ASX over the period commencing 27 February 2015 and ending on 30 March 2015 (inclusive):

Period	High	Low	Weighted Average
27 February 2015 to 30 March 2015 (inclusive)	\$0.086	\$0.074	\$0.079

Participation in the SPP is entirely at your discretion but the SPP is non-renounceable which means you cannot transfer your right to purchase shares under the SPP to anyone else.

On the basis of the Subscription Price of New Shares under the SPP, the Directors recommend the SPP to Shareholders. All of the Directors (who are Eligible Shareholders) currently intend in respect of their own shareholdings to apply for New Shares under the SPP.

The application period will close at 5.00pm (Brisbane time) on 20 May 2015. Therefore, if you wish to apply for any New Shares under the SPP, you should follow the instructions outlined in the attached Application Form so payment is received at our Share Registrar by that date in cleared funds. Payment may be made by cheque, bank draft or BPAY®.

It is proposed that the following timetable apply in respect of the SPP:

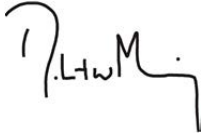
Event	Date
Record Date of the SPP (7.00pm Sydney time)	17 April 2015
Announcement Date	20 April 2015
Opening Date of the SPP	9:00am Brisbane time on 20 April 2015
Closing Date of the SPP	5:00pm Brisbane time on 20 May 2015
Issue and Allotment of New Shares under the SPP	26 May 2015
Quotation of New Shares under the SPP	26 May 2015
Dispatch of holding statements	27 May 2015

The above timetable is indicative only. The Company reserves the right to vary any of the key dates above, including the Closing Date and the Issue Date, without further notice.

If you are a “custodian” you may be required to submit a custodian certificate in order to participate on behalf of any beneficiaries. Further details in this regard are set out in the attached Terms and Conditions.

For further information please contact the SPP Information Line on 1300 934 599.

Yours sincerely

A handwritten signature in black ink, appearing to read 'R. Mosig'.

Robert Mosig
Managing Director
Platina Resources Limited

Terms and Conditions of the Share Purchase Plan dated 20 April 2015

WARNING

No action has been taken to permit the offer of New Shares under this document in any jurisdiction other than Australia and New Zealand to the extent described below.

The New Shares the subject of this Offer are not being offered to the public within New Zealand other than to existing Shareholders of the Company with registered addresses in New Zealand to whom the offer of these securities is being made in reliance on the Securities Act (Overseas Companies) Exemption Notice 2013 (New Zealand).

This document has not been registered, filed with or approved by any New Zealand regulatory authority under the Securities Act 1978 (New Zealand). This document is not an investment statement or prospectus under New Zealand law and is not required to, and may not, contain all the information that an investment statement or prospectus under New Zealand law is required to contain.

The contents of this document have not been reviewed by any regulatory authority in any jurisdiction. Please read this document carefully before you make a decision to invest. If you are in any doubt about the contents of this document, you should obtain independent professional advice.

1. Definitions

1.1 In this SPP, unless the context otherwise indicates:

Application Form means the application form distributed with these Terms and Conditions.

Application Amount means the total amount payable by an Eligible Shareholder who applies for New Shares under the SPP, calculated by reference to the Subscription Price multiplied by the total number of New Shares applied for by that Eligible Shareholder.

Average Market Price means the average of the Market Price for Shares in the Company calculated over the last 5 days on which sales in the Shares were recorded before the day on which the SPP was announced.

ASX means the ASX Limited ACN 008 624 691.

ASX Market means the market for trading in securities operated by ASX.

Board means the board of directors of the Company from time to time.

Company means Platina Resources Limited ACN 119 007 939.

Class Order means ASIC Class Order 09/425 dated 15 June 2009 as amended or supplemented from time to time.

Closing Market Price means the published closing price for Shares in the Company on the ASX Market on a particular day.

Corporations Act means the *Corporations Act 2001* (Cth) as amended from time to time.

Custodial or Depository Service has the meaning given by section 766E of the Corporations Act.

Custodian means a registered holder:

- (a) that holds an Australian financial services licence that:
 - (1) covers the provision of a Custodial or Depository Service; or
 - (2) covers the operation of an IDPS (as defined in Class Order CO 13/763); or
- (b) that is exempt under:
 - (1) paragraph 7.6.01(1)(k) or paragraph 7.6.01(1)(na) of the *Corporations Regulations 2001*; or
 - (2) ASIC Class Order [CO 14/1000] or ASIC Class Order [CO 14/1001]; or
 - (3) ASIC Class Orders [CO 03/1099], [CO 03/1100], [CO 03/1101], [CO 03/1102], [CO 04/829] or [CO 04/1313]; or
 - (4) an individual instrument of relief granted by ASIC to the person in terms similar to one of the class orders referred to in subparagraph (3); or
 - (5) paragraph 911A(2)(h) of the Corporations Act,

from the requirement to hold an Australian financial services licence for the provision of a custodial or depository service;
- (c) that is a trustee of a:
 - (1) Self-Managed Superannuation Fund; or
 - (2) Superannuation Master Trust; or
- (d) that is the responsible entity of an IDPS-like Scheme; or
- (e) that is the registered holder of shares or interests in the class and is noted on the register of members of the body or scheme (as the case may be) as holding the shares or interests on account of another person.

Custodian Certificate means the certification required to be given by a Custodian to the Company pursuant to the Terms and Conditions.

Director means a director of the Company from time to time.

Eligible Shareholders means those Shareholders who satisfy the conditions set out in clause 2.1 of these Terms and Conditions.

IDPS-like Scheme has the meaning given by ASIC Class Order [CO 13/762] or any class order that replaces that class order.

Instruction includes a direction or request.

Issue Date means the date that New Shares under the SPP are issued and allotted and otherwise in accordance with the timetable.

Listing Rules means the official listing rules of the ASX (as amended from time to time).

Market Price means the closing price on SEATS, excluding special crossings, overnight sales and exchange traded options exercises as defined in the Listing Rules from time to time.

New Shares means up to a maximum of 42,336,281 new Shares in the Company to be issued pursuant to the SPP.

Offer means a non-renounceable offer of \$1,000, \$2,500, \$5,000 or \$10,000 or \$15,000 worth of Shares in the Company (at the Subscription Price) to Eligible Shareholders under the SPP.

Record Date means 7.00pm (Sydney time) on 17 April 2015.

Regulated Superannuation Fund has the same meaning as in the Superannuation Industry (Supervision) Act 1993.

Self-managed Superannuation Fund has the meaning given by section 17A of the Superannuation Industry (Supervision) Act 1993.

Superannuation Master Trust means a Regulated Superannuation Fund under which:

- (a) a member of the fund is, or is entitled, to give an instruction (including a direction or request) that a particular financial product is to be acquired; and
- (b) if the member gives such an instruction, the trustee, or a custodian who holds financial products on behalf of the trustee, must (subject to any discretion they have to refuse) acquire the financial product; and
- (c) if the trustee or custodian acquires the financial product pursuant to an instruction given by the member, the member is to have rights or benefits calculated by reference to dividends or other benefits derived from the product.

SPP means the Platina Resources Limited ACN 119 007 939 Share Purchase Plan approved by the Board.

SEATS means the trading system known as "Stock Exchange Automated Trading System" being a computer system and associated network operated by the ASX for the trading of financial products.

Share Registrar means Link Market Services Limited.

Shareholders means those persons or entities that hold Shares in the issued capital of the Company.

Shares means fully paid ordinary shares in the capital of the Company.

Subscription Price means the subscription price of the New Shares being \$0.06 per New Share.

Terms and Conditions means the terms and conditions set out in this document.

Weighted Average means the average of the daily volume weighted average price of all sales of fully paid ordinary the Company's Shares recorded on ASX during the relevant period, not including:

- (a) any transaction classified under the ASX Market Rules as a "Special Crossing";
- (b) crossings prior to the commencement of normal trading or during the closing phase and after hours adjust phase;
- (c) any overseas trades or trades pursuant to the exercise of options over shares; or
- (d) any overnight crossings.

References to “\$” means a reference to the respective amount in Australian dollars.

2. Eligibility to participate

- 2.1 Those Shareholders of the Company that will be eligible to apply for New Shares under the SPP must:
- (a) be recorded in the Company’s register of Shareholders at 7.00pm (Sydney time) on the Record Date; and
 - (b) have a registered address in Australia, New Zealand or another jurisdiction where in the opinion of the Directors, it is lawful and reasonably practical for the Company to issue the New Shares as set out in the Company’s shareholder register on the Record Date.
- 2.2 The Offer does not constitute an offer in any jurisdiction in which, or to any person to whom, it would not be lawful to make such an Offer.
- 2.3 If you are the only registered holder of a holding of the Company shares, but you receive more than one offer under the SPP (for example, due to multiple registered holdings), you may only apply in aggregate for a maximum of \$15,000 worth of New Shares.
- 2.4 If you are registered with one or more persons as the joint Shareholders of a holding of the Company Shares, that joint holding is considered to be a single registered holding for the purpose of this SPP and the joint holders are entitled to participate in the SPP in respect of that single holding only. If the same joint holders receive more than one offer under the SPP due to multiple identical holdings, the joint holders may only apply in aggregate for a maximum of \$15,000 worth of New Shares.
- 2.5 Custodians should refer to clause 6 of the Terms and Conditions regarding Custodian participation. If you do not hold Shares in the Company as a Custodian, these provisions do not apply.
- 2.6 If you hold the Company Shares as a trustee or nominee for another person, but you are not a Custodian, you cannot participate for beneficiaries in the manner described in clause 6 of the Terms and Conditions. In this case, the rules for multiple single holdings (see clause 2.3 above) apply.

3. Terms of the offer

- 3.1 The Offer will be open for a period commencing on and from 9.00am (Brisbane time) on 20 April 2015 (**Opening Date**) until, subject to the discretion of the Board, 5.00pm (Brisbane time) on 20 May 2015 (**Closing Date**).
- 3.2 The Board reserves the right to close the Offer at any time prior to the Closing Date and/or extend the Closing Date without further notification.
- 3.3 In response to the Offer, Eligible Shareholders wishing to apply for New Shares under the SPP may apply for either:
- (a) 16,666 New Shares for \$1,000;
 - (b) 41,666 New Shares for \$2,500;
 - (c) 83,333 New Shares for \$5,000;
 - (d) 166,666 New Shares for \$10,000; or

(e) 250,000 New Shares for \$15,000,

subject to clauses 5 and 6.

3.4 All Offers for New Shares under the SPP are non-renounceable and therefore the right to participate in the SPP cannot be transferred.

3.5 Participation in the SPP by Eligible Shareholders is entirely optional and subject to these Terms and Conditions.

4. Applications for New Shares

4.1 Eligible Shareholders wishing to apply for New Shares under the SPP must:

(a) If paying by cheque or bank draft:

(1) complete the Application Form;

(2) pay the Application Amount in the manner specified on the Application Form; and

(3) forward the completed Application Form and payment for the Application Amount to the Company's Share Registrar at the addresses specified on the Application Form, to reach such addresses by no later than 5.00pm (Brisbane time) on the Closing Date.

(b) If you elect to use the BPAY[®] option (subject to clause 4.2):

(1) pay the Application Amount electronically using BPAY with payment to reach the Company's Share Registry by no later than 5.00pm (Brisbane time) on the Closing Date; and

(2) do not return the Application Form if you elect the BPAY option.

4.2 Please note that only Eligible Shareholders having an account with an Australian financial institution who participates in the BPAY scheme have the ability to elect to use the BPAY option.

4.3 All application money will be deposited into an account and any application money received in respect of any applications rejected by the Board under clauses 4.4 or 4.5 shall be refunded by the Company without interest.

4.4 The Board reserves the right to reject any application for New Shares (in whole or in part) including (without limitation) if:

(a) an Application Form is not correctly completed;

(b) the applicant is not an Eligible Shareholder;

(c) the issue of those New Shares would contravene any law or the Listing Rules;

(d) the exact payment for the New Shares applied for is not received;

(e) to accept the application in full would have the effect of exceeding the maximum offer of New Shares under the SPP;

- (f) it is not reasonably satisfied that the issue of those New Shares will not result in any person receiving ordinary shares in the Company with an application price totalling more than \$15,000 as a result of:
 - (1) Shares issued to the person or to a Custodian on that person's behalf (as a result of an instruction given by that person to the Custodian to apply for Shares on their behalf) under the SPP; and
 - (2) any other Shares in the Company issued to the person or to a Custodian on that person's behalf (as a result of an instruction given by that person to the Custodian to apply for ordinary shares in the Company on their behalf) under an arrangement similar to the SPP operated by the Company in the 12 months prior to the Issue Date,

except to the extent that the person is issued with Shares or interests as a Custodian under a custodian offer;

- (g) the applicant is a Custodian and has failed to provide the Company with a Custodian Certificate; or
- (h) the applicant has not otherwise complied with the Terms and Conditions.

4.5 The Board reserves the right to allocate fewer, or no, New Shares than an Eligible Shareholder applies for under the SPP, including, without limitation, in the event that the SPP is oversubscribed at its sole discretion (**Scale Back**). If there is a Scale Back, you may receive less than the parcel of New Shares for which you applied. If a Scale Back produces a fractional number of shares when applied to your parcel, the number of New Shares you will be issued will be rounded down to the nearest whole number of New Shares. In the event of a Scale Back, the difference between the Application Amount received by the Company, and the number of New Shares that will be issued to you multiplied by the Subscription Price, will be refunded to you.

4.6 If there is a consolidation or re-organisation of the issued share capital of the Company prior to the Closing Date, the maximum number of New Shares to be issued pursuant to and in accordance with the SPP shall be consolidated or re-organised (as the case may be) in the same ratio as the issued capital of the Company.

5. Certification by Eligible Shareholder

5.1 By submitting an Application Form, together with the appropriate payment of the Application Amount in the manner specified in clause 4.1(a), or by making a BPAY payment of the Application Amount in the manner specified in clause 4.1(b), you certify, acknowledge, warrant and represent as true, correct and not misleading to the Company that if you are not a Custodian, the aggregate of the application price paid by you for:

- (a) the New Shares the subject of the Application Form or the BPAY payment;
- (b) any other Shares in the Company applied for under a similar arrangement in the 12 months prior to the date of submission of the Application Form or making the BPAY payment;
- (c) any other Shares in the Company issued to you, or a Custodian (as a result of an instruction given by you to the Custodian to apply for Shares in the Company on your behalf) under the SPP or under any similar arrangement operated by the Company in the 12 months prior to the date of submission of the Application Form or making the BPAY payment; and
- (d) any other New Shares which you have instructed a Custodian to acquire on your behalf under the SPP,

does not exceed \$15,000.

6. Custodian

6.1 Eligible Shareholders who are Custodians may participate in the SPP on behalf of:

- (a) one or more persons that are not Custodians on whose behalf the Custodian is holding Shares in the Company; or
- (b) a person, on whose behalf, another Custodian (**Downstream Custodian**) holds beneficial interests in Shares in the Company and the Custodian holds the Shares in the Company to which those beneficial interests relate, on behalf of the Downstream Custodian or another Custodian,

(each a **Participating Beneficiary**).

6.2 If you are a Custodian holding the Company Shares on behalf of two or more persons jointly, the joint beneficiaries will be taken to be a single Participating Beneficiary for the purposes of these Terms and Conditions.

6.3 If you are a Custodian and hold the Company Shares on behalf of one or more Participating Beneficiaries, you may apply for up to a maximum of \$15,000 worth of New Shares for each Participating Beneficiary subject to providing the Company with a Custodian Certificate (included for Custodians with these Terms and Conditions), in addition to the Application Form, certifying the following:

- (a) that, as at the Record Date, either or both of the following:
 - (1) you hold Shares in the Company on behalf of one or more Participating Beneficiaries;
 - (2) a Downstream Custodian holds beneficial interest in Shares in the Company on behalf of one or more Participating Beneficiaries, and you hold the Shares in the Company on behalf of the Downstream Custodian or another Custodian, and each Participating Beneficiary has subsequently instructed the following person to apply for New Shares on their behalf pursuant to the SPP:
 - (3) where paragraph 6.3(a)(1) applies, you as the Custodian; and
 - (4) where paragraph 6.3(a)(2) applies, the Downstream Custodian.
- (b) the number of Participating Beneficiaries;
- (c) the name and address of each Participating Beneficiary for whom the Custodian applies for New Shares;
- (d) in respect of each Participating Beneficiary:
 - (1) where paragraph 6.3(a)(1) applies, the number of Shares in the Company that you hold on behalf of the Participating Beneficiary; and
 - (2) where paragraph 6.3(a)(2) applies, the number of Shares in the Company to which the beneficial interests relate;
- (e) in respect of each Participating Beneficiary,

- (1) where paragraph 6.3(a)(1) applies, the number or dollar amount of New Shares the Participating Beneficiary has instructed you to apply for on their behalf; and
 - (2) where paragraph 6.3(a)(2) applies, the number or dollar amount of New Shares the Participating Beneficiary has instructed the Downstream Custodian to apply for on their behalf; and
- (f) that there are no Participating Beneficiaries in respect of which the total of the application price for the following exceeds \$15,000:
- (1) the New Shares applied for by you as Custodian under the SPP in accordance with the Instructions in paragraph 6.1(a); and
 - (2) any other Shares in the Company issued to you as Custodian in the 12 months prior to the date of submission of the Application Form as a result of an Instruction given by them to you as Custodian or Downstream Custodian to apply for Shares in the Company under an arrangement similar to the SPP operated by the Company; and
- (g) that a copy of the written offer document was given to each Participating Beneficiary; and
- (h) where paragraph 6.3(a)(2) applies, the name and address of each Custodian who holds beneficial interests in shares in the Company held by the Custodian in relation to each Participating Beneficiary.

6.4 Custodians should have received a Custodian Certificate with these Terms and Conditions. If you are a Custodian and you did not receive a Custodian Certificate or would like further information on how to apply, you should contact the SPP Information Line on 1300 934 599.

7. Issue of Shares

- 7.1 The Company is prohibited from issuing any Shares to any Eligible Shareholder unless the Eligible Shareholder has provided the certification set out in clause 5, and if a Custodian, has provided a Custodian Certificate, at the time of applying for the New Shares.
- 7.2 The Directors of the Company reserve the right to issue to Eligible Shareholders such number of New Shares under the SPP as is permitted under the Listing Rules without Shareholder approval. In the event that the SPP is oversubscribed, the Board reserves the right to allocate fewer, or no, New Shares than an Eligible Shareholder applies for under the SPP at its sole discretion.
- 7.3 The Company intends to issue the New Shares under the SPP on or about 26 May 2015 (**Issue Date**). The Company reserves the right to vary the Issue Date without further notice in the event that the Closing Date is varied pursuant to clauses 3.2 and/or 11.1.
- 7.4 In respect of application monies received from an Eligible Shareholder, the Company will, prior to the Issue Date, determine the maximum number of New Shares rounded down to the nearest whole number which may be acquired by any Eligible Shareholder.
- 7.5 The allocation of New Shares will be determined by the Board at its sole discretion.
- 7.6 In the event that the Offer under the SPP is not fully subscribed, the Board reserves its right to issue New Shares in excess of the maximum \$15,000 worth of New Shares specified in clause 3.3. (**Additional Issue**), to any person (whether or not such person is an Eligible Shareholder) so long as the Additional Issue:
- (a) satisfies section 708 of the Corporations Act;

- (b) complies with the ASX Listing Rules; and
- (c) any approval of Shareholders to the Additional Issue which is required under the Listing Rules or the Corporations Act is obtained.

7.7 The Company will apply to ASX for quotation of the New Shares issued under the SPP and the Additional Issue (if any) within the period prescribed in the Listing Rules.

8. Subscription Price

- 8.1 The price of the New Shares will be the Subscription Price.
- 8.2 Compared with the Average Market Price (over the last 5 days on which trading in the Company's Shares were recorded prior to the announcement of the SPP (on 20 April 2015), the Subscription Price represents a 16.66% discount to the Average Market Price over that period.
- 8.3 The New Shares are a speculative investment and the Market Price of the Shares may change between the Opening Date and the Issue Date. This means that the Subscription Price you pay for the New Shares may exceed the Market Price of the Shares at the Issue Date. The Company does not make any assurance as to the Market Price of Shares and there can be no certainty that Shares in the Company will trade at or above the Subscription Price following the Issue Date. Shareholders should seek their own financial advice in relation to this Offer and participation in the SPP.
- 8.4 No brokerage, commissions, stamp duty or other transaction costs will be payable by Eligible Shareholders in respect of an application for, and an issue of, New Shares under the SPP.
- 8.5 The Company may pay brokerage and other commissions in respect of any subscriptions procured in respect of any Additional Issue, as determined by the Board in its discretion.

9. Rights attaching to Shares

- 9.1 All New Shares issued under the SPP will be issued on the same terms as the other Shares quoted on ASX and once issued, will rank pari passu with existing Shares. The Company will apply for the New Shares to be quoted on ASX. It is anticipated that New Shares issued under the SPP will be quoted on ASX on, or shortly after, the Issue Date. Holding statements for the New Shares issued under the SPP will be sent to eligible Shareholders who have participated in the SPP. If you trade any New Shares before you receive your holding statement, then you do so at your own risk.

10. Non-residents

- 10.1 The right to participate in this offer under the SPP is available exclusively to persons who were registered as holders of Shares in the Company at 7.00pm (Sydney time) on the Record Date and whose registered address was in Australia or New Zealand or in another jurisdiction where, in the opinion of the Board, it is lawful and reasonably practical to extend the Offer according to the laws of that jurisdiction.
- 10.2 Eligible Shareholders who are not residents of Australia should consult their professional advisers as to whether any formalities need to be observed (either by them or the Company) to enable them to apply for New Shares. It is the responsibility of such Eligible Shareholders to obtain all necessary approvals so they may legally apply for New Shares. The return of a completed Application Form and accompanying Application Amount, or the forwarding of payment of the Application Amount using BPAY from a non-resident Eligible Shareholder will be taken by the Company to constitute a representation and warranty by that Eligible Shareholder that all relevant approvals have been obtained and that the Company may legally offer the New Shares to that Eligible Shareholder.

11. General

- 11.1 The Board may change or terminate the SPP at any time prior to the Issue Date. If the Board does so, it will advise the ASX. Any omission to give notice of changes to, or termination of, the SPP, or the non-receipt of any such notice, will not invalidate the change or termination.
- 11.2 If the SPP is withdrawn, all Application Amounts received by the Company will be refunded. No interest will be paid on any refunded Application Amounts.
- 11.3 In addition to any rights of the Board to reject applications as set out in these Terms and Conditions, the Board also reserves the right to allocate fewer, or no, New Shares than an Eligible Shareholder applies for under the SPP if the Board believes that the allotment of those New Shares would contravene any of the Listing Rules or the requirements of the Class Order. In any such case, excess Application Amounts will be returned to the relevant applicant(s). No interest will be paid on Application Amounts so returned.
- 11.4 The Company may settle in any manner it deems appropriate, any disputes or anomalies which may arise in connection with or by reason of the operation of the SPP, whether generally or in relation to any applicant or application of New Shares. The decision of the Company will be conclusive and binding on all persons to whom the determination relates.
- 11.5 The Company reserves the right to waive compliance with any provision of the SPP Terms and Conditions.
- 11.6 The Offer of New Shares under the SPP is in accordance with the Class Order which grants relief from the requirement to prepare a disclosure document for this Offer and in accordance with the Listing Rules.
- 11.7 In New Zealand, the Offer of shares under the SPP is in accordance with the *Securities Act (Overseas Companies) Exemption Notice 2013*, which grants relief from the requirement to prepare an investment statement or prospectus for this Offer.
- 11.8 The contents of this document have not been reviewed by any regulatory authority in any jurisdiction.
- 11.9 These Terms and Conditions of the SPP are governed by the laws in force in Queensland.

SRN/HIN:

Entitlement Number:

Record Date: 17 April 2015

Offer Opens: 20 April 2015

Issue Price per Share: A\$0.06

Offer Closes 5:00pm (AEST):	20 May 2015
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SHARE PURCHASE PLAN ("SPP") APPLICATION FORM

How do I apply for Shares under this offer?

- Carefully read the SPP Terms and Conditions accompanying this form.
- Decide on the amount of Shares you wish to apply for.
- Pay for the Shares in accordance with the instructions outlined in the Terms and Conditions Booklet and further important instructions on the reverse of this form by either:
 - Option 1: Paying by BPAY®.
 - Option 2: Paying by Cheque, Bank Draft or Money Order.
- Payments must be in Australian dollars.

PAYMENT OPTIONS

Option 1: Paying by BPAY®

If paying by BPAY®, you do NOT need to complete or return the Acceptance Slip attached to this Application Form below. Payment must be received by the Registry by BPAY® by 5:00pm (AEST) on 20 May 2015. By paying by BPAY®, you will be deemed to have completed an Application Form for the number of Shares the subject of your Application Payment.

If you make a payment by BPAY® and Platina Resources Limited receives an amount which is not equal to either A\$1,000, A\$2,500, A\$5,000, A\$10,000 or A\$15,000, Platina Resources Limited may round down the number of Shares that you are applying for to the next lowest parcel at their discretion. Your payment must be for a minimum of A\$1,000.



Billers Code: 584979

Ref:

Telephone & Internet Banking – BPAY®

Contact your bank or financial institution to make this payment from your cheque, savings, debit or transaction account.
More info: www.bpay.com.au

© Registered to BPAY Pty Ltd ABN 69 079 137 518

Option 2: Paying by Cheque, Bank Draft or Money Order

If paying by cheque, bank draft or money order, complete and return the Acceptance Slip attached to this Application Form with your Application Payment.

- Tick the box beside the amount you wish to apply for, either A\$1,000, A\$2,500, A\$5,000, A\$10,000 or A\$15,000.
- Enter your cheque, bank draft or money order details. The amount of your Application Payment should be equal to the amount applied for in section A of the Acceptance Slip. Cheques, bank drafts or money orders must be drawn on an Australian branch of a financial institution in Australian currency, made payable to "Platina Resources Limited" and crossed "Not Negotiable". Please ensure sufficient cleared funds are held in your account, as your cheque will be banked as soon as it is received. If you provide a cheque, bank draft or money order for an amount that is not equal to either A\$1,000, A\$2,500, A\$5,000, A\$10,000 or A\$15,000, Platina Resources Limited may round down the number of Shares that you are applying for to the next lowest parcel at their discretion. Your payment must be for a minimum of A\$1,000.
- Enter your contact telephone number at which we may contact you regarding your application for Shares, if necessary.

THIS IS A PERSONALISED FORM FOR THE SOLE USE OF THE SHAREHOLDER AND HOLDING RECORDED ABOVE.

Please detach and enclose with payment



ACCEPTANCE SLIP

SRN/HIN:

Entitlement Number:



A I/we wish to purchase a parcel of Shares to the dollar amount of (tick one box only):

16,666 Shares
A\$1,000 OR

41,666 Shares
A\$2,500 OR

83,333 Shares
A\$5,000 OR

166,666 Shares
A\$10,000 OR

250,000 Shares
A\$15,000

B Make your cheque, bank draft or money order payable to "Platina Resources Limited" and crossed "Not Negotiable"

Drawer	Cheque Number	BSB Number	Account Number	Amount of Cheque
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	A\$ <input type="text"/> .00

C Telephone Number – Business Hours Telephone Number – After Hours Contact Name

IMPORTANT INFORMATION

1. This is an important document which requires your immediate attention. If you are in any doubt as to how to deal with this Application Form, please consult a professional adviser.
2. If you do not wish to purchase additional Shares under this SPP, there is no need to take action.
3. Please ensure you have read and understood the SPP Terms and Conditions and this Important Information, before you make the Application Payment by BPAY® or you submit your Acceptance Slip with your Application Payment.
4. This SPP is non-renounceable. Applications can only be accepted in the name printed on the Application Form.
5. If you are a custodian, trustee or nominee within the definition of "custodian" in ASIC Class Order [CO 09/425] you must complete and submit an additional Schedule that contains additional certifications and details that must be provided ("the Schedule") before your Application will be received. The Schedule can be obtained by contacting the Platina Resources Limited SPP Offer Information Line on 1300 934 599 if calling within Australia or +61 1300 934 599 if calling from outside of Australia. Applications received by custodians that are not accompanied by the Schedule will be rejected.
6. For applicants that are not required to complete the Schedule, by submitting the Acceptance Slip (with a cheque, bank draft or money order) or making payment by BPAY®, you certify that the aggregate of the Application Payment paid by you for:
 - the parcel of New Shares indicated on this Application Form or BPAY® payment; and
 - any other Shares applied for by you, or which you have instructed a Custodian to acquire on your behalf under the SPP or any other similar arrangement in the 12 months prior to the date of submission of the Acceptance Slip or payment by BPAY®, does not exceed A\$15,000.
7. Platina Resources Limited reserves the right to make amendments to this Application Form where appropriate.
8. Applicants are not assured of receiving the Shares for which they have applied as Platina Resources Limited may scaleback applications in its discretion.

SAMPLE

How to Lodge your Acceptance Slip and Application Payment

A reply paid envelope is enclosed for you to return your Acceptance Slip and Application Payment. No postage stamp is required if it is posted in Australia.

Acceptance Slip and the payment for New Shares must be received by the Registry no later than the closing date shown overleaf. If paying by BPAY® you do not need to complete or return the Application Form. You should check the processing cut off-time for BPAY® transactions with your bank, credit union or building society to ensure your payment will be received by the Registry by the close of the offer.

Mailing Address

Platina Resources Limited
C/- Link Market Services Limited
GPO Box 3560
Sydney NSW 2001

or

Hand Delivery

Platina Resources Limited
C/- Link Market Services Limited
1A Homebush Bay Drive
Rhodes NSW 2138 *(Please do not use this address for mailing purposes)*

Make sure you send your Acceptance Slip and Application Payment allowing enough time for mail delivery, so Link Market Services Limited receives them no later than 5:00pm (AEST) on 20 May 2015. Please ensure sufficient cleared funds are held in your account, as your cheque will be banked as soon as it is received. Platina Resources Limited reserves the right not to process any Acceptance Slips and Application Payments received after the Closing Date.

If you require information on how to complete this Acceptance Slip please contact the Platina Resources Limited SPP Offer Information Line on 1300 934 599 if calling within Australia or +61 1300 934 599 if calling from outside of Australia.