

Welcome Stranger Mining Limited

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11 September 2015

Acquisition of Ye Eun Memorial Park in Korea

WSE has entered into a share purchase agreement to acquire the Ye Eun Memorial Park in Seoul, South Korea.

About Ye Eun

Ye Eun operates and is developing a columbarium and memorial park (the "Park") in Seoul, South Korea. The Park is located about 60 minutes' drive from the Seoul CBD. A columbarium is a place for the respectful and public storage of urns holding a deceased's cremated remains. Ye Eun's revenue from the Park's business is earned from the sale of cremation sites, cremation and praying services for the deceased, annual maintenance fees of the storage of ashes, rental of stalls to vendors of flowers and other prayer products. The Park covers 10.6 hectares and the first stage of its development has been completed. There is a further 6.9 hectares to be developed in stage 2 to be completed by 2019 and stage 3 thereafter. Ye Eun intends to acquire other memorial parks in Korea and to expand into the development of elderly services in Asia.

The all-scrip offer for Ye Eun is subject to shareholder approval and certain conditions precedent. The acquisition is expected to be completed by November 2015.

The acquisition will constitute a change in the nature and/or scale of the activities of WSE in accordance with Chapter 11 of the ASX Listing Rules. This will require WSE to re-comply with the ASX admission requirements of Chapters 1 & 2 of the ASX Listing Rules. The admission requirements will, amongst other things, require WSE to issue a prospectus. WSE intends to raise up to \$10m under that prospectus.

A summary of the key terms of the acquisition is provided below. Further details of the transaction and consideration will be set out in the Notice of Meeting to be sent to shareholders to consider and approve the acquisition at a meeting to be held, currently proposed to be held on 16 October 2015.

Summary of Acquisition Terms:

The terms of the acquisition are as follows:

- On the receipt of all relevant approvals, WSE will acquire all of the issued capital of Ye Eun.
- The consideration for the acquisition is the issue to the vendors of 835,000,000 ordinary fully paid shares, each issued at an issue price of \$0.20 (Consideration Securities).
- WSE must issue 160,000,000 ordinary fully paid shares to Hermes Capital Limited and HBO International Global Limited, the advisors to Ye Eun in relation to the Acquisition.

Completion of the Acquisition is conditional upon the satisfaction of the following conditions precedent:

- WSE obtaining all necessary shareholder approvals required by the Corporations Act and the Listing Rules in relation to the Acquisition;
- the parties obtaining any necessary regulatory approvals on terms acceptable to the parties as are required to give effect to the Acquisition, including re-compliance with chapters 1 and 2 of the listing rules of ASX on terms required by ASX; and
- WSE completing a capital raising of not less than \$5,000,000 and not more than \$10 million at a price per share of \$0.20.

Following completion, the Board of WSE will remain as currently constituted.

A proforma balance sheet for the Company post relisting is attached as Appendix 1.

Convertible Note Issue

WSE has raised \$550,000 from the issue of 110,000,000 Convertible Notes (Notes) to the Noteholders. The terms of the Notes are as follows:

- The Notes will, subject to shareholder approval, convert into 110,000,000 fully paid ordinary shares in WSE on Completion of the Ye Eun transaction described above. Shareholder approval for conversion of the Notes will be sought at the meeting which is proposed to be held on 16 October 2015.
- On conversion, the Noteholders will be issued with Options to subscribe for up to 220,000,000 Shares at an issue price of 10c per share on or before the fourth anniversary of the Conversion Date.
- If not approved, the Notes must be repaid in March 2016.

The funds raised will be used for working capital requirements including the cost of preparation of the proposed Notice of Meeting, the preparation of the proposed prospectus (including travel expenses and professional fees) and ASX listing fees payable on submission of the Company's application for relisting.

Capital Structure post-acquisition capital raising

	Shares	%
Current WSE shareholders	116,079,370	9.13%
Vendors of Yu Eun	835,000,000	65.69%
Hermes and HBO	160,000,000	12.59%
Convertible Note Holders	110,000,000	8.66%
Investors under prospectus	50,000,000	3.93%
Total	1,271,079,370	100%

Proposed Timetable

Announce Transaction	11 September 2015
Despatch notice of general meeting of shareholders	25 September 2015
Opening of prospectus offer	6 October 2015
Meeting date	3 November 2015
Close capital raising	5 November 2015
Complete acquisition	13 November 2015
ASX Re-compliance	20 November 2015

Use of Funds from previous Convertible Note Issue

WSE raised \$550,000 through the issue of 110 million shares in July 2015. The funds raised were used as follows:-

- \$161,465 to repay convertible noteholders
- \$ 7,000 to repay loans from former directors and their associates
- \$ 68,723 for costs associated with the Notice of Meeting held in July 2015
- \$262,812 for past & existing creditors, including directors fees
- \$ 50,000 for creditors, including annual ASX listing fee

Riz Alikhan
Chairman

TOTAL LIABILITIES	797,673	11,108,619	-	300,000	550,000	550,000	-	-	550,000	-	-	-	11,056,292
NET ASSETS													
	517,636	916,770	550,000	-	-	800,000	550,000	10,000,000	167,000,000	167,000,000	167,000,000	-	10,465,594
EQUITY													
Contributed equity	24,631,777	-	550,000			800,000	550,000	10,000,000	167,000,000	24,631,777	-	-	178,900,000
Non-controlling Interest	-	-											-
Reserves	-	-											-
Accumulated losses	25,149,413	916,770										142,368,223	168,434,406
TOTAL EQUITY	517,636	916,770	550,000	-	-	800,000	550,000	10,000,000	167,000,000	167,000,000	167,000,000	-	10,465,594

- Subsequent Event #1 Issue of 110 million shares subsequent to General Meeting 24 July 2015
- Subsequent Event #2 Payment of past creditors, current creditors & seeking new opportunities
- Subsequent Event #3 Issue of 110 million convertible notes ~10 September 2015 to be converted into equity at October 2015 General Meeting
- Subsequent Event #4 Issue of 100 million shares @ 0.05 cents plus \$500,000 cash to Hermes Capital plus 60 million shares to HBO @ 0.05 cents
- Subsequent Event #5 Conversion of 110 million convertible notes issued ~10 September 2015 converted on listing on ASX
- Subsequent Event #6 Issue of up to 50 million shares @ 20 cents on listing on the ASX