

TerraCom Limited 34 Hewitts Avenue

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ASX Announcement

Placement Agreement

TerraCom Limited (**TerraCom or the Company**) (ASX: TER) is pleased to announce the agreement of a US\$ 1 million placement to Hong Kong based private investment company Sea Honour Limited (Sea Honour).

Key details of the placement are as follows:

- The issue price is determined by the volume weighted average price of TerraCom ordinary shares calculated over the period starting 15 business days prior to 4 July 2016, and finishing 15 business days from 4 July 2016 (inclusive).
- The number of placement shares shall be the lower of US\$1 million divided by the issue price, or the Company's remaining issue capacity multiplied by the placement issue price.
- Completion of the placement to occur within 5 business days after calculation of the issue price.

Sea Honour is a private investment company owned by Anthony Steains, the CEO of Comprador Limited and former Head of Blackstone Advisory Partners in Asia and Global Head of Metals and Mining Coverage. Mr Steains stated that "TerraCom is an exciting emerging mining company with an impressive asset portfolio and project pipeline in a coal market cycle that we believe has turned. This placement by Sea Honour is potentially the leading edge of interest in Asia for the Company".

Company Chairman Mr Cameron McRae stated that "this placement is one of the building blocks in our multi-faceted funding strategy which will deliver the expansion of our Mongolian coking coal mine, acquisition and commissioning of the Queensland thermal coal mine and completion of the potential acquisition of the Indonesian coking coal mine". He went onto say that "this should firmly position TerraCom as a global independent mining company operating in three countries with further potential for expansion within these countries".

ABOUT TERRACOM – www.terracomresources.com

TerraCom has fully commissioned the Baruun Noyon Uul (BNU) coking coal mine in the South Gobi Mongolia. The Company's goal is to become one of the largest and highest quality coking coal producers in Mongolia, providing exceptional value for its steel-producing customers.

TerraCom is also focused on developing two priority projects in Queensland, Australia: the large thermal coal Northern Galilee Project and the high energy prime thermal coal Springsure Project.

In order to support further growth and expansion, TerraCom continues to evaluate cash generative assets for potential acquisition. In this regard, the Company recently announced that it has entered into an agreement to acquire the Blair Athol Coal Mine in Queensland, Australia from the Blair Athol Joint Venture, with production scheduled to recommence in 2016. The Company is also evaluating the acquisition of a hard coking coal mine in Kalimantan, Indonesia, a 500,000 tpa operation located in close proximity to road, barge and port infrastructure connecting it to the seaborne coal market.

Please contact Nathan Boom, on +61 2 4268 6258 or at info@terracomresources.com for further information.

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Cameron McRae Executive Chairman