

14 April 2014

Conversion of KMI Debt to Equity

Global Strategic Metals NL (ASX: GSZ) (**Global** or the **Company**) is pleased to announce that it has today converted debt of €1,500,000 at a premium to the price at which the Company's shares have traded on ASX throughout the last twenty months representing good value to shareholders.

The debt conversion comprises the issue of 18,750,000 fully paid ordinary shares (**Conversion**) (**Conversion Shares**) to Kärtner Montanindustrie GmbH (**KMI**), the former vendor of the Wolfsberg Lithium Project, on conversion of a €1,500,000 loan provided to the Company by KMI in April 2012 pursuant to a Convertible Loan Agreement. Refer to ASX announcement dated 12 April 2012 for key terms of the Convertible Loan Agreement.

Global's Non-Executive Chairman Mr Tony Sage said "this conversion represents a significant improvement to the Company's financial position by removing a significant amount of debt from its balance sheet" adding that "this debt Conversion represents the final amount owing to KMI for the Company's 80% acquisition of the Wolfsberg Lithium Project". Mr Sage also said "that he was pleased the Conversion occurred at a premium to the current share trading price."

The Conversion Shares will be issued under the Company's Listing Rule 7.1A capacity. The Company provides the following information required under Listing Rule 3.10.5A.

Number of Conversion Shares issued under Listing Rule 7.1A (18,750,000)	6.98%
Number of Conversion Shares issued under Listing Rule 7.1 (Nil)	0.00%
Total dilution as a result of issue of the Conversion Shares	6.98%

Details of the approximate percentage of the issued capital following completion of the issue of Conversion Shares by pre-Conversion shareholders and new shareholders are set out below. Please note this information relates specifically to the portion of shares issued under Listing Rule 7.1A (18,750,000).

Pre-Conversion shareholders who did not participate in the Conversion	100%
Pre-Conversion shareholders who did participate in the Conversion	0%
Participants in the Conversion who were not previously shareholders	100%

The Company issued the Conversion Shares under Listing Rule 7.1A as it believes this was the most efficient mechanism for eliminating debt therefore allowing the Company to focus on its 80% owned Wolfsberg Lithium Project.

Pursuant to Section 708A(5)(e) of the Corporations Act 2001 (**Act**) Global gives notice that:

1. Global issued the Conversion Shares without disclosure to investors under

Global Strategic Metals is an Australian based exploration company with a philosophy to build a portfolio of diversified mining opportunities and apply our extensive expertise to deliver shareholder wealth.

We will continue to look for new prospects, joint ventures and investments in the mining and exploration sectors in Australia and elsewhere.

Australian Securities Exchange

Code: **GSZ**

Ordinary shares	287,564,847
Options	14,550,000

Board of Directors

Tony Sage
Non-Executive Chairman

Benjamin Hill
Interim Executive Director

David Shaw
Non-Executive Director

Jason Brewer
Non-Executive Director

Melissa Chapman
Company Secretary

Key Project

Wolfsberg Lithium Project - Austria

Enquiries

Global Strategic Metals NL

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Part 6D.2 of the Act.

2. As at the date of this notice, Global has complied with:
 - a. the provisions of Chapter 2M of the Act as they apply to the Company; and
 - b. section 674 of the Act; and
3. As at the date of this notice, there is no excluded information (as defined in subsection 708A(7) and 708A(8) of the Act) which is required to be disclosed by Global.

An Appendix 3B in relation to the Conversion Shares is attached to this announcement.

Ends

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12

Name of entity

Global Strategic Metals NL

ABN

82 000 738 885

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|--|----------------------------|
| 1 | +Class of +securities issued or to be issued | Fully paid ordinary shares |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 18,750,000 |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | Fully paid ordinary shares |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

<p>4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	<p>Yes</p>
<p>5 Issue price or consideration</p>	<p>\$0.10 per share</p>
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Issued on conversion of loan with Kärtner Montanindustrie GmbH</p>
<p>6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	<p>Yes</p>
<p>6b The date the security holder resolution under rule 7.1A was passed</p>	<p>22 November 2013</p>
<p>6c Number of +securities issued without security holder approval under rule 7.1</p>	<p>Nil</p>

+ See chapter 19 for defined terms.

6d	Number of +securities issued with security holder approval under rule 7.1A	18,750,000 Fully paid ordinary shares									
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Nil									
6f	Number of securities issued under an exception in rule 7.2	Nil									
6g	If securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the issue date and both values. Include the source of the VWAP calculation.	<p>Yes. The Conversion Shares were issued at \$0.10</p> <p>The 15 day VWAP calculation from 21 March 2014 to 10 April 2014 was \$0.0183</p> <p>The VWAP calculations were based on trade history data</p>									
6h	If securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/A									
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	<p>Rule 7.1 – Nil</p> <p>Rule 7.1A – 1,031,837</p>									
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	11 April 2014									
8	Number and +class of all +securities quoted on ASX (including the securities in section 2 if applicable)	<table border="1" style="width: 100%;"> <thead> <tr> <th style="width: 50%;">Number</th> <th style="width: 50%;">+Class</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">287,564,847</td> <td style="text-align: center;">Ordinary fully paid</td> </tr> </tbody> </table>	Number	+Class	287,564,847	Ordinary fully paid	<table border="1" style="width: 100%;"> <thead> <tr> <th style="width: 50%;">Number</th> <th style="width: 50%;">+Class</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">287,564,847</td> <td style="text-align: center;">Ordinary fully paid</td> </tr> </tbody> </table>	Number	+Class	287,564,847	Ordinary fully paid
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New issue announcement

	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the securities in section 2 if applicable)	150,000	Options exercisable at \$0.07 expiring 29 June 2014
	4,400,000	Options exercisable at various prices on or before 13 December 2015 (subject to vesting conditions)
	3,200,000	Options exercisable at \$0.10 expiring 31 January 2015
	6,800,000	Options exercisable at \$0.10 expiring 23 May 2015
10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A	

Part 2 - Bonus issue or pro rata issue

11 Is security holder approval required?	N/A
12 Is the issue renounceable or non-renounceable?	N/A
13 Ratio in which the +securities will be offered	N/A
14 +Class of +securities to which the offer relates	N/A
15 +Record date to determine entitlements	N/A
16 Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A

+ See chapter 19 for defined terms.

17	Policy for deciding entitlements in relation to fractions	N/A
18	Names of countries in which the entity has ⁺ security holders who will not be sent new issue documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	N/A
19	Closing date for receipt of acceptances or renunciations	N/A
20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of ⁺ security holders	N/A
25	If the issue is contingent on ⁺ security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	N/A
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/A

+ See chapter 19 for defined terms.

Appendix 3B New issue announcement

- 28 Date rights trading will begin (if applicable)
- 29 Date rights trading will end (if applicable)
- 30 How do ⁺security holders sell their entitlements *in full* through a broker?
- 31 How do ⁺security holders sell *part* of their entitlements through a broker and accept for the balance?
- 32 How do ⁺security holders dispose of their entitlements (except by sale through a broker)?
- 33 ⁺Despatch date

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

- 34 Type of securities
(tick one)
- (a) Securities described in Part 1
- (b) All other securities
Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

- 35 If the ⁺securities are ⁺equity securities, the names of the 20 largest holders of the additional ⁺securities, and the number and percentage of additional ⁺securities held by those holders

+ See chapter 19 for defined terms.

36 If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
 1 - 1,000
 1,001 - 5,000
 5,001 - 10,000
 10,001 - 100,000
 100,001 and over

37 A copy of any trust deed for the additional +securities

Entities that have ticked box 34(b)

38 Number of securities for which +quotation is sought N/A

39 Class of +securities for which quotation is sought N/A

40 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?

 If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

N/A

41 Reason for request for quotation now N/A

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)	N/A	

Quotation agreement

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: Date: 14 April 2014
 (Company secretary)

Print name: Melissa Chapman

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+ See chapter 19 for defined terms.

Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
Insert number of fully paid ordinary securities on issue 12 months before date of issue or agreement to issue	171,761,365 shares
<p>Add the following:</p> <ul style="list-style-type: none"> • Number of fully paid ordinary securities issued in that 12 month period under an exception in rule 7.2 • Number of fully paid ordinary securities issued in that 12 month period with shareholder approval • Number of partly paid ordinary securities that became fully paid in that 12 month period <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>Include only ordinary securities here – other classes of equity securities cannot be added</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	<p>35,053,882 fully paid ordinary shares issued on conversion of loan (together with accrued interest) with Cape Lambert Resources Limited</p> <p>12,031,050 fully paid ordinary shares issued on conversion of convertible note (together with accrued interest) by Cape Lambert Resources Limited</p> <p>12,031,050 fully paid ordinary shares issued on conversion of convertible note (together with accrued interest) by Exchange Minerals Limited</p>
Subtract the number of fully paid ordinary securities cancelled during that 12 month period	Nil
“A”	230,877,347

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

Step 2: Calculate 15% of “A”	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
Multiply “A” by 0.15	34,631,602
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used	
<p>Insert number of equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	34,631,602 shares
“C”	34,631,602
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	
<p>“A” x 0.15</p> <p><i>Note: number must be same as shown in Step 2</i></p>	34,631,602
<p>Subtract “C”</p> <p><i>Note: number must be same as shown in Step 3</i></p>	34,631,602
<p>Total [“A” x 0.15] – “C”</p>	<p>Nil</p> <p><i>[Note: this is the remaining placement capacity under rule 7.1]</i></p>

+ See chapter 19 for defined terms.

Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	230,877,347
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	23,087,735
Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
Insert number of equity securities issued or agreed to be issued in that 12 month period under rule 7.1A <i>Notes:</i> <ul style="list-style-type: none"> • This applies to equity securities – not just ordinary securities • Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed • Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained • It may be useful to set out issues of securities on different dates as separate line items 	22,055,898 shares
“E”	22,055,898
Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A	
“A” x 0.10 <i>Note: number must be same as shown in Step 2</i>	23,087,735
Subtract “E”	22,055,898

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

<i>Note: number must be same as shown in Step 3</i>	
Total ["A" x 0.10] – "E"	1,031,837 Note: this is the remaining placement capacity under rule 7.1A

+ See chapter 19 for defined terms.