

29 August 2014

Client Market Services
NZX Limited
Level 1, NZX Centre
11 Cable Street
Wellington 6011

**NEW TALISMAN GOLD MINES LIMITED (NZX: NTL)
NOTICE OF OFFER OF SAME CLASS FINANCIAL PRODUCTS FOR ISSUE**

New Talisman Gold Mines Limited (**New Talisman**) intends to undertake an offer of up to 204,219,035 new listed shares (the *Offer*) from the shortfall from the pro rata 1 for 2 renounceable rights offer which closed on 6 June 2014.

Pursuant to clause 17(1)(a) of Schedule 1 of the Financial Markets Conduct (Phase 1) Regulations 2014 (*Regulations*) and clause 59 of Schedule 4 of the Financial Markets Conduct Act 2013 (*FMCA*), New Talisman advises that:

- 1 The Offer is being made in reliance upon the exclusion in clause 19 of Schedule 1 of the FMCA and New Talisman is giving this notice under clause 17(1)(a) of Schedule 1 of the Regulations.
- 2 As at the date of this notice, New Talisman is in compliance with:
 - 2.1 the continuous disclosure obligations that apply to it in relation to New Talisman listed shares;
 - 2.2 its “financial reporting obligations” within the meaning set out in clause 17(4) of Schedule 1 of the Regulations.
- 3 As at the date of this notice, there is no information that is “excluded information” within the meaning set out in clause 17(4) of Schedule 1 of the Regulations.
- 4 The potential effects that the Offer and acquisition of new shares will have on the “control” (within the meaning of clause 48 of Schedule 1 of the FMCA) of New Talisman and the consequences of those effects are as follows:
 - 4.1 As at the date of this notice, the one substantial security holder in New Talisman is Hamish Edward Elliot Brown (reported percentage holding of 11.64%) who does not control New Talisman.
 - 4.2 Although shareholders with registered addresses outside of New Zealand and Australia are not eligible to participate in the Offer (and their percentage shareholding will be diluted as a result of the issue of new shares), the combined percentage interest of those ineligible shareholders is not sufficiently significant for its dilution to have a material effect on the control of New Talisman if all eligible shareholders take up their entitlements.
 - 4.3 New Talisman has not sought a waiver from NZX Main Board Listing Rule 7.5 (regulating issues of shares which could affect the effective control of New Talisman), and the Takeovers Code will also prevent any person holding or controlling 20% or more of the voting securities in New Talisman as a result of the Offer.
 - 4.4 Accordingly, the Offer is not expected to have any material effect or consequence on the control of New Talisman.

Yours sincerely,

Sue Sangster
Company Secretary
New Talisman Gold Mines Limited
+ 64 9 303 1893

About New Talisman Gold Mines Ltd

New Talisman Gold is a dual listed (NZSX & ASX: NTL) leading New Zealand minerals development company with 1890 shareholders who are mainly from Australia and New Zealand. The company's flagship asset the Talisman mine holds a JORC compliant mineral resource, a JORC compliant reserve and has been granted resource consents and access arrangements for the initial phase of the project. The company is currently initiating bulk sampling at Talisman and continues to advance the development of the mine. New Talisman's wholly owned subsidiary Coromandel Gold Limited with a separate management and board, holds a portfolio of highly prospective mineral interests and gold properties in the Hauraki and Northland Districts of New Zealand. CGL is currently working toward establishing itself as a separate listed entity. Through a subsidiary company, New Talisman Gold owns 20.29% of Broken Hill Prospecting Limited, which holds a significant cobalt project at Thackaringa, about 25 kilometres south-west of Broken Hill in Australia and a heavy mineral sands exploration portfolio. BPL is listed on the ASX (Code: BPL). More about New Talisman Gold at www.newtalisman.co.nz