



ASX ANNOUNCEMENT | 15 March 2019

SPP OFFER FURTHER INCREASED TO \$14 MILLION

Altura Mining Limited (ASX: AJM) ("Altura" or the "Company") is pleased to advise that the Company's Securities Purchase Plan (SPP) has been further increased to \$14 million to satisfy continued demand from shareholders.

The increased amount is the maximum amount Altura can raise from the SPP and represents a significant increase from the original \$5.0 million offer announced on 7 February 2019. The strong demand from shareholders has come on the back of an improved operational performance from the flagship Altura Lithium Mine, which culminated in a formal declaration of commercial production this week (see ASX announcement on 13 March 2019).

Altura Managing Director Mr James Brown said: *"We continue to be buoyed by the high-level of demand from our existing shareholders. The Company has turned a corner in the past few months and it is satisfying to give as many shareholders as possible the opportunity to participate."*

Altura has today lodged a Second Supplementary Prospectus with the Australian Securities and Investments Commission (ASIC) for the purposes of the amended SPP Offer and for additional disclosures required by ASIC regarding the original prospectus lodged on 15 February 2019. The Second Supplementary Prospectus is attached to this announcement.

Shareholders are reminded the SPP offer closes at 5.00pm AEDT on Friday 15 March 2019.

About Altura Mining Limited (ASX: AJM)

Altura is a key player in the global lithium market and is leveraging increasing demand for raw materials for manufacturing lithium ion batteries for electric vehicles and static storage uses. Altura owns and operates the world-class Altura Lithium Project at Pilgangoora in WA's Pilbara, which has a production capacity of 220,000tpa of quality spodumene concentrate. The Company has completed a Definitive Feasibility Study on a potential Stage 2 expansion, with a Final Investment Decision due following a review of the Stage 1 operations and ramp-up to nameplate production.

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Altura Mining Limited ABN 39 093 391 774



ALTURA MINING LIMITED

ABN 39 093 391 774

Second Supplementary Prospectus

Important information

This is a supplementary prospectus (**Supplementary Prospectus**) intended to be read with the prospectus dated 15 February 2019 (**Prospectus**) and the first supplementary prospectus dated 12 March 2019 (**First Supplementary Prospectus**) issued by Altura Mining Limited ACN 093 391 774 (**Altura** or **Company**).

This Second Supplementary Prospectus is dated 15 March 2019 and was lodged with ASIC on that date. Neither ASIC nor ASX take any responsibility as to the contents of this Second Supplementary Prospectus.

This Second Supplementary Prospectus should be read together with the Prospectus and the First Supplementary Prospectus. Other than the changes set out in this Second Supplementary Prospectus, all other details in relation to the Prospectus (as supplemented) remain unchanged. To the extent of any inconsistency between this Second Supplementary Prospectus and the Prospectus (as supplemented), the provisions of this Second Supplementary Prospectus will prevail. Unless otherwise indicated, terms defined and used in the Prospectus (as supplemented) will have the same meaning in this Second Supplementary Prospectus.

The Directors believe that the changes in this Second Supplementary Prospectus are not materially adverse from the point of view of an investor. Accordingly, no action needs to be taken if you have already subscribed for New Securities under the Prospectus.

The Company has issued both a printed and electronic version of this Second Supplementary Prospectus and the Prospectus. Electronic versions may be accessed at www.alturamining.com.

This Second Supplementary Prospectus and the Prospectus (as supplemented) are important documents that should be read in their entirety. If you are in any doubt as to the contents of this Second Supplementary Prospectus or the Prospectus (as supplemented), you should consult your stockbroker, lawyer, accountant or other professional adviser without delay.

1. SECOND SUPPLEMENTARY PROSPECTUS

1.1 Reasons for this Second Supplementary Prospectus

The purpose of this Second Supplementary Prospectus is to increase the maximum amount to be raised under the SPP Offer as well as to provide supplementary disclosure with respect to certain information contained in the Prospectus.

1.2 Amendment to SPP Offer

Due to the continued positive response from Shareholders since lodgement of the Prospectus, the Company will be further increasing the number of Shares and Options to be offered under the SPP Offer by an additional 30,769,232 Shares and 15,384,616 Options (increasing the total amount to be raised under the SPP Offer from \$10.0 million to \$14.0 million).

Accordingly, the Company makes the following amendments to the Prospectus:

- (a) A total of 107,692,312 Shares and 53,846,156 Options will now be offered under the SPP Offer.

This is a Second Supplementary Prospectus intended to be read with the Prospectus dated 15 February 2019 issued by Altura Mining Limited (as supplemented)

- (b) The total Shares and Options on issue following completion of the Offers will now be 2,118,060,396 Shares and 154,631,807 Options (assuming full subscription under the Offers).
- (c) Dilution to existing Shareholders upon completion of the Offers (assuming the Offers are fully subscribed and that none of the existing Options are exercised) will be approximately 14.06% based on the total Shares on issue following completion of the Offers.
- (d) The total funding package will have the effect of increasing cash reserves by approximately \$38.5 million (before costs and on a fully subscribed basis) immediately after completion of the Offers. A summary of the Company intended use of funds is described in section 1.4 of the First Supplementary Prospectus. The Company currently intends to use the additional \$4.0 million that may be raised under the SPP Offer (assuming full subscription) towards working capital (inclusive of stock pile and debtor management).
- (e) Mr AC Buckler will have a relevant interest in a total of 311,773,371 Shares, representing 14.72% of voting shares in the Company (assuming full participation in the SPP Offer as increased under this section 1.2) and 15.51% (assuming there is no shareholder participation under the SPP Offer)

2. DIRECTORS' AUTHORISATION

This Supplementary Prospectus is issued by the Company and its issue has been authorised by a resolution of the Directors.

In accordance with section 720 of the Corporations Act, each Director has consented to the lodgement of this Supplementary Prospectus with ASIC and has not withdrawn that consent prior to lodgement.

Signed for and on behalf of the Company on 15 March 2019.



James Brown
Managing Director