



Stonehenge
METALS LTD

2 September 2014

Company Announcements Office
ASX Limited
Exchange Centre
20 Bridge Street
Sydney NSW 2000



ASX Code: SHE

PRO-RATA NON-RENOUNCEABLE RIGHTS ISSUE

Stonehenge Metals Limited (**Stonehenge** or the **Company**) is pleased to announce an equity raising of up to \$1,503,643 before costs, via a pro-rata non-renounceable rights issue (Rights Issue). Eligible shareholders will be provided the opportunity to subscribe for seven (7) new fully paid ordinary shares in the Company for every ten (10) shares held as at 5:00pm WST on 8 September 2014 (**Record Date**).

The Company has appointed CPS Capital Group Pty Ltd (**CP SCapital**) as Lead Manager to the Rights Issue. New Shares under the Rights Issue will be offered at \$0.005 per share. Based on the current capital structure (and assuming no options to acquire shares are exercised prior to the Record Date), if the Rights Issue is fully subscribed, an additional 300,728,672 New Shares will be issued and approximately \$1,503,643 will be raised.

The Directors reserve the right, in consultation with CPS Capital as Lead Manager to the Offer, to allocate any New Shares that may comprise the Shortfall, at their absolute discretion.

The Rights Issue will enable Shareholders to increase their holding of Shares and presents a good opportunity for Shareholders to participate in the future development of the Company.

The funds raised from Rights Issue will be used to continue exploration and development of the Company's Korean uranium and vanadium projects whilst supporting an assessment of the commercialisation potential of Protean's innovative wave energy conversion technology.

As at the date of this announcement, the Company has 1,235,883 Options on issue. In order to participate in the Rights Issue, these options must be exercised prior to the Record Date.

An Offer Document will be mailed to eligible shareholders together with personalised Entitlement and Acceptance Forms as set out in the timetable below:

Event	Date
Lodgement of Offer Document with ASIC and ASX	1 September 2014
Announcement of Offer and lodgement of Appendix 3B	2 September 2014
Notice sent to Shareholders	3 September 2014
Ex Date	4 September 2014
Rights Issue Record Date (5pm WST)	8 September 2014
Dispatch of Offer Document and Entitlement & Acceptance Forms	11 September 2014
Rights Issue opens	11 September 2014
Offer Closing Date*	22 September 2014
ASX notified of under subscriptions**	25 September 2014
Allotment of Rights Issue Shares & dispatch of holding statements**	29 September 2014

* Subject to the Listing Rules, the Directors reserve the right to extend the Closing Date for the Offer at their discretion. Should this occur, the extension will have a consequential effect on the anticipated date of issue for the New Shares.

** These dates are indicative only.

ENDS

For further information visit www.stonehengemetals.com.au or contact:

Bruce Lane – Executive Director
 T: + 61 8 9481 2276
 E: blane@stonehengemetals.com.au

Richard Henning – Chairman
 T: + 61 8 9481 2276
 E: rhenning@stonehengemetals.com.au