

24 November 2017

Company Announcements Office  
ASX Limited  
Level 4, 20 Bridge Street  
SYDNEY NSW 2000

**Entitlement Offer: Notices to shareholders**

Attached are copies of

- a) a notice sent to shareholders providing details of the pro-rata entitlement offer announced on 21 November 2017 and
- b) a letter sent to shareholders who have a registered address outside Australia and New Zealand and are consequently not eligible to participate in the offer.

Peter Rutledge  
Company Secretary

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24 November 2017

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Dear Shareholder

### **NOTICE OF NON-RENOUNCEABLE PRO-RATA ENTITLEMENT OFFER OF SHARES**

The board of Hampton Hill Mining NL has announced a non-renounceable pro-rata 1 for 4 entitlement offer of ordinary fully paid shares (Offer). The Prospectus for the Offer was lodged with the Australian Securities & Investments Commission (ASIC) on 21 November 2017 and will be sent to all eligible shareholders together with an Entitlement and Acceptance Form (including Shortfall Application facility) by 30 November 2017. The Offer is non-renounceable which means that there will be no rights trading.

Details of the Offer are as follows:

- **Type of Offer** Pro-rata non-renounceable offer of ordinary fully paid shares on a 1 for 4 basis
- **Amount payable** 2.5 cents per share entitlement
- **No. of shares to be issued** Up to 59,051,284
- **Amount to be raised** Up to \$1,476,282
- **Purpose of the Offer** To meet the ongoing administration and operating costs of the Company, including participation in share entitlements that may arise as a result of the Company's corporate investment policy; to fund exploration and evaluation of expenditure arising from the Company's 25% interest in the Millennium Zinc Project and any new projects that may be identified; to part repay loans from director related entities; and to pay for the costs of this issue
- **Underwriting** The offer is not underwritten
- **Shortfall applications** Shareholders will be able to apply for additional shares arising from any shortfall in acceptances
- **Listing** Application for listing of the New Shares has been made to the Australian Securities Exchange (ASX)
- **Important dates**
  - 21 November 2017 Offer announced - Prospectus lodged with ASIC and ASX
  - 27 November 2017 Ex date: Existing shares trade ex-entitlements
  - 28 November 2017 Record Date for determining entitlements to New Shares
  - 30 November 2017 OFFER OPENS and Prospectus and Entitlement and Acceptance Form (including Shortfall Application facility) sent to eligible shareholders
  - 12 December 2017 OFFER CLOSES: Closing date for receipt of Acceptances
  - 13 December 2017 Shares quoted on a deferred settlement basis
  - 15 December 2017 Announcement to ASX of undersubscriptions
  - 19 December 2017 New Shares issued – deferred settlement quotation ends
  - 20 December 2017 Despatch of holding statements

Yours sincerely,

Joshua Pitt  
Chairman

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«Address\_line\_1»  
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Dear Shareholder

**NOTICE TO SHAREHOLDERS WHOSE REGISTERED ADDRESS IS OUTSIDE OF  
AUSTRALIAN & NEW ZEALAND**

Hampton Hill Mining NL (the Company) announced on 21 November 2017 a non-renounceable pro-rata 1 for 4 entitlement offer of ordinary fully paid shares at a price of 2.5 cents per share, the details of which are set out in the enclosed copy of a letter despatched to all shareholders today.

The Company, in compliance with Australian Securities Exchange Listing Rule 7.7.1(b), advises that it is unable to extend this offer to shareholders whose registered address is outside Australia and New Zealand on the Record Date, 28 November 2017.

Where shares owned by overseas shareholders are, as at the Record Date, shown as being held by a nominee having an Australian registered address, the offer will be extended to the nominee.

Any shares to which overseas shareholders who have not appointed an Australian resident nominee would otherwise be entitled will form part of the overall issue shortfall and may be placed by the Directors as detailed in the Prospectus.

The Prospectus nevertheless emphasises that it does not constitute an offer in any place in which, or to a person to whom, it would not be lawful to make such an offer.

Yours faithfully

Peter Rutledge  
Company Secretary