



Share Placement and Entitlements Issue

The Board of PepinNini Minerals Ltd (PNN or the Company) is pleased to announce firm commitments for the Placement of 26,434,943 ordinary fully paid shares in the Company, at 2.4 cents per share, raising a total of \$634,438 before costs.

In accordance with Listing Rules 3.10.3 and 3.10.5A, the Company provides the following details of the Placement shares:-

ABOUT

PepinNini Minerals Limited is a diversified ASX listed Exploration Company focused on exploring and developing a lithium brine resource and production project in Salta Province Argentina within the Lithium Triangle of South America. The Company also holds strategically located exploration tenements in the Musgrave Province of South Australia and the Amadeus Basin of Western Australia. The company also holds a copper-gold exploration project in Salta Province, Argentina.

DIRECTORS

Rebecca Holland-Kennedy
Managing Director
Philip Clifford
Technical Director
Robert WeiSun
Non-Executive Director
Sarah Clifton-Brown
Finance Director
Justin Nelson
Company Secretary

CONTACT

PepinNini Minerals Limited
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FURTHER INFORMATION

Ms Rebecca Holland-Kennedy
Managing Director
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Class of Securities

Fully paid ordinary shares

Number to be Issued :

26,434,943

Principal Terms of Securities :

The shares will carry standard rights applicable to quoted ordinary shares in the Company and will, from the date of issue, rank equally with fully paid quoted ordinary shares currently on issue.

Issue Price :

2.4 cents

Purpose of Issue :

Funds raised will be used to progress the Company's Salta Lithium Brine Project in Argentina and for working capital.

Shareholder Approval :

The Company will not seek shareholder approval prior to the issue of the 26,434,943 placement shares, as the placement is being made under the Company's additional 10% placement capacity under ASX Listing Rule 7.1A (*approved by shareholders at PNN's 2016 Annual General Meeting*) therefore approval for this issue is not required. The Company intends to subsequently seek approval of this issue at a general meeting pursuant to Listing Rule 7.4 (*subsequent approval of issue of securities*).



Issue to Class :

The issue is not being made to a class of security holders. The shares will be quoted as ordinary securities on the ASX. As the issue will be made to sophisticated or professional investors, it will not require disclosure under the Corporations Act.

Dilution :

The placement represents 7.33% of PNN's post placement undiluted capital and post placement full dilution is 6.83%.

Placement Rationale:

The Directors considered a range of capital raising initiatives before deciding to proceed with a private placement. The placement represented an opportunity to quickly and efficiently meet the Company's funding requirements for the Lithium Project in Argentina.

Underwriting :

The placement was not underwritten.

Brokerage :

State One Equities Pty Ltd will receive 6% on gross funds received.

Quotation

The Company will request quotation for all participants with completed payments on or before 31 March 2017

The Placement, which was oversubscribed, was managed by State One Equities Pty Ltd. The Directors, who are encouraged by the interest in the Company's Lithium Brine Project in Argentina, have decided to make a pro-rata non-renounceable entitlement issue of shares to shareholders at the same price as the Placement issue. Subscribers under the Placement will be eligible to participate in the entitlement issue.

Entitlement Issue Offer Terms

Under the terms of the entitlement issue, the Company is offering one New Share for every four existing shares held in the Company at the record date of 4 April 2017(Offer) at an offer price of 2.4 cents per share. The Offer is open to all shareholders with registered addresses in Australia and New Zealand. Below is a timetable for the Offer which is indicative only and may change.

EVENT	ANTICIPATED DATE
Trading halt to facilitate Placement to sophisticated investors	24 March 2017
Company announces results from Placement	29 March 2017
Prospectus lodged with ASIC and ASX Company applies for quotation (Appendix 3B)	30 March 2017
Company sends notice to security holders containing	31 March 2017



EVENT	ANTICIPATED DATE
the information required by Appendix 3B	
"Ex" Date	3 April 2017
Record Date to identify Shareholders entitled to participate in the Offer	4 April 2017, 7pm(AEST)
Prospectus and Entitlement and Acceptance Forms dispatched to Shareholders, Offer period opens	6 April 2017
Closing date for acceptances	5pm(AEST) 19 April 2017
Shares quoted on a deferred settlement basis	20 April 2017
Notification to ASX of under subscriptions	21 April 2017
Issue date for New Shares issued under the Offer Deferred settlement trading ends Updated Appendix 3B (if required)	24 April 2017
Trading of New Shares on ASX commences subject to confirmation by ASX	26 April 2017