



## **ASX ANNOUNCEMENT**

28<sup>th</sup> April 2014

### **Entitlements Issue – Shareholder Letter**

A letter to the shareholders of PepinNini Minerals Limited in relation to the pro-rata non-renounceable entitlement issue of shares announced 24<sup>th</sup> April 2014 is attached. This letter was mailed to all eligible shareholders of PepinNini Minerals Ltd 28<sup>th</sup> April 2014.

*For further information please contact:*

Rebecca Holland-Kennedy  
Managing Director  
PepinNini Minerals Limited  
Phone: +61 (0)8 8218 5000  
Website: [www.pepinnini.com.au](http://www.pepinnini.com.au)

28<sup>th</sup> April 2014

Dear Shareholder

## PEPINNINI MINERALS LIMITED - PRO-RATA NON-RENOUNCEABLE OFFER OF SHARES

As announced on 24 April 2014 PepinNini Minerals Limited (ACN (101 714 989)) (**PNN**) is undertaking a two for three pro rata non-renounceable offer of 80,292,361 shares (**New Shares**) to raise approximately \$1,525,536 (before costs) (**Rights Issue or Offer**). The price of the New Shares under the Offer is \$0.019 each (**Issue Price**). The Company lodged a prospectus for the Offer (**Prospectus**) with ASIC and ASX on 24<sup>th</sup> April 2014.

The Proceeds of the Offer are planned to be used in accordance with the table set out below:

Use of Funds
1. Ground geophysical surveys for target delineation, mapping, rock chip sampling to generate copper/gold targets at the Santa Ines Project, Salta Province Argentina
2. Airborne Geophysical SPECTREM survey for nickel copper sulphide target delineation, in the Musgrave Province, South Australia
3. Heritage clearance for subsequent vacuum drill testing and sample assay in the Musgrave Province, South Australia
4. Drill testing and assay of generated copper/gold targets at the Santa Ines Project, Salta Province Argentina
5. Ground electromagnetic survey over targets delineated in the Musgrave Province, South Australia
6. General working capital
7. Expenses of the Offer

The Offer is being made to all shareholders of the Company (**Shareholders**) named on its register of members at 7:00pm (AEST) on 1<sup>st</sup> May 2014. No action has been taken to register or qualify the Shares or the Offer, or to otherwise permit a public offering of the New Shares in any jurisdiction outside Australia and New Zealand.

It is the responsibility of Shareholders outside Australia and New Zealand to whom offers under the Offer are made to obtain all necessary approvals for the issue of New Shares under this Offer. Return of a duly completed Entitlement and Acceptance Form will be taken by the Company to constitute a representation that the taking up of the Offer does not breach regulations in the relevant overseas jurisdiction.

Entitlements cannot be traded on ASX or any other securities exchange or privately transferred.

New Shares will rank equally with all fully paid ordinary shares in the capital of the Company (**Shares**) already on issue.

Following completion of the Offer and assuming maximum subscription, the Company will have issued approximately 80,291,361 New Shares

A copy of the Prospectus is available on ASX's and PNN's website. Eligible Shareholders will be mailed a Prospectus together with an Entitlement and Acceptance Form no later than 5pm(AEST) 6<sup>th</sup> May 2014. Your entitlement will be set out on the personalised Entitlement and Acceptance Form accompanying the Prospectus. The Prospectus will contain detailed instructions regarding the actions available and required of Eligible Shareholders.

For the purposes of calculating each Eligible Shareholder's entitlement, fractions of entitlements have been rounded up to the nearest whole number of New Shares.

In the event that there is a shortfall in acceptances Eligible Shareholders may subscribe for additional New Shares.

### Key dates for the Offer

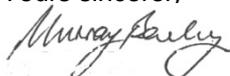
EVENT	DATE
Prospectus lodged with ASIC and ASX	24 April 2014
"Ex" date	29 April 2014
Record Date to identify Shareholders entitled to participate in the Offer	7pm(AEST)1 May 2014
Prospectus and Entitlement and Acceptance Forms dispatched to Shareholders	6 May 2014
Opening date	6 May 2014
Closing date for acceptances	5pm(AEST) 15 May 2014
Shares quoted on a deferred settlement basis	16 May 2014
Notification to ASX of under subscriptions	20 May 2014
Issue date for New Shares issued under the Offer Deferred settlement trading ends	22 May 2014
Despatch of holding statements for New Shares	23 May 2014
Trading of New Shares on ASX commences	23 May 2014

This timetable is indicative only and subject to change. Subject to the ASX Listing Rules, the Directors reserve the right to vary these dates, including the closing date, without prior notice. Any extension of the closing date will have a consequential effect on the allotment date for New Shares.

As an endorsement of our commitment to the Company, my fellow Directors Rebecca Holland-Kennedy and Robert Wei Sun intend to participate in the Offer and I have underwritten a portion of New Shares in the event of a shortfall.

If you have any queries concerning the Rights Issue, or the action you are required to take to subscribe for New Shares, please contact your financial adviser or myself, on +61 8 8218 5000. Any queries in regard to your entitlement should be directed to Australian Shareholder Centre on 1800 18 80 82 (within Australia) or [www.australianshareholdercentre.com](http://www.australianshareholdercentre.com) (outside Australia).

Yours sincerely



Murray Bailey  
CHAIRMAN

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