



PROJECTS- AUSTRALIA



ABOUT

PepinNini Minerals Limited is a diversified ASX listed Exploration Company focused on developing and discovering major new mineral deposits. The Company has secured strategically located exploration tenements in the Musgrave Province of South Australia and the Georgetown Inlier of North Queensland. A portfolio of prospective exploration tenements has been established in 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

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FURTHER INFORMATION

Ms Rebecca Holland-Kennedy

Managing Director

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Entitlements Issue – Shareholder Letter

The letter below, to the shareholders of PepinNini Minerals Limited in relation to the pro-rata non-renounceable entitlement issue of shares announced 10 March 2016, was mailed to all eligible shareholders of PepinNini Minerals Ltd 14 March 2016.

The Offer provides eligible shareholders with the opportunity to increase their investment in the Company at an attractive price and demonstrate their commitment to the next phase of evaluation and development of the Company's projects.



10th March 2016

Dear Shareholder,

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

As announced on 10 March 2016 PepinNini Minerals Limited (ACN (101 714 989)) (**PNN**) is undertaking a two for three pro rata non-renounceable offer of 146,322,991 shares (**New Shares**) to raise approximately \$1,024,261 (before costs) (**Rights Issue** or **Offer**). The price of the New Shares under the Offer is \$0.007 each (**Issue Price**). The Company lodged a prospectus for the Offer (**Prospectus**) with ASIC and ASX on 10th March 2016.

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

Item	Proceeds of the Offer
1	Airborne Geophysical SkyTem and Tempest survey for copper nickel sulphide target delineation, in the Musgrave Province, South Australia
2	Heritage clearance for subsequent vacuum drill testing and sample assay in the Musgrave Province, South Australia
3	Ground electromagnetic survey over targets delineated in the Musgrave Province, South Australia
4	Vacuum drill testing and sample assay in the Musgrave Province, South Australia
5	Drill testing and assay of generated copper nickel sulphide targets at the Musgrave Project, South Australia
6	Field reconnaissance, rock chip sampling, sample assay Oasis Gold Project, Queensland
7	Participation in CSIRO uranium ore leach testing project, Oasis Uranium Project, Queensland
8	General working capital
9	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 (ESDT) on 16th March 2016. 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 when issued 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 146,322,991 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 21 March 2016. 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	Proposed Date
Prospectus and Appendix 3B lodged with ASX and ASIC	10 March 2016
Notice of Offer sent to Shareholders	10 March 2016
Shares quoted on an 'ex' basis	15 March 2016
Record date	7:00pm(AEST) 16 March 2016
Despatch of Rights Issue Documents to Eligible Shareholders Offer Period Opens	21 March 2016
Offer Period Closes	5.00pm (AEST) on 1 April 2016
Shares quoted on a deferred settlement basis	4 April 2016
Notification of under-subscriptions to ASX (if any)	6 April 2016
New Shares entered into Shareholders' security holdings – Allotment date Deferred settlement trading ends	8 April 2016
Trading of New Shares on ASX commences	11 April 2016

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.

All directors of the Company will participate in the Rights Issue.

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 (outside Australia).

Yours sincerely



Rebecca Holland-Kennedy
Managing Director