

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

# Appendix 3B

## New issue announcement, application for quotation of additional securities and agreement

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

Kin Mining NL

ABN

30 150 597 541

We (the entity) give ASX the following information.

### Part 1 - All issues

*You must complete the relevant sections (attach sheets if there is not enough space).*

- |   |   |  |
|---|---|--|
| 1 | +Class of +securities issued or to be issued  | 1) Fully Paid Ordinary Shares<br>2) Unlisted Options<br>3) Fully Paid Ordinary Shares<br>4) Fully Paid Ordinary Shares   |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued   | 1) 14,111,500<br>2) 7,055,750<br>3) 20,049,375<br>4) 425,000   |
| 3 | Principal terms of the +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | 1) Fully Paid Ordinary Shares<br>2) Unlisted Options issued at no cash consideration, exercisable at \$0.40 each, on or before 31 March 2019<br>3) Fully Paid Ordinary Shares<br>4) Fully Paid Ordinary Shares |

+ See chapter 19 for defined terms.

<p>4 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?</p> <p>If the additional +securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>1) Yes – The shares issued rank equally in all respects from the date of issue with the existing fully paid ordinary shares of the company.</p> <p>2) No – Unlisted Options do not rank equally with existing fully paid ordinary securities from the date of issue and do not participate in any dividend, distribution or interest payment.</p> <p>The fully paid ordinary shares issued upon exercise of the Unlisted Options (Shares), will rank equally in all respects with existing fully paid ordinary shares.</p> <p>3) Yes – The shares issued rank equally in all respects from the date of issue with the existing fully paid ordinary shares of the company.</p> <p>4) Yes – The shares issued rank equally in all respects from the date of issue with the existing fully paid ordinary shares of the company.</p>
<p>5 Issue price or consideration</p>	<p>1) \$0.20 2) Nil 3) \$0.32 4) \$0.20</p>
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>1) Share Purchase Plan Shortfall in accordance with the Prospectus dated 13 March 2017.</p> <p>2) Free Attaching Share Purchase Plan options issued following receipt of shareholder approval on 10 April 2017 as set out in the Notice of General Meeting dated 10 March 2017.</p> <p>3) Placement to Sophisticated and Professional Investors pursuant to s708 of the Corporations Act.</p> <p>4) Exercise of Unlisted Options @ \$0.20</p>
<p>6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	<p>Yes</p>

+ See chapter 19 for defined terms.

6b	The date the security holder resolution under rule 7.1A was passed	28 November 2016
6c	Number of +securities issued without security holder approval under rule 7.1	3) 15,049,375
6d	Number of +securities issued with security holder approval under rule 7.1A	Nil
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	<ol style="list-style-type: none"> <li>1) 14,111,500 Fully Paid Ordinary Shares in accordance with the Prospectus dated 13 March 2017 and following shareholder approval on 10 April 2017 as set out in the Notice of General Meeting dated 10 March 2017.</li> <li>2) 7,055,750 Unlisted Options issued following receipt of shareholder approval on 10 April 2017 as set out in the Notice of General Meeting dated 10 March 2017.</li> <li>3) 5,000,000 Fully Paid Ordinary Shares in accordance with shareholder approval received on 10 April 2017 for a future issue of up to 5,000,000 shares valid for a period of 3 months as set out in the Notice of General Meeting dated 10 March 2017.</li> </ol>
6f	Number of +securities issued under an exception in rule 7.2	4) 425,000 Fully Paid Ordinary Shares (Exception 4 – an issue on conversion of convertible securities)
6g	If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.	N/A
6h	If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/A

+ See chapter 19 for defined terms.

6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	<table border="1"> <tr> <td>7.1</td> <td>3,846,552</td> </tr> <tr> <td>7.1A</td> <td>15,930,618</td> </tr> <tr> <td colspan="2" style="text-align: center;">(Refer to Annexure 1)</td> </tr> </table>	7.1	3,846,552	7.1A	15,930,618	(Refer to Annexure 1)	
7.1	3,846,552							
7.1A	15,930,618							
(Refer to Annexure 1)								

7	+Issue dates  Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.  Cross reference: item 33 of Appendix 3B.	10 May 2017
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8	Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	<table border="1"> <thead> <tr> <th>Number</th> <th>+Class</th> </tr> </thead> <tbody> <tr> <td>159,306,184</td> <td>Fully paid ordinary shares</td> </tr> </tbody> </table>	Number	+Class	159,306,184	Fully paid ordinary shares
Number	+Class					
159,306,184	Fully paid ordinary shares					

9	Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)	<table border="1"> <thead> <tr> <th>Number</th> <th>+Class</th> </tr> </thead> <tbody> <tr> <td>12,920,000</td> <td>Unlisted Options exercisable at \$0.20 and expiring 31 August 2017</td> </tr> <tr> <td>100,000</td> <td>Unlisted Options exercisable at \$0.332 and expiring 21 November 2018.</td> </tr> <tr> <td>12,235,750</td> <td>Unlisted Options exercisable at \$0.40 and expiring 31 March 2019.</td> </tr> <tr> <td>5,000,000</td> <td>Unlisted Options exercisable at \$0.27 and expiring 10 April 2020</td> </tr> </tbody> </table>	Number	+Class	12,920,000	Unlisted Options exercisable at \$0.20 and expiring 31 August 2017	100,000	Unlisted Options exercisable at \$0.332 and expiring 21 November 2018.	12,235,750	Unlisted Options exercisable at \$0.40 and expiring 31 March 2019.	5,000,000	Unlisted Options exercisable at \$0.27 and expiring 10 April 2020
Number	+Class											
12,920,000	Unlisted Options exercisable at \$0.20 and expiring 31 August 2017											
100,000	Unlisted Options exercisable at \$0.332 and expiring 21 November 2018.											
12,235,750	Unlisted Options exercisable at \$0.40 and expiring 31 March 2019.											
5,000,000	Unlisted Options exercisable at \$0.27 and expiring 10 April 2020											

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	In accordance with the Company's Dividend policy
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## Part 2 - Pro rata issue

11	Is security holder approval required?	<input type="text"/>
12	Is the issue renounceable or non-renounceable?	<input type="text"/>

+ See chapter 19 for defined terms.

13	Ratio in which the +securities will be offered	
14	+Class of +securities to which the offer relates	
15	+Record date to determine entitlements	
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	
17	Policy for deciding entitlements in relation to fractions	
18	Names of countries in which the entity has security holders who will not be sent new offer documents  Note: Security holders must be told how their entitlements are to be dealt with.  Cross reference: rule 7.7.	
19	Closing date for receipt of acceptances or renunciations	
20	Names of any underwriters	
21	Amount of any underwriting fee or commission	
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	
25	If the issue is contingent on security holders' approval, the date of the meeting	

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+ See chapter 19 for defined terms.

- 26 Date entitlement and acceptance form and offer documents will be sent to persons entitled
- 27 If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders
- 28 Date rights trading will begin (if applicable)
- 29 Date rights trading will end (if applicable)
- 30 How do security holders sell their entitlements *in full* through a broker?
- 31 How do security holders sell *part* of their entitlements through a broker and accept for the balance?
- 32 How do security holders dispose of their entitlements (except by sale through a broker)?
- 33 <sup>+</sup>Issue date

### Part 3 - Quotation of securities

*You need only complete this section if you are applying for quotation of securities*

34 Type of <sup>+</sup>securities  
(tick one)

(a)  <sup>+</sup>Securities described in Part 1

(b)  All other <sup>+</sup>securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

#### Entities that have ticked box 34(a)

#### Additional securities forming a new class of securities

*Tick to indicate you are providing the information or documents*

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<sup>+</sup> See chapter 19 for defined terms.

- 35  If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders
- 36  If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories  
1 - 1,000  
1,001 - 5,000  
5,001 - 10,000  
10,001 - 100,000  
100,001 and over
- 37  A copy of any trust deed for the additional +securities

**Entities that have ticked box 34(b)**

38 Number of +securities for which +quotation is sought 

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39 +Class of +securities for which quotation is sought 

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40 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?

If the additional +securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

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41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another +security, clearly identify that other +security)

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	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the +securities in clause 38)		

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+ See chapter 19 for defined terms.



## Quotation agreement

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:



(Director/Company secretary)

Date: 10 May 2017

Print name: Joe Graziano

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+ See chapter 19 for defined terms.

# Appendix 3B – Annexure 1

## Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

### Part 1

<b>Rule 7.1 – Issues exceeding 15% of capital</b>	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>Insert</b> number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	77,512,890
<p><b>Add</b> the following:</p> <ul style="list-style-type: none"> <li>• Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2</li> <li>• Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval</li> <li>• Number of partly paid +ordinary securities that became fully paid in that 12 month period</li> </ul> <p><i>Note:</i></p> <ul style="list-style-type: none"> <li>• <i>Include only ordinary securities here – other classes of equity securities cannot be added</i></li> <li>• <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	<ul style="list-style-type: none"> <li>12,000,001 FPO Shares 1 June 2016</li> <li>425,000 Exercise of Options 11 July 2016</li> <li>445,000 Exercise of Options 15 July 2016</li> <li>100,000 Exercise of Options 26 July 2016</li> <li>180,000 Exercise of Options 19 Aug 2016</li> <li>22,665,723 Pro-Rata Issue</li> <li>415,000 Exercise of Options 21 Nov 2016</li> <li>301,695 Shares 21 Nov 2016</li> <li>15,000 Exercise of Options 25 Nov 2016</li> <li>300,000 Shares 22 Dec 2016</li> <li>3,750,000 Placement 28 Feb 2017</li> <li>6,610,000 SPP 11 April 2017</li> <li>14,111,500 SPP Shortfall 8 May 2017</li> <li>20,049,375 Placement 8 May 2017</li> <li>425,000 Exercise of Options 8 May 2017</li> </ul>
<b>Subtract</b> the number of fully paid +ordinary securities cancelled during that 12 month period	-
<b>“A”</b>	159,306,184

+ See chapter 19 for defined terms.

<b>Step 2: Calculate 15% of “A”</b>	
<b>“B”</b>	0.15 <i>[Note: this value cannot be changed]</i>
<b>Multiply “A” by 0.15</b>	23,895,927
<b>Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used</b>	
<p><b>Insert</b> number of +equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> <li>• Under an exception in rule 7.2</li> <li>• Under rule 7.1A</li> <li>• With security holder approval under rule 7.1 or rule 7.4</li> </ul> <p><i>Note:</i></p> <ul style="list-style-type: none"> <li>• <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i></li> <li>• <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	<p>5,000,000 Unlisted Options 13 April 2017</p> <p>15,049,375 Placement 8 May 2017</p>
<b>“C”</b>	20,049,375
<b>Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1</b>	
<p>“A” x 0.15</p> <p><i>Note: number must be same as shown in Step 2</i></p>	23,895,927
<p><b>Subtract “C”</b></p> <p><i>Note: number must be same as shown in Step 3</i></p>	20,049,375
<p><b>Total</b> [“A” x 0.15] – “C”</p>	<p>3,846,552</p> <p><i>[Note: this is the remaining placement capacity under rule 7.1]</i></p>

+ See chapter 19 for defined terms.

## Part 2

<b>Rule 7.1A – Additional placement capacity for eligible entities</b>	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>“A”</b>  <i>Note: number must be same as shown in Step 1 of Part 1</i>	159,306,184
<b>Step 2: Calculate 10% of “A”</b>	
<b>“D”</b>	0.10  <i>Note: this value cannot be changed</i>
<b>Multiply “A” by 0.10</b>	15,930,618
<b>Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used</b>	
<i>Insert</i> number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A  <i>Notes:</i> <ul style="list-style-type: none"> <li>• <i>This applies to equity securities – not just ordinary securities</i></li> <li>• <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	
<b>“E”</b>	-

+ See chapter 19 for defined terms.

<b>Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A</b>	
“A” x 0.10  <i>Note: number must be same as shown in Step 2</i>	15,930,618
<b>Subtract “E”</b>  <i>Note: number must be same as shown in Step 3</i>	-
<b>Total</b> [“A” x 0.10] – “E”	15,930,618  <i>Note: this is the remaining placement capacity under rule 7.1A</i>

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+ See chapter 19 for defined terms.