

21 October 2019

ASX Market Announcements
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

Notice under section 708AA (2)(f) of the Corporations Act

This notice is given by Kin Mining NL ("**Company**") under section 708AA (2) (f) of the Corporations Act 2001 (Cth) ("**Corporations Act**"), as notionally modified by Australian Securities and Investments Commission Class Order 08/35 ("**CO 08/35**").

On the 18th October 2019 the Company announced that it is undertaking a non-renounceable rights issue ("**Rights Issue**") of one fully paid ordinary share ("**New Shares**") in the Company for every eight ordinary fully paid shares held at the record date to eligible shareholders at an issue price of \$0.035 per New Share.

Pursuant to the Rights Issue, the Company will offer 63,447,130 New Shares at an issue price of \$0.035 each to raise \$2,220,650 before costs.

Further details regarding the Rights Issue are set out in that announcement and also in the offer document that will be dispatched to all shareholders in accordance with the timetable as announced on 28 October 2019.

For the purpose of section 708AA(7) of the Corporations Act, the Company advises as follows:

1. As at the date of this notice:
 - a) the Company has complied with the provisions of Chapter 2M of the Corporations Act as they apply to the Company;
 - b) the Company has complied with section 674 of the Corporations Act being the requirement to meet its continuous disclosure obligations under the ASX Listing Rules; and
 - c) there is no "excluded information" within the meaning of sections 708AA(8) and 708AA(9) of the Corporations Act which is required to be disclosed under this notice,
2. The Rights Issue may have a material effect or consequence on the control of the Company as disclosed in paragraphs 3 to 5 below.
3. The potential effect that the Rights Issue will have on the control of the Company, and the consequences of that effect, will depend on a number of factors, including eligible shareholders' interest in taking up their entitlements as well as the level of participation of eligible shareholders in any shortfall that is subsequently placed. While it is not possible for the directors to predict the outcome of these factors, a non-exhaustive list setting out the likely effect on control is as follows:
 - (i) the percentage interests of:
 - (A) shareholders that are not eligible shareholders; and
 - (B) eligible shareholders who will not take up their full entitlement, will be diluted;
 - (ii) if all eligible shareholders take up their entitlements for New Shares, all eligible shareholders will hold the same percentage interest in the Company as before the Rights Issue;

(iii) any remaining New Shares not taken up in the Rights Issue will become part of the shortfall which has been partially underwritten by Delphi Unternehmensberatung Aktiengesellschaft.

4. The Company's substantial holders and their Entitlements in the Rights Issue are set out in the table below.

Substantial Holder	Shares	Voting Power (%)	Entitlement	\$
Delphi Unternehmensberatung Aktiengesellschaft	96,877,096	19.09%	12,109,637	423,837
Harmanis Holdings Pty Ltd	77,435,400	15.26%	9,679,425	338,780
Mostia Dion	40,957,262	8.07%	5,119,658	179,188
Michele Canci	34,909,022	6.88%	4,363,628	152,727

Delphi Unternehmensberatung Aktiengesellschaft (Delphi) and Harmanis Holdings Pty Ltd most recently increased their percentage of voting power from their participation in the Placement announced on 18 October 2019.

5. Delphi has agreed to partly underwrite the Rights Issue. Delphi is a substantial shareholder of the Company and is not a related party of the Company. Delphi has agreed to partly underwrite the Rights Issue up to 36,538,410 Shares being a value of \$1,278,844. Delphi's present relevant interest and changes under several scenarios are set out in the table below. The number of Shares that may be held by Delphi and their voting power as set out in the table below show the potential effect of the underwriting on the Rights Issue. However, it is unlikely that no Shareholders will take up Entitlements under the Rights Issue. The underwriting obligation and therefore voting power of Delphi will change by the corresponding amount for the amount of Entitlements under the Rights Issue taken up by the other Shareholders.

Event	Shares Held by Underwriter	Voting power of Underwriter
Date of Offer Document	96,877,096	19.09%
Fully subscribed	108,986,733	19.09%
75% subscribed	121,821,106	21.33%
50% subscribed	134,655,479	23.58%
25% subscribed	145,525,143	25.48%
Full underwriting commitment (maximum voting power)	145,525,143	25.48%

The Company has received firm commitments from Delphi and two other substantial shareholders who collectively represent 42.4% of the Company that they will take up their full Entitlements. These firm commitments represent 4.71% of the shares after the Rights Issue is completed and will result in the

voting power of the Underwriter (assuming no other shareholders take up their Entitlement) being 25.48%.

An Appendix 3B reflecting the revised capital structure following the Rights Issue has been released prior to this announcement on 21 October 2019.

If you have any questions in relation to the Rights Issue, please do not hesitate to contact the Company on (08) 9242 2227.

A handwritten signature in blue ink, appearing to read "Stephen Jones", with a horizontal line extending to the right.

Stephen Jones
Company Secretary