

4 April 2017

## **PARTICIPATION IN PRO-RATA NON-RENOUCEABLE ENTITLEMENT OFFER (“OFFER”)**

On 28 March 2017, Agrimin Limited (“Agrimin” or the “Company”) announced the Company had secured commitments for a share placement to raise approximately \$7.0 million before costs and a pro-rata non-renounceable entitlement offer of shares to raise approximately \$6.2 million before costs. The Company also announced an underwriting agreement for 50% of the entitlement offer.

The Offer will be made to Shareholders with a registered address in Australia and New Zealand (“Eligible Shareholders”) and registered at 9.00am (AEST) on 6 April 2017 (“Record Date”) to participate in a non-renounceable entitlement offer of one new Share in Agrimin (“New Shares”) for every nine Shares at an offer price of \$0.40 per Share to raise approximately of \$6.2 million before costs. Fractional entitlements will be rounded down to the nearest whole number.

Pursuant to the ASX Listing Rules (“Listing Rules”), the Company is required to provide you with certain information as part of the procedure under the Offer. This notice contains all the information required by Appendix 3B of the Listing Rules.

A Prospectus, a copy of which was lodged with ASX on 31 March 2017, will be dispatched to all Eligible Shareholders, together with an Entitlement and Acceptance Form, on 11 April 2017. The Prospectus is available on the ASX website and the Company’s website ([www.agrimin.com.au](http://www.agrimin.com.au)). Full details of the terms and conditions of the Offer are contained in the Prospectus.

Pursuant to the Offer, the Company will issue approximately 15,617,249 New Shares in the capital of the Company at an issue price of \$0.40 each to raise approximately \$6.2 million (before expenses of the issue). Assuming the Offer is fully subscribed this will result in the Company having a maximum of 156,172,491 Shares on issue following the Offer. The New Shares will rank equally with, existing Shares on issue.

This number may increase by up to 111,111 New Shares in the event that existing option holder exercises their 1,000,000 options prior to the Record Date.

The Offer is non-renounceable. This means that there will be no trading of entitlements to subscribe for the New Shares (“Entitlement”) on the ASX and you may not dispose of your Entitlement to subscribe for New Shares under the Offer to any other party.

Please note that Shareholders at the Record Date that have an address registered outside Australia and New Zealand (“Excluded Shareholders”) will not be eligible to participate in the Offer.

Eligible Shareholders who wish to subscribe for some or all of the New Shares making up their Entitlement must return a completed Entitlement and Acceptance Form with their application money by 5.00 pm (AEST) on 24 April 2017. The Company has an underwriting agreement for 50% of the Offer. Any Shortfall pursuant to the Offer will be dealt with by the Directors in consultation with the underwriter. The underwriter will be paid a fee of 2.5% of the underwritten amount.

The proceeds of the Offer will be used to continue to advance the development of Agrimin’s 100% owned Mackay Sulphate of Potash Project in Western Australia and for working capital requirements.

The timetable in respect of the Offer is set out below:

Lodgement of Appendix 3B and Prospectus with ASIC and ASX	31 March 2017
Notice of Entitlement Offer sent to Eligible Shareholders	4 April 2017
Shares quoted on an “ex” basis	5 April 2017
Record Date for determining entitlements	6 April 2017
Prospectus and Entitlement and Acceptance Form despatched to Eligible Shareholders	11 April 2017
Entitlement Offer Opening Date	11 April 2017
Entitlement Offer Closing Date	24 April 2017
New shares quoted on a deferred settlement basis	26 April 2017
Notify ASX of shortfall	28 April 2017
Anticipated date for issue of New Shares / Deferred settlement trading ends	2 May 2017
Anticipated date for commencement of New Shares trading on a normal settlement basis	3 May 2017

The timetable outlined above is indicative only and subject to change. The Directors, in conjunction with the underwriter, reserve the right to vary these dates, including the Closing Date, without prior notice but subject to the Corporations Act and the Listing Rules. The Directors also reserve the right not to proceed with the whole or part of the Offer at any time prior to allotment.

Before taking up Entitlements under the Offer, Eligible Shareholders should read the announcements released to the market and all the information set out in the Prospectus, including the risk factors. If you have any enquiries, please consult your professional advisor.

For further information on your entitlement to the Offer, or how to deal with the Offer, please contact the Company Secretary on (+61 4) 02 212532 or the Company's Share Registry, Automic Registry Services on 1300 288 664 (within Australia).

Yours sincerely



Alec Pismiris  
Director/Company Secretary