

## Regulatory Story

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**Thor Mining PLC** - THR  
Released 07:00 10-Oct-2016

Appendix 3B

RNS Number : 0822M  
Thor Mining PLC  
10 October 2016

Monday, 10 October 2016

THOR MINING PLC  
Thor Mining PLC ("Thor" or the "Company")

The Directors of Thor Mining PLC (AIM, ASX: THR) today released the following announcement on the Australian Securities Exchange ("ASX") as required under the listing rules of the ASX.

*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

Name of entity

Thor Mining PLC

ABN

121 117 673

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

- a) Ordinary shares / CDIs
- b) Ordinary Shares
- c) Unlisted Options (termed warrants in the UK)

2	Number of +securities issued or to be issued (if known) or maximum number which may be issued	<p>a) <b>Transfers</b> of 1,500,000 to ASX listed CDI's from AIM listed shares on the AIM Market of the London Stock Exchange, during the period 5 September 2016 to 7 October 2016.</p> <p>b) <b>Issue</b> of 1,000,000,000 Ordinary Shares to sophisticated investors in the UK on 7 October 2016. Thereby increasing the total number of securities, listed on both AIM and ASX, to 7,136,387,510 as at 7 October 2016.</p> <p>c) <b>Issue</b> of 1,000,000,000 unlisted options to sophisticated investors, on the basis of one free option for every one Ordinary Share subscribed for under (b).</p>
3	Principal terms of the +securities (eg, 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)	<p>This represents:</p> <p>a) <b>Transfers</b> of 1,500,000 to ASX listed CDI's from AIM listed shares on the AIM Market of the London Stock Exchange, during the period 5 September 2016 to 7 October 2016.</p> <p>b) <b>Issue</b> of 1,000,000,000 ordinary shares at a price of £0.00025 (0.025 pence) per share, as announced to the ASX on 2 September 2016.</p> <p>c) <b>Issue</b> of 1,000,000,000 unlisted options on the basis of one free option per one share subscribed for under (b). Each option is exercisable for £0.0005 (0.05 pence) for one share, with an expiry date of 7 April 2019.</p>
4	<p>Do the +securities rank equally in all respects from the date of allotment 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>a) Yes.</p> <p>b) Yes.</p> <p>c) No. The securities will rank equally with ordinary shares upon exercise of the options (if the option holders elect to do so).</p>
5	Issue price or consideration	<p>a) N/A</p> <p>b) Ordinary shares £0.00025 (0.025 pence) per share.</p> <p>c) Unlisted options Nil consideration. Issued on the basis of one free option per one share subscribed for under (b)</p>
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Funds raised from the issue will enable the Company to progress its Molyhil tungsten project. The Placing will also provide the Company with additional working capital.

6a	<p>Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b - 6h <i>in relation to the +securities the subject of this Appendix 3B</i>, and comply with section 6i</p>	<p>Yes</p>
6b	<p>The date the security holder resolution under rule 7.1A was passed</p>	<p>26 November 2015</p>
6c	<p>Number of +securities issued without security holder approval under rule 7.1</p>	<p>N/A</p>
6d	<p>Number of +securities issued with security holder approval under rule 7.1A</p>	<p>N/A</p>
6e	<p>Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)</p>	<p>a) N/A                  b) 1,000,000,000 Ordinary shares.                  c) 1,000,000,000 Unlisted options.                   Meeting date 6 October 2016.</p>
6f	<p>Number of securities issued under an exception in rule 7.2</p>	<p>N/A</p>
6g	<p>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.</p>	<p>N/A</p>
6h	<p>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.</p>	<p>N/A</p>
6i	<p>Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A - complete Annexure 1 and release to ASX Market Announcements</p>	<p>Refer attached Annexure 1</p>
7	<p>Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>a) Transfers: 5 September 2016 to 7 October 2016.                  b) 7 October 2016 (in the UK)                  c) 7 October 2016 (in the UK)</p>

8	<p>Number and +class of all +securities quoted on ASX (<i>including</i> the securities in section 2 if applicable)</p>	<table border="1"> <thead> <tr> <th data-bbox="699 1850 884 1883">Number</th> <th data-bbox="887 1850 1244 1883">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="699 1888 884 1977">1,976,717,019</td> <td data-bbox="887 1888 1244 1977">Ordinary Shares quoted by ASX ("THR" as CDIs) as at 7 October 2016.</td> </tr> </tbody> </table>	Number	+Class	1,976,717,019	Ordinary Shares quoted by ASX ("THR" as CDIs) as at 7 October 2016.
Number	+Class					
1,976,717,019	Ordinary Shares quoted by ASX ("THR" as CDIs) as at 7 October 2016.					



39	Class of +securities for which quotation is sought					
40	<p>Do the +securities rank equally in all respects from the date of allotment 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>					
41	<p>Reason for request for quotation now</p> <p>Example: In the case of restricted securities, end of restriction period</p> <p>(if issued upon conversion of another security, clearly identify that other security)</p>					
42	Number and +class of all +securities quoted on ASX (including the securities in clause 38)	<table border="1"> <thead> <tr> <th>Number</th> <th>+Class</th> </tr> </thead> <tbody> <tr> <td></td> <td></td> </tr> </tbody> </table>	Number	+Class		
Number	+Class					

**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.



securities issued in that 12 month period under an exception in rule 7.2 • Number of fully paid ordinary securities issued in that 12 month period with shareholder approval  • Number of partly paid ordinary securities that became fully paid in that 12 month period  <i>Note:</i> • <i>Include only ordinary securities here - other classes of equity securities cannot be added</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i>	<i>Placement (23/10/15) (approved 23 July 2015)</i> 76,398,285  <i>Remuneration (17/12/15) (approved 26 November 2015)</i> 356,898,014  <i>Placement (1/6/16) (approved 23 June 2016)</i> 336,000,000  <i>Placement (24/6/16) (approved 23 June 2016)</i> 864,000,000  <i>Placement (5/9/16) (approved 6 October 2016)</i> 400,000,000  <i>Placement (7/10/16) (approved 6 October 2016)</i> 1,000,000,000
<b>Subtract</b> the number of fully paid ordinary securities cancelled during that 12 month period	0
<b>"A"</b>	7,136,387,510
<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>	1,070,458,126
<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 <i>agreed to be issued</i> 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><b>Note:</b></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><b>"C"</b></p>	<p>0</p>
<p><b>Step 4: Subtract "C" from ["A" x "B"] to calculate remaining placement capacity under rule 7.1</b></p>	
<p>"A" x 0.15</p> <p><i>Note: number must be same as shown in Step 2</i></p>	<p>1,070,458,126</p>
<p><b>Subtract "C"</b></p> <p><i>Note: number must be same as shown in Step 3</i></p>	<p>0</p>
<p><b>Total</b> ["A" x 0.15] - "C"</p>	<p>1,070,458,126</p> <p><i>[Note: this is the remaining placement capacity under rule 7.1]</i></p>

**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>	7,136,387,510
<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>	713,638,751
<b>Step 3: Calculate "E", the amount of placement capacity under rule 7.1A that has already been used</b>	
<b>Insert</b> 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>	0

<b>Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A</b>	
<b>"A" x 0.10</b> <i>Note: number must be same as shown in Step 2</i>	713,638,751
<b>Subtract "E"</b> <i>Note: number must be same as shown in Step 3</i>	0
<b>Total ["A" x 0.10] - "E"</b>	713,638,751 <i>Note: this is the remaining placement capacity under rule 7.1A</i>

## Enquiries:

Mick Billing	+61 (8) 7324 1935	Thor Mining PLC	Executive Chairman
Ray Ridge	+61 (8) 7324 1935	Thor Mining PLC	CFO/Company Secretary
Colin Aaronson/ Daniel Bush/ Richard Tonthat	+44 (0) 207 383 5100	Grant Thornton UK LLP	Nominated Adviser
Gerry Beaney/	+44 (0) 203 862 6625		Broker

David Hignell		Northland Capital	
John Howes		Partners Limited	
Tim Blythe/	+44 (0) 207 138 3222	Blytheweigh	Financial PR
Camilla Horsfall			

Updates on the Company's activities are regularly posted on Thor's website [www.thormining.com](http://www.thormining.com), which includes a facility to register to receive these updates by email.

This information is provided by RNS  
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