



9 June 2017

Company Announcements Office  
ASX Limited  
Level 40  
Central Park  
152-158 St Georges Terrace  
PERTH WA 6000

Dear Sir/Madam

### Issue of Placement Shares

Magnum Mining and Exploration Limited (the **Company**) is pleased to announce that it has today issued 50,000,006 fully paid ordinary shares in the capital of the Company (the **Placement Shares**) at \$0.03 per share to raise approximately \$1,500,000 (before costs). The Placement Shares were issued to sophisticated and institutional investors. Shareholder approval for the issue of 50,000,000 of the Placement Shares was obtained at the Company's Annual General Meeting on 18 May 2017. The remainder of the Placement Shares have been issued utilising the Company's 15% placement capacity under Listing Rule 7.1.

The funds raised from the issue of the Placement Shares will be used to carry out bulk sampling at the Company's Gravelotte Project, to meet future permitting costs and statutory commitments relating to its exploration tenements, and to provide general working capital to allow the Company to carry out its business plans in respect of the continued evaluation and development of its existing projects, and to seek further strategic acquisition opportunities in the exploration and mining industry.

An Appendix 3B and Cleansing Notice are attached.

Yours sincerely

A handwritten signature in black ink that reads "G. Button". The signature is written in a cursive style with a large initial "G".

Grant Button  
Company Secretary

Magnum Mining & Exploration Ltd

ABN: 70 003 170 376

Suite 6, Ground Floor, South Mill Centre, 9 Bowman Street, South Perth WA 6151 PO Box 189, South Perth WA 6951  
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# 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

Magnum Mining and Exploration Limited (the **Company**)

ABN

70 003 170 376

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  | Fully Paid Ordinary Shares |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued   | 50,000,006 Shares          |
| 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) | Fully Paid Ordinary Shares |

<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>Yes</p>
<p>5 Issue price or consideration</p>	<p>\$0.03 per share</p>
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>The funds raised from the issue of the Shares will be used to:</p> <ul style="list-style-type: none"> <li>• carry out bulk sampling at the Company’s Gravelotte Project;</li> <li>• meet future permitting costs and statutory commitments relating to the Company’s exploration tenements; and</li> <li>• provide general working capital to allow the Company to carry out its business plans in respect of the continued evaluation and development of its existing projects, and to seek further strategic acquisition opportunities in the exploration and mining industry.</li> </ul>
<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>
<p>6b The date the security holder resolution under rule 7.1A was passed</p>	<p>18 May 2017</p>

6c	Number of +securities issued without security holder approval under rule 7.1	6				
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)	50,000,000 (approved by shareholders at the Annual General Meeting of the Company held on 18 May 2017)				
6f	Number of +securities issued under an exception in rule 7.2	Nil				
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				
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	Listing Rule 7.1 - 41,936,815 Listing Rule 7.1A - 27,957,881				
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.	9 June 2017				
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>279,578,818</td> <td>Ordinary shares</td> </tr> </tbody> </table>	Number	·Class	279,578,818	Ordinary shares
Number	·Class					
279,578,818	Ordinary shares					

	Number	Class
9	Number and class of all securities not quoted on ASX (including the securities in section 2 if applicable)	Nil N/A
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	There is currently no dividend policy in place for the Company.

## Part 2 - Pro rata issue

11	Is security holder approval required?	N/A
12	Is the issue renounceable or non-renounceable?	N/A
13	Ratio in which the securities will be offered	N/A
14	Class of securities to which the offer relates	N/A
15	Record date to determine entitlements	N/A
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A
17	Policy for deciding entitlements in relation to fractions	N/A
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.	N/A
19	Closing date for receipt of acceptances or renunciations	N/A

20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	N/A
25	If the issue is contingent on security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	N/A
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	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A
32	How do security holders dispose of their entitlements (except by sale through a broker)?	N/A

33 Issue date

N/A

### Part 3 - Quotation of securities

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

34 Type of securities  
(tick one)

(a)  Securities described in Part 1

(b)  All other 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*

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

39 Class of securities for which quotation is sought

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



- 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.

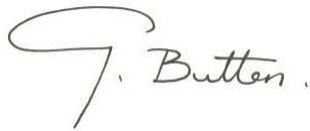
Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- 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:



Date: 9 June 2017

Print name: Company secretary  
Grant Button

# 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	229,578,812
<b>Add</b> the following: <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> <b>Note:</b> <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>	50,000,000 (9 June 2017)
<b>Subtract</b> the number of fully paid ordinary securities cancelled during that 12 month period	Nil
<b>“A”</b>	279,578,812

<b>Step 2: Calculate 15% of “A”</b>	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
<b>Multiply</b> “A” by 0.15	41,936,821
<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>	6 (9 June 2017)
“C”	6
<b>Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1</b>	
“A” x 0.15 <i>Note: number must be same as shown in Step 2</i>	41,936,821
<b>Subtract</b> “C” <i>Note: number must be same as shown in Step 3</i>	6
<b>Total</b> [“A” x 0.15] – “C”	41,936,815

## 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>	279,578,812
<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>	27,957,881
<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  <b>Notes:</b> <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>	Nil
<b>“E”</b>	0

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+ See chapter 19 for defined terms.

**Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A**

<p>"A" x 0.10 <i>Note: number must be same as shown in Step 2</i></p>	<p>27,957,881</p>
<p><b>Subtract "E"</b> <i>Note: number must be same as shown in Step 3</i></p>	<p>0</p>
<p><b>Total</b> ["A" x 0.10] – "E"</p>	<p>27,957,881</p>



9 June 2017

Company Announcements Office  
ASX Limited  
Level 40  
Central Park  
152-158 St Georges Terrace  
PERTH WA 6000

**Notice under section 708A(5)(e) of the Corporations Act 2001 (Cth)**

This notice is given by Magnum Mining and Exploration Limited ACN 003 170 376 (**Magnum Mining** or the **Company**) under section 708A(5)(e) of the Corporations Act 2001 (Cth) (**Corporations Act**).

Magnum Mining announced today that 50,000,006 fully paid ordinary shares in the capital of the Company (the **Placement Shares**) were issued via a placement to sophisticated and institutional investors (as defined in the Corporations Act) at a price of \$0.03 per share to raise approximately \$1,500,000 (before costs).

Notice

For the purposes of section 708A(6) of the Corporations Act, Magnum Mining advises that:

- (a) the Placement Shares have been issued without disclosure to investors under Part 6D.2 of the Corporations Act;
- (b) this notice is given under section 708A(5)(e) of the Corporations Act;
- (c) as at the date of this notice, Magnum Mining has complied with:
  - (i) the provisions of Chapter 2M of the Corporations Act as they apply to Magnum Mining; and
  - (ii) section 674 of the Corporations Act; and
- (d) as at the date of this notice, there is no excluded information of the type referred to in sections 708A(7) and 708A(8) of the Corporations Act.

Yours sincerely

A handwritten signature in black ink that reads "G. Button". The signature is written in a cursive, flowing style.

Grant Button  
Company Secretary

**Magnum Mining & Exploration Ltd**

ABN: 70 003 170 376

Suite 6, Ground Floor, South Mill Centre, 9 Bowman Street, South Perth WA 6151 PO Box 189, South Perth WA 6951

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