



# Aeon Metals Limited

(formerly Aussie Q Resources Limited)  
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**ASX Code - AQR**

1 July 2015.

Dear Shareholder,

## FULLY UNDERWRITTEN NON-RENOUCEABLE RIGHTS OFFER

On 1 July 2015, Aeon Metals Limited (**Aeon** or the **Company**) announced a fully underwritten, non-renounceable pro rata entitlement issue to raise approximately A\$3,260,927 (before costs and expenses of the offer) (**Rights Offer**). The Company also announced a refinancing of its debt facility with funds managed by OCP Asia (Hong Kong) Limited which will, subject to Aeon shareholder approvals, will provide some \$4.85 million for further work at the Walford Creek Project. The announcement is on Aeon's website and merits your attention.

Under the Rights Offer, eligible shareholders who hold Aeon shares at 5.00pm AEST on the record date of 10 July 2015 (**Record Date**) will be offered up to 43,479,028 New Shares (subject to roundings) on the basis of one (1) fully paid ordinary share in Aeon for every seven (7) ordinary shares held on the Record Date, at an issue price of A\$0.075 per New Share.

The Rights Offer is being undertaken pursuant to an offer document (**Offer Document**). Full details of the Rights Offer can be found in the Offer Document and Appendix 3B lodged with the ASX on 1 July 2015. A copy of the Offer Document is available to download from both the ASX website (at [www.asx.com.au](http://www.asx.com.au)) and Aeon's website (at [www.aeonmetals.com.au](http://www.aeonmetals.com.au)).

Eligible shareholders will receive on or around 14 July 2015 a copy of the Offer Document including a personalised Entitlement and Acceptance Form which will provide detailed instructions on how to participate in the Rights Offer.

## Timetable

Event	Date
Announcement of the Rights Offer	1 July 2015
Offer Document, Appendix 3B and Section 708AA Cleansing Notice released to the ASX	1 July 2015
Notice sent to Eligible Shareholders	2 July 2015
Ex date (Date from which New Shares commence trading without the entitlement to participate)	8 July 2015
Record Date (Date for determining Entitlements of Eligible Shareholders to participate in the Rights Offer)	10 July 2015 (5:00pm AEST)
Offer Document and Entitlement and Acceptance Form dispatched to Eligible Shareholders	14 July 2015
Opening Date of Rights Offer	14 July 2015
Closing Date of Rights Offer	27 July 2015 (5:00pm AEST)

New Shares quoted on deferred settlement basis	28 July 2015
Notification to ASX of close of Rights Offer, New Shares taken up and shortfall	30 July 2015
Despatch date (Expected date of dispatch of transaction confirmation statements)	4 August 2015
Normal trading commences	5 August 2015

### Key information

The key information in connection with the Rights Offer is set out below:

<b>Entitlement</b>	Each eligible shareholder will be entitled to subscribe for one (1) new fully paid ordinary share ( <b>New Share</b> ) for every seven (7) ordinary shares held by the eligible shareholder. Any fractional entitlements will be rounded up to the nearest whole number.
<b>Terms of issue of securities</b>	Each New Share will rank equally with and be issued on the same terms as those quoted fully paid ordinary shares already issued by Aeon. Application for quotation of the New Shares offered under the Rights Offer was made by Aeon on 1 July 2015.
<b>Record Date</b>	The record date to determine entitlements of eligible shareholders is 5.00pm AEST on 10 July 2015 ( <b>Record Date</b> ).
<b>Shortfall</b>	Eligible shareholders will be able to apply for additional New Shares in excess of their entitlement at the same issue price of A\$0.075 per New Share. Allocation of additional New Shares applied for will be subject to there being a shortfall in subscriptions under the Rights Offer and subject to the Board's discretion.
<b>Non-Renounceable</b>	The Rights Offer is non-renounceable. Accordingly rights will not be tradeable on ASX or otherwise transferrable. Shareholders who do not take up their entitlements in full will not receive any value in respect of that part of their entitlement that they do not take up. Shareholders who are not eligible to receive entitlements will not receive any value in respect of entitlements they would have received had they been eligible.
<b>Eligibility</b>	All shareholders as at the Record Date will be eligible to participate in the Rights Offer.  Shares commence trading without the entitlement to participate in the Rights Offer on 8 July 2015 (being the Ex Date for the Rights Offer).
<b>Fully underwritten</b>	The Rights Offer is fully underwritten up to A\$3,260,927, representing 100% of the total Rights Offer, by Pitt Capital Partners. The underwriting means that the receipt of the funds sought under the Rights Offer can be guaranteed. The underwriting fee is 5.5 % of the amount underwritten.
<b>Use of Funds Raised</b>	The capital raised from the Rights Offer will be directed towards Working capital particularly in relation to Walford Creek and to pay the costs of the Rights Offer.
<b>Maximum number of securities to be issued</b>	A maximum of approximately 43,479,028 (subject to roundings) New Shares will be issued under the Rights Offer. Based on that number, the maximum number of listed ordinary shares on issue following the Rights Offer will be approximately 347,832,225 (subject to roundings).  Fractional entitlements under the Rights Offer will be rounded up to the nearest whole number
<b>Shareholder approval</b>	No shareholder approval will be required for the Rights Offer.
<b>Disclosure</b>	The Rights Offer is being made in accordance with section 708AA of the Corporations Act with a cleansing notice.

If you are eligible and wish to participate in the Rights Offer, it will be necessary for you to complete and return the personalised Entitlement and Acceptance Form that will accompany the Offer Document in accordance with the instructions on that form.

If you have any queries about the Rights Offer, please contact your stockbroker or other professional adviser or the Company's Share Registry, Boardroom Pty Limited, on 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia).

For and on behalf of  
Aeon Metals Limited  
Stephen J Lonergan  
Company Secretary