

ALLIANCE MINERAL ASSETS LIMITED

(Company Registration Number: ACN 147 393 735)
(Incorporated in the Australia on 6 December 2010)

PROPOSED PLACEMENT - WAIVER OF CONDITION PRECEDENT

1. INTRODUCTION

- 1.1 The board of directors ("**Board**" or "**Directors**") of Alliance Mineral Assets Limited (the "**Company**") refers to:
- (a) the announcement of the Company dated 3 June 2016 in relation to the binding conditional terms sheet ("**Binding Term Sheet**") entered into with Lithco No. 2 Pty Ltd ("**Lithco**") ("**3 June Announcement**"); and
 - (b) the announcement of the Company dated 6 June 2016 in relation to the placement of 83,500,000 new ordinary shares ("**Placement Shares**") in the capital of the Company at S\$0.06 for each placement share ("**Placement**") ("**6 June Announcement**").
- 1.2 Capitalised terms shall, unless otherwise defined or unless otherwise required by the context, shall bear the meanings as ascribed in the 3 June Announcement or 6 June Announcement, as the case may be.
- 1.3 As stated in the 6 June Announcement, as at 5 June 2016, the Placement Agent has received confirmed subscriptions from Placees to the Placement which amounted to S\$5,010,000 (equivalent to approximately A\$4,994,469) comprising subscription to an aggregate of 83,500,000 new ordinary shares in the capital of the Company to be issued at an issue price of S\$0.06 per Placement Share.

2. WAIVER OF CONDITIONS PRECEDENT TO THE PLACEMENT

- 2.1 As set out in the 3 June Announcement, execution of the Binding Definitive Agreements is conditional on the successful completion of the Capital Raising Exercise, being the Placement. In turn, as set out in both the 3 June Announcement and 6 June Announcement, the Placement is conditional upon ("**Placement Condition Precedent**") the Required Approvals (as defined in the 3 June Announcement).
- 2.2 The Board wishes to update that the Company and Lithco No. 2 Pty Ltd have mutually agreed to waive the Placement Condition Precedent. For the avoidance of any doubt, the Required Approvals will still be a condition precedent to the Binding Term Sheet, and the completion of the Placement is subject to the approval of the SGX-ST (being the listing and quotation notice for the Placement Shares) and all other consents, approvals and authorisations required to the extent applicable to the Placement.
- 2.3 As mentioned in the 6 June Announcement, the sponsor of the Company, PrimePartners Corporate Finance Pte. Ltd., will be making an application for and on behalf of the Company to the SGX-ST for the listing and quotation of the Placement Shares on the Catalist of the SGX-ST. The Company will make the necessary announcement upon receipt of the approval in-principle from the SGX-ST for the listing and quotation of the Placement Shares.

3. FURTHER ANNOUNCEMENTS AND UPDATES

The Company will provide further updates on any material developments in a timely manner.

BY ORDER OF THE BOARD

Suen Sze Man
Executive Director
14 June 2016

*Alliance Mineral Assets Limited (the “**Company**”) was listed on Catalist of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) on 25 July 2014. The initial public offering of the Company was sponsored by PrimePartners Corporate Finance Pte. Ltd. (the “**Sponsor**” or “**PPCF**”).*

This announcement has been prepared by the Company and its contents have been reviewed by the Company’s Sponsor for compliance with the SGX-ST Listing Manual Section B: Rules of Catalist. The Sponsor has not verified the contents of this announcement.

This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Ms Gillian Goh Director, Head of Continuing Sponsorship, at 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, telephone (65) 6229 8088.