

## ALLIANCE MINERAL ASSETS LIMITED

(Company Registration Number: ACN 147 393 735)

(Incorporated in the Australia on 6 December 2010)

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### ENTRY INTO FARM-IN AGREEMENT

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*Capitalised terms shall, unless otherwise defined or unless otherwise required by the context, shall bear the meanings as ascribed to them in circular to shareholders of the Company dated 24 August 2017 (“Circular”).*

#### 1. INTRODUCTION

The board of directors (“**Board**” or “**Directors**”) of Alliance Mineral Assets Limited (the “**Company**”) refers to the announcement of the Company dated 3 June 2016 in relation to the binding conditional terms sheet (“**Binding Terms Sheet**”) entered into with Lithco No. 2 Pty Ltd (“**Lithco**”) (“**3 June Announcement**”), the announcements dated 25 July 2016, 17 August 2016, 30 September 2016, 3 November 2016, 17 November 2016, 12 December 2016, 18 January 2017, 26 January 2017, 31 January 2017, 12 February 2017 (“**Announcements**”) and the Circular for *inter alia*, a Farm-In and Joint Venture arrangement (“**Definitive Agreements**”) with Lithco, with respect to the Company’s Bald Hill project (“**Project**”) in Western Australia for the purpose of joint exploration and exploitation of lithium and other minerals.

#### 2. ENTRY INTO FARM-IN AGREEMENT

Further to the Announcements and the Circular, the Board wishes to update Shareholders that the Company and Lithco (collectively, the “**Parties**”) have on 23 February 2017 entered into a farm-in agreement (“**Farm-in Agreement**”) with Lithco for, *inter alia*, the following:

- (a) AMA to grant Lithco the right to earn in to acquire an interest of 50% as tenant in common in the lithium rights in the Tenements and the mining information that relates to lithium (“**Lithium Rights Interest**”) upon completion of Expenditure Commitment, and subject to further completion of Capital Expenditure, the right to earn in to acquire an interest of 50% as tenant in common in the Tenements, the Plant and in the mining information (“**Project Interest**”);
- (b) The Parties agree that if the Lithco acquires the Lithium Rights Interest pursuant to the Farm-in Agreement then the Parties shall associate themselves as a joint venture for the exploration and commercial exploitation of lithium on the Tenements (“**Lithium Rights JV**”); and
- (c) Furthermore, if the Lithco acquires the Project Interest, then the Parties shall associate themselves as a joint venture (which will replace any existing joint venture that may have been formed in (b) above) for the exploration and commercial exploitation of all minerals on the Tenements (“**Project JV**”),

on the terms and conditions set out in the Farm-in Agreement.

Under the Farm-in Agreement, the Parties will in good faith seek to agree on the terms of the joint venture agreements (“**JVAs**”) governing the Lithium Rights JV and Project JV as soon as possible following the date of the Farm-in Agreement, on the basis that they should be consistent with the terms of the Farm-in Agreement and contain terms and conditions that are customary for arrangements of that nature in the Western Australian mining industry which are approved by the boards of the Company and Lithco.

Further, under the Farm-in Agreement, Lithco is required to spend, AUD12,500,000 in Capital Expenditure prior to 31 December 2019.

Save for the aforementioned, the salient terms of the Farm-in Agreement are in line with the terms

set out in the Binding Terms Sheet and/or the Circular.

The Company endeavours to finalise the respective JVAs with Lithco as soon as practicable and in any case prior to the fulfilment of the respective Expenditure Commitment and Capital Expenditure by Lithco.

### **3. FURTHER ANNOUNCEMENTS AND UPDATES**

The Company will provide further updates on any material developments in relation to the aforementioned, and will disseminate such information in a timely manner.

### **4. DOCUMENTS AVAILABLE FOR INSPECTION**

The Farm-in Agreement is available for inspection at the registered office of the Company at Lakeside Corporate Building Unit 6, 24 Parkland Road, Osborne Park 6017, Western Australia and at the office of Dentons Rodyk & Davidson LLP at 80 Raffles Place, #33-00 UOB Plaza 1, Singapore 048624 during the normal business hours for 3 months from the date of this announcement.

### **BY ORDER OF THE BOARD**

Suen Sze Man  
Executive Director  
23 February 2017

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*This announcement has been prepared by Alliance Mineral Assets Limited (the "Company") and its contents have been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor"), for compliance with the SGX-ST Listing Manual Section B: Rules of Catalist. The Sponsor has not verified the contents of this announcement. The Sponsor has also not drawn on any specific technical expertise in its review 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.*