



ABN 44 009 157 439

28 August 2017

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Level 2, 90 William St  
Melbourne Victoria 3000  
Australia

**ASX Limited**

Telephone: +61 3 9605 5950  
Facsimile: +61 3 9605 5999  
Email: [info@hawthornresources.com](mailto:info@hawthornresources.com)  
[www.hawthornresources.com](http://www.hawthornresources.com)

***ASX Announcement***

**HAWTHORN RESOURCES LIMITED COMPLETES SUCCESSFUL INSTITUTIONAL ENTITLEMENT OFFER**

Hawthorn Resources Limited (“Hawthorn”) (ASX Code: HAW) is pleased to advise the successful completion of the institutional component of the \$6 million pro rata non-renounceable rights as announced on Thursday 24 August 2017 (Entitlement Offer”).

The institutional component of the Entitlement Offer (“Institutional Entitlement Offer”) raised approximately \$1.59 million from the applications for approximately 39.656 million new fully paid ordinary shares (“New Shares”) at an issue price of \$0.04 a share.

The New Shares applied for under the Institutional Entitlement Offer are expected to be issued and commence trading on the official list of the ASX on Friday 1 September 2017. With the quotation of the New Shares the Company will have on issue a total of 210,929,630 fully paid ordinary shares.

**RETAIL ENTITLEMENT OFFER**

The retail component of the Entitlement Offer (“Retail Entitlement Offer”) will open on Thursday 31 August 2017 and will close, unless extended, at 5.00 p.m. (AEST) on Monday 11 September 2017.

The Company’s eligible retail shareholders with a registered address in Australia or New Zealand will be able to apply for 1 New Share for every 1.141757626 fully paid ordinary shares held as at 7.00 p.m. (AEST) on Monday 28 August 2017 (“Record Date”) at the same offer price of \$0.04 a New Share as the Institutional Entitlement Offer.

The New Shares arising under the Retail Entitlement Offer will be allotted, unless the Offer has been extended, on Monday 18 September 2017 and are expected to commence trading on the official lists of the ASX on Tuesday 19 September 2017.

The Board of Directors of Hawthorn encourage the Company’s eligible retail shareholders to read carefully the Retail Offer Document (“the Document”) for the details relating to the Retail Entitlement Offer. The Document is expected to be dispatched, together with a personalised entitlement and acceptance form, to eligible retail shareholders no later than Thursday 31 August 2017. The Document

will be available on the Company's website at [www.hawthornresources.com](http://www.hawthornresources.com) and on the Company's ASX webpage under code HAW.

The Company expects its trading halt to be lifted and the Company's fully paid ordinary shares to commence trading from open of market today on an "ex entitlement" basis.

**For further information please contact Hawthorn's Company Secretary, Mr Mourice Garbutt.  
Tel: +61 (0) 3 9605 5917**

### ***Important notices***

**This announcement may not be released or distributed in the United States.** This announcement does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States. The entitlements and the New Shares to be offered and sold in the Entitlement Offer have not been, and will not be, registered under the US Securities Act of 1933 (**US Securities Act**) or the securities laws of any state or other jurisdiction of the United States, and may not be offered or sold, directly or indirectly, in the United States unless they are offered and sold pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act and applicable US state securities laws.

This announcement contains certain forward-looking statements and comments about future events. Forward-looking statements can generally be identified by the use of forward-looking words such as, 'expect', 'anticipate', 'likely', 'intend', 'should', 'could', 'may', 'predict', 'plan', 'propose', 'will', 'believe', 'forecast', 'estimate', 'target' and other similar expressions within the meaning of securities laws of applicable jurisdictions. Indications of, and guidance or outlook on, future earnings or financial position or performance are also forward-looking statements. Forward-looking statements involve inherent risks and uncertainties, both general and specific, and there is a risk that such predictions, forecasts, projections and other forward-looking statements will not be achieved.

A number of important factors could cause Hawthorn's actual results to differ materially from the plans, objectives, expectations, estimates and intentions expressed in such forward looking statements and many of these factors are beyond Hawthorn's control. Refer to the various risk factors in the Investor Presentation released to ASX on Thursday 24 August 2017. Forward-looking statements are provided as a general guide only, and should not be relied on as an indication or guarantee of future performance and involve known and unknown risks, uncertainty and other factors, many of which are outside the control of Hawthorn. As such, undue reliance should not be placed on any forward-looking statement. Past performance information given in this announcement is given for illustrative purposes only and is not necessarily a guide to future performance and no representation or warranty is made by any person as to the likelihood of achievement or reasonableness of any forward-looking statements, forecast financial information or other forecast. Nothing contained in this announcement is to be relied upon as, a promise, representation, warranty or guarantee as to the past, present or the future performance of Hawthorn.

The information contained in this announcement does not constitute financial product advice (nor investment, taxation, accounting or legal advice), is not a recommendation to acquire Hawthorn shares and is not intended to be used or relied upon as the basis for making an investment decision. This announcement has been prepared without taking into account the investment objectives, financial position or needs of any individuals. Before making any investment decisions, prospective investors should consider the appropriateness of the information having regard to their own investment objectives, financial situation and needs and should seek investment, legal, accounting and

taxation advice appropriate to their jurisdiction. Hawthorn is not licensed to provide financial product advice in respect of Hawthorn shares. Cooling off rights do not apply to the acquisition of the New Shares pursuant to the Entitlement Offer.

### ***Foreign Selling Restrictions***

#### *New Zealand*

This document does not constitute a New Zealand product disclosure statement or other disclosure document and has not been registered, filed with or approved by any New Zealand regulatory authority under or in connection with the Financial Markets Conduct Act 2013 (NZ). Participation in New Zealand in the Entitlement Offer is open only to persons to whom financial products may be offered in New Zealand pursuant to the Financial Markets Conduct (Incidental Offers) Exemption Notice 2016 (or any replacement of that notice). The taxation treatment of Australian financial products is not the same as for New Zealand financial products. The offer of New Shares may involve a currency exchange risk as they will be quoted on the ASX in Australian dollars.

If you are uncertain about whether this investment is appropriate for you, you should seek the advice of an appropriately qualified financial adviser.

#### *Hong Kong*

**WARNING:** This document has not been, and will not be, registered as a prospectus under the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32) of Hong Kong, nor has it been authorised by the Securities and Futures Commission in Hong Kong pursuant to the Securities and Futures Ordinance (Cap. 571) of the Laws of Hong Kong (the 'SFO'). No action has been taken in Hong Kong to authorise or register this document or to permit the distribution of this document or any documents issued in connection with it. Accordingly, the New Shares have not been and will not be offered or sold in Hong Kong other than to 'professional investors' (as defined in the SFO).

No advertisement, invitation or document relating to the New Shares has been or will be issued, or has been or will be in the possession of any person for the purpose of issue, in Hong Kong or elsewhere that is directed at, or the contents of which are likely to be accessed or read by, the public of Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than with respect to New Shares that are or are intended to be disposed of only to persons outside Hong Kong or only to professional investors (as defined in the SFO and any rules made under that ordinance). No person allotted New Shares may sell, or offer to sell, such securities in circumstances that amount to an offer to the public in Hong Kong within six months following the date of issue of such securities.

The contents of this document have not been reviewed by any Hong Kong regulatory authority. You are advised to exercise caution in relation to the offer. If you are in doubt about any contents of this document you should obtain independent professional advice.