



Heron Resources Limited

ASX/TSX Release

7 September 2017

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ASX ANNOUNCEMENT

Dated 7 September 2017

NOTICE UNDER S708A(5)(E) OF THE CORPORATIONS ACT

Heron Resources Limited (ASX:HRR TSX:HER) (**Heron** or the **Company**) refers to its ASX Announcement of 30 June 2017 in relation to securing a funding package for the Woodlawn Zinc-Copper Project including by entering into subscription agreements with a subsidiary of Greenstone Resources LP (**Greenstone**) and certain co-investment parties, Orion Mine Finance Fund II LP (**Orion**) and Castl lake III, L.P. and Castl lake IV, L.P. (together, **Castl lake**), receiving subscription commitments from various sophisticated and professional investors and participation of eligible Heron shareholders under the Share Purchase Plan to raise approximately A\$141 million (**Placements**). As announced on 7 September 2017, completion of the Placements occurred and Heron issued a total of 1,955,796,143 ordinary shares in the Company (**Shares**) to the above mentioned subscribers (**Placement Issue**).

The Company has issued the Shares under the Placement Issue without disclosure to investors under Part 6D.2 of the Corporations Act 2001 (Cth) (**Corporations Act**).

For the purposes of section 708A(5)(e) of the Corporations Act, the Company notifies ASX that:

- (a) the Shares were issued without disclosure to investors under Part 6D.2 of the Corporations Act;
- (b) this notice is being given under section 708A(5)(e) of the Corporations Act;
- (c) as at the date of this notice, the Company has complied with:
 - (i) the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
 - (ii) section 674 of the Corporations Act; and
- (d) as at the date of this notice, there is no information that:
 - (i) has been excluded from a continuous disclosure notice given to ASX in accordance with the ASX Listing Rules; and
 - (ii) investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
 - (A) the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
 - (B) the rights and liabilities attaching to fully paid ordinary shares.