



17 March 2014

ASX Market Announcements

Ausmon Resources Announces 1 for 1 Non-Renounceable Rights Issue

Ausmon Resources Limited (ASX: AOA) today launched a 1 for 1 non renounceable rights issue (**Rights Issue**) to raise approximately A\$739,786 (before transaction costs).

The net funding will be used primarily to fund the Company's exploration work and otherwise as general working capital. The Directors have resolved that the net proceeds of the rights issue will not be used to pay fees to current or past Directors or otherwise used to pay for the overseas travel or other expenses of the current or past Directors.

Overview

Under the Rights Issue, eligible shareholders with registered addresses in Australia and New Zealand will be entitled to apply for 1 new share for every 1 share held at 11 pm (NST) on 28 March 2014 (**Record Date**). The issue price is A\$0.007 per new share.

This represents a:

- 22.2% discount to the closing price of Ausmon Resources Limited shares on 14 March 2014; and
- 34.9% discount to the 5 day volume weighted average price of Ausmon Resources Limited shares to and including 14 March 2014.

All new shares will rank equally with existing Ausmon Resources Limited shares from the date of issue.

Indicative Timetable

Record Date	11 pm (NST) on 28 March 2014
Dispatch of offer document to Shareholders completed	31 March 2014
Rights Issue closes (Closing Date)	5 pm (NST) on 2 May 2014
New shares quoted on deferred settlement basis	5 May 2014
Shortfall share notified to ASX	7 May 2014
Issue of Rights Issue shares and dispatch of holding statements	9 May 2014
Normal trading of Rights Issue shares expected to commence	12 May 2014

AUSMON RESOURCES LIMITED ABN 88 134 358 964

'World Tower' Suite 1312, 87-89 Liverpool Street, Sydney NSW 2000 Australia.

PO BOX 20188 World Square, NSW 2002 Australia

Tel: 61 2 9264 6988 Fax: 61 2 9283 7166 Email: office@ausmonresources.com.au

www.ausmonresources.com.au ASX code: AOA



For personal use only



Note: dates and times are indicative only and subject to change. Subject to compliance with the ASX Listing Rules, the Company reserves the right to: (i) not proceed with the Rights Issue and return any applications moneys received without interest; or (ii) vary the dates and times above in consultation with the underwriter including closing the offer earlier or later.

Underwriting

The Rights Issue is not underwritten.

Offer Documents

Further details about the rights issue, including how eligible shareholders may apply for their entitlement, will be set out in an information booklet to be sent to eligible shareholders on or about 31 March 2014.

Copy correspondence to be sent to shareholders and option holders in the meantime about the Rights Issue will follow this announcement.

Further Information

For further information please contact:

John Wang
Acting Chairman/Company Secretary
Tel: 61 2 9264 6988
Email: office@ausmonresources.com.au
Ausmon Resources Limited



For personal use only



17 March 2014

Dear Shareholder

Ausmon Resources Limited (Company) – 1 for 1 Non Renounceable Pro Rata Rights Issue

The Company announced on 17 March 2014 a 1 for 1 non renounceable pro rata rights issue at an issue price of \$0.007 per share to raise approximately \$739,786 (before transaction costs).

The net proceeds of the rights issue will be used primarily to fund the Company's exploration work and otherwise as general working capital. The Directors have resolved that the net proceeds of the rights issue will not be used to pay fees to current or past Directors or otherwise used to pay for the overseas travel or other expenses of the current or past Directors.

You will receive a copy of the offer document shortly. In accordance with section 708AA of the Corporations Act 2001, a prospectus is not required for this rights issue.

Holders of options that are exercisable, may exercise their options prior to the record date to participate in the rights issue. Option holders have been given notice of this right.

Details of the rights issue are set out in the offer document and Appendix 3B lodged with ASX and are available on the Company's website (www.ausmonresources.com.au).

Summary of Key Information

Type of offer	Non renounceable pro rata 1 for 1 rights issue of approximately 105,683,708 ordinary shares to shareholders with registered addresses in Australia and New Zealand as at the record date
Offer price	\$0.007 per new share
Offer ratio	1 new share for every 1 existing share held at the record date
Ranking of new shares	The new shares will be fully paid and will rank equally in all respects with the Company's existing issued ordinary shares
Number of shares quoted on ASX	The number of ordinary shares to be quoted on ASX on completion of the rights issue will be approximately 214,382,833

AUSMON RESOURCES LIMITED ABN 88 134 358 964

'World Tower' Suite 1312, 87-89 Liverpool Street, Sydney NSW 2000 Australia.

PO BOX 20188 World Square, NSW 2002 Australia

Tel: 61 2 9264 6988 Fax: 61 2 9283 7166 Email: office@ausmonresources.com.au

www.ausmonresources.com.au ASX code: **AOA**



For personal use only



Indicative Timetable

Record date	11 pm (NST) on 28 March 2014
Dispatch of offer document to Shareholders completed	31 March 2014
Rights issue closes	5 pm (NST) on 2 May 2014
New shares quoted on deferred settlement basis	5 May 2014
Shortfall shares notified to ASX	7 May 2014
Issue of rights issue shares and dispatch of holding statements	9 May 2014
Normal trading of rights issue shares expected to commence	12 May 2014

Note: dates and times are indicative only and subject to change. Subject to compliance with the ASX Listing Rules, the Company reserves the right to: (i) not proceed with the rights issue and return any applications moneys received without interest; or (ii) vary the dates and times above including closing the offer earlier or later.

For further information of your entitlement or how to deal with your rights please refer to the offer document (which you will receive shortly) or contact the Company:

'World Tower' Suite 1312
87-89 Liverpool Street
SYDNEY NSW 2000

Telephone: +61 2 9264 6988

Taking up your rights may have taxation, financial and social security implications. If you are in any doubt as to how to deal with your rights, you should contact your stockbroker or other professional adviser.

Yours sincerely

John Wang
Acting Chairman
Ausmon Resources Limited

AUSMON RESOURCES LIMITED ABN 88 134 358 964
"World Tower" Suite 1312, 87-89 Liverpool Street, Sydney NSW 2000 Australia.
PO BOX 20188 World Square, NSW 2002 Australia
Tel: 61 2 9264 6988 Fax: 61 2 9283 7166 Email: office@ausmonresources.com.au
www.ausmonresources.com.au ASX code: **AOA**



For personal use only



17 March 2014

Dear Shareholder

Ausmon Resources Limited (Company) – 1 for 1 Non Renounceable Pro Rata Rights Issue

The Company announced on 17 March 2014 a 1 for 1 non renounceable pro rata rights issue at an issue price of \$0.007 per share to raise approximately \$739,786 (before transaction costs).

The net proceeds of the rights issue will be used primarily to fund the Company's exploration work and otherwise as general working capital. The Directors have resolved that the net proceeds of the rights issue will not be used to pay fees to current or past Directors or otherwise used to pay for the overseas travel or other expenses of the current or past Directors.

The Company has decided that it is unreasonable to make the offer to shareholders with registered addresses outside Australia and New Zealand (**Ineligible Shareholders**) taking into account:

- the small number of Ineligible Shareholders;
- the number and value of the new shares that would otherwise be offered; and
- the costs of complying with the laws, and the requirements of the regulatory authorities, of the places where the new shares would otherwise be offered for issue.

In these circumstances, under the ASX Listing Rules (**Listing Rules**) and Australian Corporations Act 2001 (**Act**), the Company is not required to make offers under the rights issue to Ineligible Shareholders.

As the offer is non renounceable, the shares that would otherwise have been offered to Ineligible Shareholders will make up part of the shortfall that will not be issued under the rights issue.

If you have any questions, you should contact your stockbroker or other professional adviser.

Yours sincerely

John Wang
Acting Chairman
Ausmon Resources Limited

AUSMON RESOURCES LIMITED ABN 88 134 358 964
'World Tower' Suite 1312, 87-89 Liverpool Street, Sydney NSW 2000 Australia.
PO BOX 20188 World Square, NSW 2002 Australia
Tel: 61 2 9264 6988 Fax: 61 2 9283 7166 Email: office@ausmonresources.com.au
www.ausmonresources.com.au ASX code: **AOA**



For personal use only



17 March 2014

Dear Optionholder

Ausmon Resources Limited (Company) – 1 for 1 Non Renounceable Pro Rata Rights Issue

The Company today announced that it will be making a 1 for 1 pro rata non renounceable rights issue at an issue price of \$0.007 per new share.

The purpose of the rights issue is to raise approximately \$739,786 to primarily to fund the Company's exploration work and otherwise as general working capital.

Under the terms and conditions of the options that you currently hold, there is no entitlement to participate in the rights issue. If you wish to participate, and your options are exercisable, you must exercise those options (or part of those options) allowing sufficient time for the Company to allot and issue your shares such that you are on the Company's register of shareholders by 11 pm (NST) on 28 March 2014.

It is not compulsory to exercise your options (even if they are exercisable). If you do wish to exercise your options, you may do so by completing all of the steps required by the terms and conditions of those options, including payment of the relevant exercise price. In exercising your options, you must allow sufficient time for the Company to allot and issue your shares such that you are on the Company's register of shareholders by 11 pm (NST) on 28 March 2014 and are able to participate in the rights issue.

Exercise of options may have taxation, financial and social security implications. If you are in any doubt as to whether and how to deal with your options, you should contact your stockbroker or other professional adviser.

Yours sincerely

John Wang
Acting Chairman
Ausmon Resources Limited



For personal use only

For personal use only

AUSMON RESOURCES LIMITED

ABN 88 134 358 964

OFFER DOCUMENT
NON RENOUNCEABLE
1:1 RIGHTS ISSUE

Dated: 17 March 2014

Ausmon Resources Limited
ABN 88 134 358 964

CORPORATE DIRECTORY

Directors

John Wang - Acting Chairman
Gary Zheng
Liubao Qian

Solicitors

Piper Alderman
Level 23, Governor Macquarie Tower
1 Farrer Place
Sydney NSW 2000

Company Secretary

John Wang

Registered Office

'World Tower' Suite 1312
87-89 Liverpool Street
Sydney NSW 2000

Share Registry

Boardroom Pty Limited
Level 7
207 Kent Street
Sydney NSW 2000

Telephone: 61 2 9264 6988
Fax: 61 2 9283 7166
Email: office@ausmonresources.com.au
Website: www.ausmonresources.com.au

Telephone: 61 2 9290 9600
Fax: 61 2 9279 0664

ASX Code

Ordinary shares: AOA

Contents

Section	Page	
	Key dates	2
	Important note	2
	Letter from the Acting Chairman	4
1	Purpose of the Offer	5
2	Details of the Offer	5
3	Effect of the Offer	8
4	Company's Share Price on ASX	10
5	Investment Risks	11
6	Additional Information	13
	Glossary of Terms	14

Key Dates

Proposed Timetable

Lodgement of Offer Document with ASX	17 March 2014
Notice of rights issue sent to all shareholders	17 March 2014
Ex-Date: the date on which shares of the Company commence trading without entitlement to participate in the rights issue (11 pm NST)	24 March 2014
Record Date (11 pm NST)	28 March 2014
Dispatch of Offer Document and Acceptance Form to shareholders	31 March 2014
Closing Date (5 pm NST)	2 May 2014
New shares quoted on deferred settlement basis	5 May 2014
Shortfall Shares notification to ASX	7 May 2014
Dispatch of holding statements for New Shares	9 May 2014
Expected commencement of trading of New Shares	12 May 2014

This timetable is indicative only. The Company reserves the right to vary the dates and times of the Offer without prior notice, subject to compliance with the Corporations Act and the Listing Rules.

IMPORTANT NOTE

This Offer Document is dated 17 March 2014. Neither ASIC nor ASX takes any responsibility for the contents of this Offer Document nor the merits of the investment to which this Offer Document relates.

This is an Offer Document for an Offer of continuously quoted securities of the Company as defined by the Corporations Act and has been prepared in accordance with section 708AA of the Corporations Act and ASIC Class Order 08/35. Section 708AA and ASIC Class Order 08/35 relate to rights issues that do not require the issue of a prospectus or other disclosure document. Accordingly, the level of disclosure in this Offer Document is significantly less than that required in a prospectus. Eligible Shareholders should therefore rely on their own knowledge of the Company, refer to disclosures already made by it to ASX and consult their legal, financial and other professional adviser before deciding whether to take up their Entitlement.

You should carefully consider whether New Shares are an appropriate investment for you. There are significant risks associated with an investment in the Company. The New Shares to be issued under this Offer Document should be regarded as a speculative investment. The New Shares carry no guarantee whatsoever with respect to return on capital investment, payment of dividends or the future value of the New Shares. Share prices can fall as well as rise.

This Offer Document and the Acceptance Form are important and you should read them in their entirety (including the "Investment Risks" section). If you do not understand them, you should consult your professional adviser.

The distribution of this Offer Document in jurisdictions outside Australia and New Zealand may be restricted by law and persons who come into possession of this Offer Document should seek advice on, and observe the requirements of, these laws. Non-observance by such persons may violate securities laws. Any recipient of this Offer Document residing outside Australia or New Zealand should consult their professional advisers on requisite formalities. This Offer Document does not constitute an offer in any place in which, or to any person to whom, it would not be lawful to make such an offer. No action has been taken to register or qualify this Offer Document or to otherwise permit a public offering of New Shares outside Australia or New Zealand.

Certain words and terms used in this Offer Document have defined meanings that are explained in the section "Glossary of Terms".

Electronic Access to this Offer Document

The Offer Document is available in electronic form via the Company's website www.ausmonresources.com.au. Any person may obtain a copy of this Offer Document free of charge by contacting Ausmon Resources Limited.

No Forecasts

Some statements in this Offer Document are in the nature of forward looking statements, including statements of current intention, statements of opinion and predictions as to possible future events.

Some statements are only predictions and are subject to inherent risks and uncertainties. Actual events or results may differ materially from the events or results expressed as implied in any forward looking statement. You are cautioned not to place undue reliance on any forward looking statement. The forward looking statements in this Offer Document reflect views held only as at the date of this Offer Document and the Company assumes no obligation to update such information.

Privacy

The Company (and the Share Registry on its behalf) collects, holds and uses personal information of security holders in order to service their needs as security holders, provide facilities and services that they request or that are connected with their interests in New Shares and carry out appropriate administration.

The information may also be used from time to time and disclosed to persons inspecting the securities register, bidders for the securities in the context of takeovers, regulatory bodies, including the Australian Taxation Office, authorised securities brokers, print service providers and mail houses.

A security holder may request access, correct and update his or her personal information held by the Company or the Share Registry, by contacting the Company Secretary.

Collection, maintenance and disclosure of certain personal information is governed by legislation including the Privacy Act 1988 (Commonwealth) (as amended), the Corporations Act and certain rules such as the ASX Settlement Operating Rules.

LETTER FROM THE ACTING CHAIRMAN

Dear Shareholder,

On behalf of the Directors, it is my pleasure to invite you to subscribe for New Shares in the Company at an issue price of \$0.007 per New Share ("**Issue Price**"), under a non-renounceable 1 for 1 rights issue.

The Company owns exploration licences in New South Wales that require funding. The money raised from the Offer will be applied to exploration for gold and base metals, investigating new ventures, general working capital and costs associated with this Offer.

The Directors have resolved that the money raised from this Offer will not be used to pay fees to current or past Directors or otherwise be used to pay for the overseas travel or other expenses of current or past Directors.

Please read the terms and conditions contained in this Offer Document and the accompanying Acceptance Form carefully before deciding whether or not to take up your Entitlement. If you are in any doubt as to whether or not to take up your Entitlement, or the effect taking up your Entitlement may have on your financial affairs, please consult your financial or other professional adviser.

Yours sincerely



John Wang
Acting Chairman

17 March 2014

1. PURPOSE OF THE OFFER

It is proposed to raise approximately \$739,786 by the issue of approximately 105,683,708 New Shares, without taking into account Shares which would be issued as a result of conversion of Existing Options prior to the Record Date.

The money raised from this Offer is planned to be applied as follows:

Exploration	\$ 400,000
Expenses of the Offer	45,000
Working capital	294,786
Total	739,786

The Directors have resolved that the money raised from this Offer will not be used to pay fees to current or past Directors or otherwise be used to pay for the overseas travel or other expenses of the current or past Directors.

The amounts applied to exploration and working capital will be reduced proportionately to the extent there are Shortfall Shares.

2. DETAILS OF THE OFFER

The details of the Offer are as follows.

2.1. Offer Ratio and Price

Under the Offer, each Eligible Shareholder is entitled to apply for one (1) New Share at an issue price of \$0.007 per New Share, for every Share held at the Record Date.

The number of New Shares that Eligible Shareholders are entitled to apply for under this Offer (that is, an Eligible Shareholder's Entitlement) is shown on the personalised Acceptance Form accompanying this Offer Document.

The Issue Price is payable on application.

2.2. Record Date

The New Shares are offered to Shareholders who are registered at 11 pm NST on 28 March 2014 ("**Record Date**").

2.3. Overseas Holders

The Company has determined that it would be unreasonable to extend the Offer to holders of Shares with registered addresses outside of Australia and New Zealand having regard to the small number of such Shareholders, the number and value of New Shares which would be offered to such Shareholders, and the cost of complying with securities laws of other jurisdictions.

Accordingly, New Shares will not be issued to holders of Shares at the Record Date with registered addresses outside Australia and New Zealand.

This Offer Document is sent to Shareholders with registered addresses outside Australia and New Zealand for information purposes only.

Unless otherwise agreed with the Company, envelopes containing an Acceptance Form should not be postmarked or otherwise sent from any place other than Australia or New Zealand. The Company reserves the right to treat as invalid any Acceptance Form that appears to the Company or its agents to have been executed in or sent from a place other than Australia, or New Zealand, or provides an address in a place other than Australia or New Zealand.

Beneficial Shareholders not resident in Australia or New Zealand should consult their professional advisers to determine whether any government or other consents are required or formalities need to be observed to allow them to take up their Entitlement.

2.4. Non Renounceable Offer

The entitlement to New Shares is non-renounceable. This means holders of Shares cannot sell or assign their Entitlement. Holders of Shares who do not accept their Entitlement will receive no benefit.

2.5. Existing Option Holder Participation

Holders of Existing Options are not inherently entitled to participate in the Offer. However, holders of Existing Options that are exercisable, may participate in the Offer by exercising their Existing Options and becoming registered as Shareholders before the Record Date.

Holders of Existing Options will be notified by the Company of the need to exercise their Existing Options before the Record Date, if they wish to participate in the Offer.

2.6. Rights on Issue of New Shares

New Shares will have the same rights as existing Shares. The rights attaching to Shares are set out in the Company's constitution, a copy of which can be obtained from the Company.

2.7. No Minimum Subscription

There is no minimum subscription for the Offer.

2.8. Offer Underwriting

The Offer is not underwritten.

2.9. Allotment of New Shares

It is expected that New Shares will be allotted by no later than 9 May 2014 with despatch of holding statements expected to occur on 9 May 2014.

A Statement of Holding for the purposes of CHESS for the New Shares allotted pursuant to this Offer Document will be mailed, at the risk of the Applicant, by ordinary post to the address appearing on the completed Acceptance Form.

If the Acceptance Form is not completed properly, or if the accompanying payment is for the wrong amount, it may still be treated as a valid Application. The Directors' decision whether to

treat the Application as valid, and how to construe, amend or complete the Acceptance Form is final. However, an Applicant will not be treated as having applied for more New Shares than is indicated by the amount of the cheque for Application Monies.

2.10. Expenses of the Offer

The estimated expenses which are payable by the Company for legal fees, printing fees, listing fees and other costs incurred in preparing and distributing this Offer Document in respect of the Offer are estimated to be approximately \$45,000.

2.11. Quotation of Shares

The Company will make application to ASX for quotation of the New Shares on the date of announcement of the Offer. If ASX does not grant quotation for the New Shares, the Company will not allot the New Shares and all Application Monies will be returned without interest.

2.12 How to Apply for New Shares

An Application for New Shares in response to this Offer may only be made on an Acceptance Form that accompanies this Offer Document.

Instructions as to how to complete the Acceptance Form are included on the reverse of the Acceptance Form. Applications that are not made on an Acceptance Form will not be accepted by the Company.

Applications for New Shares must be accompanied by the appropriate Application Monies for the number of New Shares applied for in the Acceptance Form. Cheques should be drawn on an Australian bank in Australian dollars and should be made payable to **Ausmon Resources Limited – Rights Issue** and be crossed “Not Negotiable”.

Applications must be lodged on or before the Closing Date of 5 pm NST on 2 May 2014. The Directors generally reserve the right to vary the Closing Date for Applications without prior notice, subject to compliance with the Corporations Act and the Listing Rules.

The Directors recommend that completed Acceptance Forms be posted promptly to minimise any risk of being delayed in the mail.

All Acceptance Forms must be lodged at the following address of the Company:

***‘World Tower’ Suite 1312
87-89 Liverpool Street
Sydney NSW 2000***

or

***PO Box 20188
World Square NSW 2002***

2.13. Enquiries

Enquiries regarding this Offer Document should be directed to the Secretary on (02) 9264 6988 or via email to office@ausmonresources.com.au

3. EFFECT OF THE OFFER

Capital Structure

Upon completion of the Offer, the securities of the Company on issue will be as follows:

Shares	Number
Shares on issue at the date of this Offer Document	108,699,125
New Shares to be issued under this Offer Document ¹	105,683,708
Total Shares on issue (notional expanded capital)	<u>214,382,833</u>

	Exercise Price per Share	Expiry Date	Number
Options			
Existing Options	\$0.80	30 June 2014	33,750,000 ¹

¹The above tables assume that no Existing Options are exercised on or before the Record Date, as the exercise price per Share of those Existing Options is higher than the issue price of New Shares at the date of this Offer Document.

Effect of New Shares on Voting Power

The effect of the Offer on voting power in the Company for the purposes of the Corporations Act, is dependent on the number of New Shares taken up by Eligible Shareholders and the number of remaining Shortfall Shares (if any).

The following tables set out the possible effects of the Offer (on the basis sets out below) on the substantial shareholders Aumeng Investments Limited and its associates King M Fan and Gary Zheng's, and Luibao Qian's voting power in the Company.

Table 1 - before the Offer (as at 17 March 2014)

Voting Power	Number of Shares		Number of Shares	
		Shares	if Existing Options exercised ²	Shares
		%		%
Aumeng Investments Limited and its associates King M Fan and Gary Zheng	26,557,502 ¹	24.43 ¹	40,413,752	28.37
Liubao Qian	10,000,000 ¹	9.20 ¹	10,000,000	7.02
Other Eligible Shareholders	69,126,206	63.59	87,319,956	61.30
Non Eligible Shareholders	3,015,417	2.77	4,715,417	3.31
Total	108,699,125	100.00	142,449,125	100.00

Note

1. As notified by the Form 604 notices filed with ASX on 10 March 2014 and 4 March 2014.
2. Assuming, for the purposes of illustration only, all Existing Options are exercised (although the Directors believe this is very unlikely as the exercise price of the Existing Options at \$0.80 per Share is substantially above the share price at the date of this Offer Document) and, following the exercise of the Existing Options, assuming there is no disposal of the issued Shares.

Table 2 - after the Offer (excluding exercise of Existing Options¹)

Voting Power	No Shortfall Shares from Other Eligible Shareholders and the Substantial Shareholders take up their full entitlements		50% Shortfall Shares from Other Eligible Shareholders and the Substantial Shareholders take up their full entitlements		100% Shortfall Shares from Other Eligible Shareholders and the Substantial Shareholders take up their full entitlements	
	Number of Shares	Shares %	Number of Shares	Shares %	Number of Shares	Shares %
Aumeng Investments Limited and its associates King M Fan and Gary Zheng ²	53,115,004	24.78%	53,115,004	29.54%	53,115,004	36.57%
Liubao Qian ³	20,000,000	9.33%	20,000,000	11.12%	20,000,000	13.77%
Other Eligible Shareholders ⁴	138,252,412	64.49%	103,689,309	57.66%	69,126,206	47.59%
Non Eligible Shareholders	3,015,417	1.41%	3,015,417	1.68%	3,015,417	2.08%
Total	214,382,833	100.00	179,819,730	100.00	145,256,627	100.00

Note

1. Assumes no Existing Options are exercised on or after the date of this Offer Document. The Directors believe that it is very unlikely that the Existing Options will be exercised as their exercise price of \$0.80 per Share is substantially above the share price at the date of this Offer Document.
2. Assumes full take up of Entitlements by Aumeng Investments Limited and its associates King M Fan and Gary Zheng.
3. Assumes full take up of Entitlements by Liubao Qian.
4. Assumes full (columns 2 and 3), 50% (columns 4 and 5) and no (columns 6 and 7) take up of Entitlements by other Eligible Shareholders

Table 3 - after the Offer and exercise of all Existing Options¹⁾

Voting Power	No Shortfall Shares from Other Eligible Shareholders and the Substantial Shareholders take up their full entitlements		50% Shortfall Shares from Other Eligible Shareholders and the Substantial Shareholders take up their full entitlements		100% Shortfall Shares Amount from Other Eligible Shareholders and the Substantial Shareholders take up their full entitlements	
	Number of Shares	Shares %	Number of Shares	Shares %	Number of Shares	Shares %
Aumeng Investments Limited and its associates King M Fan and Gary Zheng ²	80,827,504	28.80%	80,827,504	34.14%	80,827,504	41.91%
Liubao Qian ³	20,000,000	7.13%	20,000,000	8.45%	20,000,000	10.37%
Other Eligible Shareholders ⁴	174,639,912	62.33%	130,979,934	55.38%	87,319,956	45.28%
Non Eligible Shareholders	4,715,417	1.68%	4,715,417	1.99%	4,715,417	2.44%
Total	280,182,833	100.00	236,522,855	100.00	192,862,877	100.00

Note

1. The Directors believe that it is very unlikely that the Existing Options will be exercised as their exercise price of \$0.80 per Share is substantially above the share price at the date of this Offer Document.
2. Assumes full take up of Entitlements by Aumeng Investments Limited and its associates King M Fan and Gary Zheng and they exercise all their Existing Options.
3. Assumes full take up of Entitlements by Liubao Qian and he exercises all of his Existing Options.
4. Assumes full (columns 2 and 3), 50% (columns 4 and 5) and no (columns 6 and 7) take up of Entitlements by other Eligible Shareholders and they exercise all of their Existing Options.

4. COMPANY'S SHARE PRICE ON ASX

The last sale price of Shares on ASX on 14 March 2014 (being the last trading day before the date of this Offer Document of 17 March 2014) was \$0.009.

The highest and lowest market sale prices of Shares on ASX during the three months immediately preceding 17 March 2014 were:

Highest - \$0.014 on 6 February 2014.

Lowest - \$0.008 on 28 January 2014.

5. INVESTMENT RISKS

Prospective investors should be aware that the value of the Company's securities on ASX may be influenced by many unpredictable factors and may rise and fall depending on factors beyond the control of the Company. This Offer carries no guarantee with respect to the return of capital or price at which New Shares issued will trade.

The Company is at early exploration stage. Any profitability in the future from the Company's business will be dependent upon successful exploration, development, production and marketing of gold and base metals from the Company's licences and investments.

The New Shares being offered under this Offer Document are considered speculative due to the present stage of development of the Company and the risks inherent in the mineral exploration business in Australia and overseas. While some of the risks can be minimised by the use of safeguards and appropriate systems, some are outside the control of the Company.

The principal risk factors applicable to the business of the Company include but are not limited to the following.

General Economic Climate

The Company's future revenues and operating costs can be affected by such factors as supply and demand for goods and services, industrial disruption, interest rates, currency fluctuation, inflation and global economic conditions or events. Accordingly, the future profitability of the Company and Share prices may be affected by these factors. These factors are beyond the control of the Company.

Exploration and Production

The business of exploration and project development involves a degree of risk. To prosper, the Company depends on factors that include: successful acquisition of appropriate exploration licences; successful exploration and the establishment of mineral resources and reserves; design, construction and operation of efficient production infrastructure; managerial performance; and efficient marketing of the products. Exploration is a speculative endeavour and there is no guarantee of discoveries. Exploration and development operations can be hampered by force majeure circumstances and cost overruns for unforeseen events, including unexpected variations in location and quality of the minerals and equipment and plant malfunction.

Share Market

The market price of Shares may be subject to general movements in local and international stock exchanges, economic conditions, currency fluctuations and interest rates. The New Shares may trade at a price above or below the issue price depending on a range of factors including the performance of the market generally; the performance of the mining sector of the market; national and international economic performance; market perceptions of the Company; the degree of success in the Company's exploration endeavours and results of development of mineral resources and reserves (if and when that stage is reached) by the Company; and the financial performance of the Company.

Funding Risk

The exploration programme and development of the Company is dependent on the Company successfully raising the necessary capital from investors or alternative debt or farmin funding arrangements at various stages of development of the Company. The later development of its exploration licences in the event of mineral discoveries will be dependent on the Company obtaining financing through project financing and or other forms of financing.

Licence Work Commitments Performance

Under the exploration licences and certain other contractual agreements to which the Company is or may in the future become party, the Company is or may become subject to payment and other obligations. In particular, the licence area holders are required to expend the funds necessary to meet the minimum work commitments attaching to the exploration licences. Failure to meet these work commitments may render the licence area liable to be cancelled.

Volatility of Prices of Precious and Base Metals

The demand for, and price of, precious and base metals is highly dependent on a variety of factors, including international supply and demand, the level of consumer product demand, actions taken by the governments and major mining corporations and global economic and political developments. International prices of precious and base metals fluctuate and at times the fluctuations can be quite wide.

Environmental Impact Constraints

The Company's operations are subject to the environmental risks inherent in the mining industry. The Company's exploration programmes are, in general, subject to approval by government authorities before it can undertake activities which are likely to impact the environment. Failure to obtain such approvals will prevent the Company from undertaking the desired activities.

Exploration and development of any of the Company's properties is also dependent on meeting planning and environmental laws and guidelines. Although the Company believes that it is in compliance in all material respects with all applicable environmental laws and regulations, there are certain risks inherent to its activities that could subject the Company to extensive liability. The Company is unable to predict the effect of additional environmental laws and regulations which may be adopted in the future, including whether any such laws or regulations would materially increase the Company's cost of doing business or affect its operations in any area. However, there can be no assurances that new environmental laws, regulations or stricter enforcement policies, once implemented, will not oblige the Company to incur significant expenses and undertake significant investments in such respect which could have a material adverse effect on the Company's business, financial condition and results of production operations.

Taxation

Taxation obligations can vary depending on the circumstances of each individual Shareholder, the particular circumstances relating to his or her holdings of securities, and the taxation laws applicable to Shareholders as residents of different jurisdictions.

The acquisition and disposal of New Shares may have taxation consequences which will differ depending on the specific financial and personal circumstances of each Shareholder. Shareholders should consult their own professional advisers on the taxation implications of investing in New Shares as it relates to them.

The Company, its advisers and officers do not accept any responsibility or liability for any taxation consequences to holders of New Shares. It is solely the responsibility of individual Shareholders to inform themselves of their taxation position resulting from the investment in New Shares under this Offer Document.

Changes in taxation law and application in Australia and overseas may affect adversely the operations and business of the Company.

Joint Venture

The Company may become a participant in joint ventures for the exploration and development of joint venture properties. Under joint venture operating agreements, the Company may not control the approval of work programs and budgets which the joint venture may vote to participate in and could be subject to the risk of dilution of its interest generally or in respect of a particular program or be at risk of not gaining the benefit of the program at a later time, except at a significant cost penalty. Delays in programs may arise due to joint venture partners not reaching agreements on exploration and development activities. The Company has no assurance of the financial viability of other joint venture partners and may incur unforeseen costs and losses in the event of default of joint venture participants.

Insurance

The Company maintains insurance within ranges of coverage that it believes to be consistent with industry practice and having regard to the nature of activities being conducted. The occurrence of an event that is not covered or fully covered by insurance could have a material adverse effect on the business, financial condition and results of the Company.

6. ADDITIONAL INFORMATION

Directors' Interest

The aggregate number of securities of the Company held directly, indirectly or beneficially by the current Directors or their related entities or associates at the date of this Offer Document are:

	Shares Number	Existing Options \$0.80 - 30 June 2014 Number
John Wang	3,517,501	668,750
Gary Zheng	26,557,502	13,856,250
Liubao Qian	10,000,000	-
TOTAL	40,075,003	14,525,000

Litigation

The Company is not involved in any legal proceedings nor, so far as the Directors are aware, are any such proceedings pending or threatened against the Company.

Governing law

This Offer Document, the Offer and the contracts formed on acceptance of the Acceptance Forms are governed by the laws of the State of New South Wales, Australia. Each Shareholder that applies for New Shares submits to the non-exclusive jurisdiction of the Courts of the State of New South Wales, Australia and the Courts of appeal from them.

GLOSSARY OF TERMS

“**Acceptance Form**” means the acceptance form accompanying this Offer Document.

“**Applicant**” means an applicant for New Shares who duly completes an Acceptance Form and pays the applicable Application Monies.

“**Application**” means an application for New Shares pursuant to the Offer and made on an Acceptance Form.

“**Application Monies**” means the \$0.007 issue price multiplied by the number of New Shares for which an Applicant has applied.

“**ASIC**” means the Australian Securities and Investments Commission.

“**ASX**” means ASX Limited ABN 98 008 624 691 (also known as Australian Securities Exchange).

“**Closing Date**” means the last date by which Applications on an Acceptance Form will be accepted, which is 5 pm NST on 2 May 2014 or such other date as the Directors determine.

“**Company**” means Ausmon Resources Limited ACN 134 358 964 and, where the context requires, includes the Company’s subsidiaries.

“**Corporations Act**” means the Corporations Act 2001 (Commonwealth).

“**Directors**” means the directors of the Company.

“**Dollars**” or “**\$**” means dollars in Australian currency.

“**Eligible Shareholders**” means a Shareholder who is registered on the share register of the Company on the Record Date with a registered address in Australia or New Zealand.

“**Entitlement**” means the number of New Shares that an Eligible Shareholder is eligible to apply for under the Offer based on the number of Shares held by that Shareholder on the Record Date.

“**Existing Options**” means the existing quoted and unquoted options over unissued ordinary shares in the Company at the date of this Offer Document.

“**Listing Rules**” means the Listing Rules of ASX.

“**New Shares**” means Shares offered under this Offer Document.

“**NST**” means NSW Standard Time in accordance with the *Standard Time Act 1987* (NSW).

“**Offer**” means the offer of New Shares to Eligible Shareholders under this Offer Document.

“**Offer Document**” means this offer document dated 17 March 2014.

“**Record Date**” means the date and time at which Shareholders must hold Shares in order to qualify for the pro-rata entitlement in the Offer, being 11 pm NST 28 March 2014.

“**Share**” means a fully paid ordinary share in the Company.

“**Shareholder**” means a holder of Shares registered on the share register of the Company at the Record Date.

“**Share Registry**” means Boardroom Pty Limited ABN 14 003 209 836.

“**Shortfall Shares**” means such number of New Shares offered under the Offer for which valid Application Forms have not been received from Eligible Shareholders pursuant to their Entitlement.



AUSMON RESOURCES LIMITED

ABN: 88 134 358 964

All correspondence to
 Ausmon Resources Limited
 PO Box 20188 World Square
 NSW 2002 Australia
Tel: +61 2 9264 6988
Fax: + 61 2 9283 7166

www.ausmonresources.com.au
office@ausmonresources.com.au

RIGHTS ISSUE ENTITLEMENT AND ACCEPTANCE FORM

Name & address
 Name & address

Entitlement No.

Subregister

SRN/HIN.

Number of Shares held at
 11pm on 28 March 2014

Offer Closes: 5pm NST 2 May 2014

Barcode

NON-RENOUNCEABLE ISSUE OF APPROXIMATELY 105,683,708 NEW SHARES AT AN ISSUE PRICE OF \$0.007 EACH ON THE BASIS OF ONE (1) NEW SHARE FOR EVERY ONE (1) ORDINARY SHARE HELD, PAYABLE IN FULL UPON ACCEPTANCE OF THIS OFFER.

A Rights Acceptance

If you wish to accept your **FULL ENTITLEMENT** please complete and return this form **WITH YOUR PAYMENT FOR THE AMOUNT SHOWN BELOW**. The return of this form by the close date with payment will constitute acceptance of the Offer. Your signature is only required when an alteration to your address is indicated by you over the page.

Entitlement to New Shares on the basis of ONE New Share for EVERY ONE Ordinary Share held	Price Per New Share	Amount Payable for Full Acceptance, at \$0.007 per New Share
	\$0.007 per New Share =	

If you wish to accept **PART ONLY OF YOUR ENTITLEMENT** please complete this form showing in the box below the **NUMBER OF NEW SHARES BEING ACCEPTED** and the appropriate amount payable.

Number of New Shares accepted	Price Per New Share	Amount Enclosed
	\$0.007 per New Share =	\$

B Payment

Payment may only be made by cheque or money order.

Cheque (Record cheque details below)

DRAWER	CHEQUE NO.	BSB NO.	ACCOUNT NO.	AMOUNT \$AUD
				\$

- Only cheques or bank drafts in Australian dollars and drawn on a bank or financial institution in Australia will be accepted.
- Your cheque or bank draft must be made payable to **Ausmon Resources Limited - Rights Issue** and crossed **Not Negotiable**.
- Please ensure that you submit the correct amount. Incorrect payments may result in your application being rejected.

C Contact Details

CONTACT NAME	TELEPHONE WORK	TELEPHONE HOME	EMAIL ADDRESS
	()	()	

By submitting this Application Form to accept the Offer, I/We represent and warrant that I/we have read and understood the Offer Document to which this Application Form relates and declare that this Application is completed and lodged according to the Offer Document and the instructions on the Application Form and declare that all details and statements made by me/us are complete and accurate. I/We agree to be bound by the constitution of Ausmon Resources Limited and agree to the terms and conditions of the Offer under the Offer Document. I/We represent and warrant that I/we have not relied on any other information provided by the Company other than as set out in the Offer Document when making my/our decision to invest.

THIS FORM CONTINUES OVERLEAF

LODGEMENT INSTRUCTIONS TO APPLICANTS

Please read these instructions carefully

ACCEPTANCE OF YOUR ENTITLEMENT IN FULL OR PART

Multiply the number of New Shares for which you are accepting by \$0.007 then fill in the acceptance details, where necessary, in the space provided on the front of this form. Complete your cheque details on the front of this form and send your cheque/draft and completed form to either of the following address:

Ausmon Resources Limited
PO Box 20188
World Square NSW 2002
Australia

'World Tower' Suite 1312
87-89 Liverpool Street
Sydney NSW 2000 Australia

Telephone No. 02 9264 6988
Facsimile No. 02 9283 7166

Please ensure you allow sufficient time for your documents to be received by the closing date as late applications will be rejected.

If you do not deal with your entitlement it will lapse at 5.00 pm NST on 2 May 2014.

PAYMENT

Cheque or Draft

All cheques or drafts (expressed in Australian currency) are to be made payable to "Ausmon Resources Limited – Rights Issue and crossed "Not Negotiable".

PAYMENT - OVERSEAS RESIDENTS

Overseas shareholders who are permitted to apply for shares must obtain a draft in Australian currency payable on a bank in Australia, or where the shareholder has an account with a bank in Australia, by a cheque drawn on that bank within Australia.

The Australian currency draft should be attached to your completed form and the document mailed to either of the following address:

Ausmon Resources Limited
PO Box 20188
World Square NSW 2002
Australia

Ausmon Resources Limited
'World Tower' Suite 1312
87-89 Liverpool Street
Sydney NSW 2000 Australia

OVERSEAS SHAREHOLDERS ARE ADVISED TO ENSURE THEIR DOCUMENTS ARE POSTED TO AUSTRALIA BY AIRMAIL AND TO ALLOW SUFFICIENT TIME FOR THEM TO BE RECEIVED BY THE CLOSING DATE 5.00 PM NST 2 May 2014 AS LATE APPLICATIONS WILL BE REJECTED.

Personal cheques drawn on overseas banks in Australian or any foreign currency will not be accepted. These will be returned and the acceptance deemed to be invalid.

INTERPRETATION

Terms used in this Acceptance Form have the same meaning as defined in the Offer Document.

CHANGES OF ADDRESS SUPPORTED BY YOUR SIGNATURE(S)

If your address is not exactly as shown, please provide details below. This is only relevant for Issuer Sponsored registered holdings. CHES holders must notify your sponsoring broker for amendments to holdings on the CHES Subregister.

CHANGE OF ADDRESS DETAILS – ISSUER SPONSORED ONLY		
SIGN HERE FOR ADDRESS AMENDMENTS:		

Shareholder 1 (Individual) /
Sole Director & Sole Company
Secretary

Joint Shareholder 2 (Individual) /
Director

Joint Shareholder 3 (Individual) /
Director/Company Secretary
(Delete one)

Privacy Statement:

Boardroom Pty Limited advises that Chapter 2C of the Corporations Act 2001 (Cth) requires information about you as a shareholder (including your name, address and details of the shares you hold) to be included in the public register of the entity in which you hold shares. Information is collected to administer your share holding and if some or all of the information is not collected then it might not be possible to administer your share holding. Your personal information may be disclosed to the entity in which you hold shares. You can obtain access to your personal information by contacting us at the address or telephone number shown on the Application Form.

Our privacy policy is available on our website (<http://www.boardroomlimited.com.au/Privacy.html>).

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12

Name of entity

AUSMON RESOURCES LIMITED

ABN

88 134 358 964

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|--|----------------------------|
| 1 | +Class of +securities issued or to be issued | Fully paid ordinary shares |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 105,683,708 |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | |

+ See chapter 19 for defined terms.

For personal use only

Appendix 3B
New issue announcement

<p>4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	<p>Yes</p>
<p>5 Issue price or consideration</p>	<p>\$0.007 per share</p>
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>To fund exploration and working capital.</p>
<p>6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	<p>No</p>
<p>6b The date the security holder resolution under rule 7.1A was passed</p>	
<p>6c Number of +securities issued without security holder approval under rule 7.1</p>	
<p>6d Number of +securities issued with security holder approval under rule 7.1A</p>	

+ See chapter 19 for defined terms.

For personal use only

For personal use only

6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)									
6f	Number of securities issued under an exception in rule 7.2									
6g	If securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the issue date and both values. Include the source of the VWAP calculation.									
6h	If securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements									
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	See Annexure 1								
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	9 May 2014								
8	Number and +class of all +securities quoted on ASX (including the securities in section 2 if applicable)	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">Number</th> <th style="text-align: left;">+Class</th> </tr> </thead> <tbody> <tr> <td>204,162,833</td> <td>Fully paid ordinary shares</td> </tr> <tr> <td>10,000,000</td> <td>Fully paid ordinary shares (Restricted until 25 September 2015)</td> </tr> <tr> <td>33,750,000</td> <td>Options \$0.80 – 30 June 2014</td> </tr> </tbody> </table>	Number	+Class	204,162,833	Fully paid ordinary shares	10,000,000	Fully paid ordinary shares (Restricted until 25 September 2015)	33,750,000	Options \$0.80 – 30 June 2014
Number	+Class									
204,162,833	Fully paid ordinary shares									
10,000,000	Fully paid ordinary shares (Restricted until 25 September 2015)									
33,750,000	Options \$0.80 – 30 June 2014									

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

	Number	+Class
9	220,000	Fully paid ordinary shares (Employee Incentive Plan) (Restricted).
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	

Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	
12	Is the issue renounceable or non-renounceable?	
13	Ratio in which the +securities will be offered	
14	+Class of +securities to which the offer relates	
15	+Record date to determine entitlements	
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	
17	Policy for deciding entitlements in relation to fractions	
18	Names of countries in which the entity has +security holders who will not be sent new issue documents <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	
19	Closing date for receipt of acceptances or renunciations	

+ See chapter 19 for defined terms.

For personal use only

20	Names of any underwriters	
21	Amount of any underwriting fee or commission	
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of ⁺ security holders	
25	If the issue is contingent on ⁺ security holders' approval, the date of the meeting	
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	
28	Date rights trading will begin (if applicable)	
29	Date rights trading will end (if applicable)	
30	How do ⁺ security holders sell their entitlements <i>in full</i> through a broker?	
31	How do ⁺ security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	

⁺ See chapter 19 for defined terms.

For personal use only

Appendix 3B
New issue announcement

- 32 How do ⁺security holders dispose of their entitlements (except by sale through a broker)?
- 33 ⁺Despatch date

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

- 34 Type of securities
(tick one)
- (a) Securities described in Part 1
- (b) All other securities
- Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

- 35 If the ⁺securities are ⁺equity securities, the names of the 20 largest holders of the additional ⁺securities, and the number and percentage of additional ⁺securities held by those holders
- 36 If the ⁺securities are ⁺equity securities, a distribution schedule of the additional ⁺securities setting out the number of holders in the categories
- 1 - 1,000
 - 1,001 - 5,000
 - 5,001 - 10,000
 - 10,001 - 100,000
 - 100,001 and over
- 37 A copy of any trust deed for the additional ⁺securities

⁺ See chapter 19 for defined terms.

For personal use only

Entities that have ticked box 34(b)

38 Number of securities for which
+quotation is sought

--

39 Class of +securities for which
quotation is sought

--

40 Do the +securities rank equally in
all respects from the date of
allotment with an existing +class
of quoted +securities?

If the additional securities do not
rank equally, please state:

- the date from which they do
- the extent to which they
participate for the next
dividend, (in the case of a
trust, distribution) or interest
payment
- the extent to which they do
not rank equally, other than in
relation to the next dividend,
distribution or interest
payment

--

41 Reason for request for quotation
now

Example: In the case of restricted securities, end
of restriction period

(if issued upon conversion of
another security, clearly identify
that other security)

--

	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)		

+ See chapter 19 for defined terms.

For personal use only

Quotation agreement

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.



Sign here:Date: 17 March 2014.
(Acting Chairman/Company secretary)

Print name: John Wang

== == == == ==

+ See chapter 19 for defined terms.

For personal use only

Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for +eligible entities

Introduced 01/08/12

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
Insert number of fully paid ordinary securities on issue 12 months before date of issue or agreement to issue	84,499,125
<p>Add the following:</p> <ul style="list-style-type: none"> • Number of fully paid ordinary securities issued in that 12 month period under an exception in rule 7.2 • Number of fully paid ordinary securities issued in that 12 month period with shareholder approval • Number of partly paid ordinary securities that became fully paid in that 12 month period <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>Include only ordinary securities here – other classes of equity securities cannot be added</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	24,200,000
Subtract the number of fully paid ordinary securities cancelled during that 12 month period	
“A”	108,699,125

+ See chapter 19 for defined terms.

For personal use only

Appendix 3B
New issue announcement

Step 2: Calculate 15% of “A”	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
Multiply “A” by 0.15	16,304,868
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used	
<p><i>Insert</i> number of equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	
“C”	
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	
“A” x 0.15 <i>Note: number must be same as shown in Step 2</i>	16,304,868
Subtract “C” <i>Note: number must be same as shown in Step 3</i>	
Total [“A” x 0.15] – “C”	16,304,868 <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

+ See chapter 19 for defined terms.

For personal use only

Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	
Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
<i>Insert</i> number of equity securities issued or agreed to be issued in that 12 month period under rule 7.1A Notes: <ul style="list-style-type: none"> • <i>This applies to equity securities – not just ordinary securities</i> • <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	
“E”	

+ See chapter 19 for defined terms.

For personal use only

Appendix 3B
New issue announcement

Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A	
"A" x 0.10 <i>Note: number must be same as shown in Step 2</i>	
Subtract "E" <i>Note: number must be same as shown in Step 3</i>	
Total ["A" x 0.10] – "E"	<i>Note: this is the remaining placement capacity under rule 7.1A</i>

+ See chapter 19 for defined terms.

For personal use only



17 March 2014

ASX Market Announcements

Ausmon 1 for 1 Non Renounceable Rights Issue

Notice under Section 708AA(2)(f) of the Corporations Act 2001

Ausmon Resources Limited (**Company**) is to undertake a non renounceable rights issue of approximately 105,683,708 ordinary shares to its shareholders on the basis of an entitlement to subscribe for 1 ordinary share for every 1 share held as at the record date of 11 pm (NST) on 28 March 2014 with each such share being issued at an issue price of \$0.007 to raise a total of approximately \$739,786 (before transaction costs) (**Offer**).

The Company states, in compliance with the requirements of section 708AA(7) of the Corporations Act 2001 as modified by ASIC Class Orders [CO 07/571] and [Co 08/35] (**Act**), that it will offer the shares for issue without disclosure to investors under Part 6D.2 of the Act and that this notice is given to ASX Limited aka Australian Securities Exchange (**ASX**) under paragraph 708AA(2)(f) of the Act.

The Company advises:

- (a) the shares will be offered under a rights issue or related issue;
- (b) the shares are in a class of securities, being fully paid ordinary shares, that are quoted securities at the time at which the offer is made;
- (c) trading on the stock market conducted by ASX in that class of securities referred to in (b) above (being the fully paid ordinary shares in the capital of the Company) was not suspended for more than a total of five days during the shorter of the following periods:
 - (1) the period during which the class or securities is quoted;
 - (2) the period of 12 months before the day on which the offer is made;
- (d) no exemption under sections 111AS or 111AT of the Act covered the Company, or any person as director or auditor of the Company, at any time during the relevant period referred to in paragraph (c);
- (e) no order under sections 340 or 341 of the Act (other than ASIC Class Orders [CO 98/100], [CO 98/101], [CO 98/104], [CO 98/1418], [CO 98/2395], [CO 99/90], [CO 00/2449], [CO 05/83], [CO 05/637], [CO 05/642], [CO 05/644], [CO 05/910], or [CO 06/441]) covered the Company, or any person as a director or auditor of the Company, at any time during the relevant period referred to in paragraph (c); and

AUSMON RESOURCES LIMITED ABN 88 134 358 964

'World Tower' Suite 1312, 87-89 Liverpool Street, Sydney NSW 2000 Australia.

PO BOX 20188 World Square, NSW 2002 Australia

Tel: 61 2 9264 6988 Fax: 61 2 9283 7166 Email: office@ausmonresources.com.au

www.ausmonresources.com.au ASX code: AOA



For personal use only

- (f) as at the date of this notice, the Company has complied with:
- (1) the provisions of Chapter 2M of the Act as they apply to the Company; and
 - (2) section 674 of the Act.

As at the date of this notice there is no excluded information being information:

- (a) that has been excluded from a continuous disclosure notice in accordance with the Listing Rules of ASX; and
- (b) that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
 - (1) the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
 - (2) the rights and liabilities attaching to the shares or generally to the ordinary shares in the capital of the Company.

The Directors note that Aumeng Investments Limited (being a company associated with Gary Zheng) and its associates (**Aumeng**), and Liubao Qian have the two highest voting powers in the Company. Accordingly, in the event that no existing options are exercised before the record date under the Offer and:

- (a) Aumeng and Liubao Qian take up all of their entitlements under the Offer; and
- (b) the remaining eligible shareholders do not take up any of their entitlements under the Offer,

then if Aumeng and Liubao Qian vote their shares in the same manner, they will be able to determine the outcome on a special resolution as well as an ordinary resolution whereas before the Offer, they would only be able to determine the outcome on a special resolution only.

The effect of the Offer on control of the Company is elaborated further in the tables set out in the Annexure to this notice.

Terms and expression given a meaning in the Act and not given a meaning in this notice, having the same meaning when used in this notice as given to them in the Act.



John Wang
Acting Chairman
Ausmon Resources Limited



For personal use only



Annexure A

The following tables set out the possible effects of the Offer (on the basis sets out below) on the substantial shareholders Aumeng Investments Limited and its associates King M Fan and Gary Zheng's, and Luibao Qian's voting power in the Company.

Table 1 - before the Offer (as at 17 March 2014)

Voting Power	Number of Shares	Shares %	Number of Shares if existing options exercised ²	Shares %
Aumeng Investments Limited and its associates King M Fan and Gary Zheng	26,557,502 ¹	24.43 ¹	40,413,752	28.37
Liubao Qian	10,000,000 ¹	9.20 ¹	10,000,000	7.02
Other eligible shareholders	69,126,206	63.59	87,319,956	61.30
Non eligible shareholders	3,015,417	2.77	4,715,417	3.31
Total	108,699,125	100.00	142,449,125	100.00

Note

1. As notified by the Form 604 notices filed with ASX on 10 March 2014 and 4 March 2014.
2. Assuming, for the purposes of illustration only, all existing options are exercised (although the Directors believe this is very unlikely as the exercise price of the existing options at \$0.80 per share is substantially above the share price at the date of this notice) and, following the exercise of the existing options, assuming there is no disposal of the issued shares.

AUSMON RESOURCES LIMITED ABN 88 134 358 964

'World Tower' Suite 1312, 87-89 Liverpool Street, Sydney NSW 2000 Australia.

PO BOX 20188 World Square, NSW 2002 Australia

Tel: 61 2 9264 6988 Fax: 61 2 9283 7166 Email: office@ausmonresources.com.au

www.ausmonresources.com.au ASX code: AOA



For personal use only



**AUSMON RESOURCES
LIMITED**

Table 2 - after the Offer (excluding exercise of Existing Options¹)

Voting Power	No shortfall shares from other eligible shareholders and the substantial shareholders take up their full entitlements		50% shortfall shares from other eligible shareholders and the substantial shareholders take up their full entitlements		100% shortfall shares from other eligible shareholders and the substantial shareholders take up their full entitlements	
	Number of Shares	Shares %	Number of Shares	Shares %	Number of Shares	Shares %
Aumeng Investments Limited and its associates King M Fan and Gary Zheng ²	53,115,004	24.78%	53,115,004	29.54%	53,115,004	36.57%
Liubao Qian ³	20,000,000	9.33%	20,000,000	11.12%	20,000,000	13.77%
Other eligible shareholders ⁴	138,252,412	64.49%	103,689,309	57.66%	69,126,206	47.59%
Non eligible shareholders	3,015,417	1.41%	3,015,417	1.68%	3,015,417	2.08%
Total	214,382,833	100.00	179,819,730	100.00	145,256,627	100.00

Note

1. Assumes no existing options are exercised on or after the date of this notice. The Directors believe that it is very unlikely that the existing options will be exercised as their exercise price of \$0.80 per share is substantially above the share price at the date of this notice.
2. Assumes full take up of entitlements by Aumeng Investments Limited and its associates King M Fan and Gary Zheng.
3. Assumes full take up of Entitlements by Liubao Qian.
4. Assumes full (columns 2 and 3), 50% (columns 4 and 5) and no (columns 6 and 7) take up of entitlements by other eligible shareholders

AUSMON RESOURCES LIMITED ABN 88 134 358 964

'World Tower' Suite 1312, 87-89 Liverpool Street, Sydney NSW 2000 Australia.

PO BOX 20188 World Square, NSW 2002 Australia

Tel: 61 2 9264 6988 Fax: 61 2 9283 7166 Email: office@ausmonresources.com.au

www.ausmonresources.com.au ASX code: AOA



For personal use only



**AUSMON RESOURCES
LIMITED**

Table 3 - after the Offer and exercise of all existing options¹⁾

Voting Power	No shortfall shares from other eligible shareholders and the substantial shareholders take up their full entitlements		50% shortfall shares from other eligible shareholders and the substantial shareholders take up their full entitlements		100% shortfall shares amount from other eligible shareholders and the substantial shareholders take up their full entitlements	
	Number of Shares	Shares %	Number of Shares	Shares %	Number of Shares	Shares %
Aumeng Investments Limited and its associates King M Fan and Gary Zheng ²	80,827,504	28.80%	80,827,504	34.14%	80,827,504	41.91%
Liubao Qian ³	20,000,000	7.13%	20,000,000	8.45%	20,000,000	10.37%
Other eligible shareholders ⁴	174,639,912	62.33%	130,979,934	55.38%	87,319,956	45.28%
Non eligible shareholders	4,715,417	1.68%	4,715,417	1.99%	4,715,417	2.44%
Total	280,182,833	100.00	236,522,855	100.00	192,862,877	100.00

Note

1. The Directors believe that it is very unlikely that the Existing options will be exercised as their exercise price of \$0.80 per share is substantially above the share price at the date of this notice.
2. Assumes full take up of entitlements by Aumeng Investments Limited and its associates King M Fan and Gary Zheng and they exercise all their existing options.
3. Assumes full take up of entitlements by Liubao Qian and he exercises all of his existing options.
4. Assumes full (columns 2 and 3), 50% (columns 4 and 5) and no (columns 6 and 7) take up of entitlements by other eligible shareholders and they exercise all of their existing options.

AUSMON RESOURCES LIMITED ABN 88 134 358 964

'World Tower' Suite 1312, 87-89 Liverpool Street, Sydney NSW 2000 Australia.

PO BOX 20188 World Square, NSW 2002 Australia

Tel: 61 2 9264 6988 Fax: 61 2 9283 7166 Email: office@ausmonresources.com.au

www.ausmonresources.com.au ASX code: AOA



For personal use only