

3 December 2018

Company Announcements Office  
 Australian Securities Exchange Limited  
 Exchange Centre  
 20 Bridge Street  
 Sydney NSW 2000

## **Letter to Shareholders re Renounceable Rights Issue**

Please find attached a letter to the shareholders of Dateline Resources Limited regarding the Renounceable Rights Issue and associated Appendix 3B announced on the ASX platform on Friday 30 November 2018. The letter is being printed and will be mailed to shareholders with the referred to Appendix 3B on Wednesday 5 December 2018.

John Smith  
 Company Secretary

### **About Dateline Resources Limited**

Dateline Resources Limited (ASX: DTR) is an Australian publicly listed company focused on gold mining and exploration in Colorado, United States of America. The Company owns 100% of its USA projects which comprise of almost 2,000 acres of brownfields high grade gold properties and a fully operational modern processing plant in Gunnison County Colorado. Several high-grade gold veins have been identified over a 4km strike length within the project area. Smelter and production records from previous mining indicate average grades to be between 15-20g/t gold.

3 December 2018

Dear Shareholder,

## Renounceable Rights Issue

Dateline Resources Limited (DTR) (**Dateline** or the **Company**) is pleased to announce that it is undertaking a 10 for 1 renounceable rights issue of up to 7,244,958,100 new fully paid ordinary shares in the Company (each, a **New Share**) at \$0.002 per New Share to raise up to approximately \$14,489,916 (before costs) (**Rights Issue**).

The Company anticipates strong participation in the Rights Issue by the Company's directors (**Directors**) and/or their related entities (**Director Shareholders**), including the full take up by Substantial Shareholder Southern Cross Exploration NL, who currently holds 33.13% and Non-Executive Director, Mr Mark Johnson, who currently holds 9.88% of the issued equity capital of the Company. Other major shareholders have also expressed their support for the Rights Issue. The Rights Issue will be partially underwritten to the value of \$1,012,367 by Director Shareholders and management of the Company.

Further details of the Rights Issue will be included in an offer document which is expected to be lodged with ASX and despatched to shareholders on Monday 10 December 2018.

Under the Rights Issue, New Shares will be offered to all shareholders who are, as at 7.00pm (AEST) on 5 December 2018, registered (in accordance with the records of the Company's share registry) with a registered address in either Australia or New Zealand (**Eligible Shareholders**).

Eligible Shareholders, other than the Director Shareholders and Southern Cross Exploration N.L.<sup>1</sup> (**SXX**), will also be offered the opportunity to apply for additional New Shares above their entitlement, from any shortfall that may arise under the Rights Issue.

As discussed above the Rights Issue is partially underwritten. The Board may elect to place some or all of any shortfall of the Rights Issue to sophisticated and professional investors within 3 months of the Rights Issue closing date.

The funds raised under the Rights Issue will be used for debt retirement, the continued exploration and development of the Colorado Gold Links Project and general working capital purposes including the costs of the Rights Issue.

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<sup>1</sup> As at the date of this announcement, SXX holds approximately 33.13% of the Company's shares.

The Rights Issue is being conducted in accordance with the following timetable:

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| Announcement of Rights Issue and lodgement of Appendix 3B and section 708AA(2)(f) cleansing notice with ASX                           | Friday 30 November 2018                    |
| Despatch of notice to securityholders, including optionholders  | Wednesday 5 December 2018                  |
| "Ex" Date (date from which existing shares in the Company commence trading without an entitlement to participate in the Rights Issue) | Tuesday 4 December 2018                    |
| Record Date (date for determining entitlements to participate in the Rights Issue)  | 7.00pm (AEST) on Wednesday 5 December 2018 |
| Despatch of Rights Issue offer booklet and personalised Entitlement and Acceptance Form to Eligible Shareholders                      | Monday 10 December 2018                    |
| <b>Closing Date for acceptances</b>   | 5.00pm (AEST) on Thursday 31 January 2019  |
| New Shares quoted on a deferred settlement basis  | Friday 1 February 2019                     |
| Notification to ASX of under subscriptions  | Tuesday 5 February 2019                    |
| Issue of New Shares and lodgement of an additional Appendix 3B (if necessary) with ASX  | Thursday 7 February 2019                   |
| Despatch of holding statements for New Shares and date on which deferred settlement trading in New Shares ends                        | Friday, 8 February 2019                    |

\*Subject to the ASX Listing Rules, the Directors reserve the right to extend the Closing Date for the Rights Issue at their discretion. Should this occur, an announcement will be made to ASX and the extension will have a consequential effect on the anticipated date of issue for the New Shares.

\*\*All dates are indicative only and subject to change.

On completion of the Rights Issue, the maximum number of Shares that the Company may have on issue is 7,969,453,910.

Shares purchased on-market on or after the "Ex date" of Tuesday, 4 December 2018 will not carry an Entitlement to participate in the Rights Issue.

Entitlement trading is expected to start at 10am (Sydney time) on Tuesday, 4 December 2018 (ASX: DTRR) and cease at 4pm (Sydney time) on Wednesday, 23 January 2019.

Please refer to section 3 of the Offer Booklet for detail in relation to how you may accept all or part of your Entitlement or how you may sell all or part your Entitlement on ASX or to a third-party.

## Ineligible Foreign Shareholders

In accordance with ASX Listing Rule 7.7.1 and Section 9A of the *Corporations Act 2001* (Cth), the Company advises that it has decided that it is unreasonable to make the Rights Issue to registered shareholders on the Record Date with a registered address outside of Australia, New Zealand or (but only to the extent that they qualify as "institutional investors"), Singapore (Ineligible Foreign Shareholders), having regard to:

1. the small number of Shareholders with addresses outside of Australia, New Zealand or Singapore;
2. the small number and value of the New Shares those Shareholders would be offered; and
3. the cost of complying with the legal requirements, and requirements of regulatory authorities in each of the countries concerned.

Accordingly, the Rights Issue will not be made to Ineligible Foreign Shareholders.

If you have any questions regarding the Rights Issue, please do not hesitate to contact John Smith, Company Secretary on +61 2 8231 6640 or contact your stockbroker or professional adviser.

Signed for and on behalf of

**Dateline Resources Limited**

A handwritten signature in black ink that reads "J. Smith".

John Smith  
Company Secretary  
Dateline Resources Limited

Enclosed : Appendix 3B