

10 June 2015

Client Market Services  
NZX Limited  
Level 1, NZX Centre  
11 Cable Street  
Wellington 6011

**NEW TALISMAN GOLD MINES LIMITED (NZX: NTL)  
NOTICE OF OFFER OF SAME CLASS FINANCIAL PRODUCTS FOR ISSUE**

New Talisman Gold Mines Limited (*New Talisman*) intends to undertake an offer of up to NZ\$15,000 worth of new listed shares to existing shareholders (the *Offer*).

**Pursuant to clause 20(1)(a) of Schedule 8 of the Financial Markets Conduct Regulations 2014 (FMC Regulations), New Talisman advises that:**

- 1 The Offer is being made in reliance upon the exclusion in clause 19 of Schedule 1 of the Financial Markets Conduct Act 2013 (*FMCA*) and New Talisman is giving this notice under clause 20(1)(a) of Schedule 8 of the FMC Regulations.
- 2 As at the date of this notice, New Talisman is in compliance with:
  - 2.1 the continuous disclosure obligations that apply to it in relation to New Talisman listed shares;
  - 2.2 its "financial reporting obligations" within the meaning set out in clause 20(5) of Schedule 8 of the FMC Regulations.
- 3 As at the date of this notice, there is no information that is "excluded information" within the meaning set out in clause 20(5) of Schedule 8 of the FMC Regulations, other than that
- 4 The Offer is not expected to have any material effect or consequence on the control of New Talisman, because:
  - 4.1 as at the date of this notice, the substantial security holders in New Talisman are Hamish Edward Elliot Brown (reported percentage holding of 11.62%) and HFT Nominees Pty Limited (reported percentage holding of 5.76%). None of the substantial shareholders control New Talisman;
  - 4.2 allocations to eligible shareholders are limited to \$15,000 each, which is not sufficiently significant for it to have a material effect on the control of New Talisman if all eligible shareholders take up their entitlements;
  - 4.3 although shareholders with registered addresses outside of New Zealand and Australia are not eligible to participate in the Offer (and their percentage shareholding will be diluted as a result of the issue of new shares), the combined percentage interest of those ineligible shareholders is not sufficiently significant for its dilution to have a material effect on the control of New Talisman if all eligible shareholders take up their entitlements;
  - 4.4 If some eligible shareholders do not take up their full entitlement, such shareholders' percentage shareholding will be reduced (relative to those who did take up their full entitlement), and New Talisman will be entitled to allocate that shortfall to other parties who have taken up their full entitlement;

- 4.5 in addition, if there is a shortfall under the Offer (following any applications for additional new shares, as described above), New Talisman will be entitled to place the shortfall to any persons (subject to complying with applicable securities laws and listing rules); and
- 4.6 New Talisman has not sought a waiver from NZX Main Board Listing Rule 7.5 (regulating issues of shares which could affect the effective control of New Talisman), and the Takeovers Code will also prevent any person holding or controlling 20% or more of the voting securities in New Talisman as a result of the Offer.

Yours sincerely,



Matthew Hill  
Director  
New Talisman Gold Mines Limited  
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#### **About New Talisman Gold Mines Ltd**

New Talisman Gold is a dual listed (NZX & ASX: NTL) leading New Zealand minerals development company with about 2,000 shareholders who are mainly from Australia and New Zealand.

The company's flagship asset the Talisman mine holds a JORC compliant mineral resource, a JORC compliant reserve and has been granted resource consents and access arrangements for the initial phase of the project. The company is currently initiating bulk sampling at Talisman and continues to advance the development of the mine. New Talisman's wholly owned subsidiary Coromandel Gold Limited holds a portfolio of highly prospective mineral interests and gold properties in the Hauraki and Northland Districts of New Zealand. New Talisman owns 18.04% of Broken Hill Prospecting Limited, which holds a significant cobalt project at Thackaringa, about 25 kilometres south-west of Broken Hill in Australia and a heavy mineral sands exploration portfolio. BPL is listed on the ASX (Code: BPL).

More about New Talisman Gold at [www.newtalisman.co.nz](http://www.newtalisman.co.nz)