



## Notification of Consolidation/Split

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### Announcement Summary

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**Entity name**

RESOURCE MINING CORPORATION LIMITED

**Applicable security for the reorganisation**

RMI	ORDINARY FULLY PAID
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**Announcement Type**

Update to previous announcement

**Date of this announcement**

Thursday November 26, 2015

**Reason for the Update**

Receipt of shareholder approval for the consolidation of issued capital of the Company.

**Additional Information**

The Company has two convertible notes on issue to Sinom (Hong Kong) Limited (Sinom), each with a face value of A\$1,000,000 (refer ASX announcement on 14 October 2014). The convertible notes mature on the date two years after the date of the convertible note deed. Each convertible note is convertible into 50,000,000 ordinary fully paid Shares at a deemed conversion price of \$0.02 per Share.

Clause 9 of the convertible note terms provides that if the Company reorganises its capital in any way while a convertible note is on issue, in respect of a convertible note, the number of Shares to be issued on conversion will be reorganised so that the convertible note holder will not receive a benefit the holders of Shares do not receive and vice versa. Further, ASX Listing Rule 7.21 provides that an entity which has convertible securities on issue (such as the convertible notes) may only reorganise its capital if the number of convertible notes, or the conversion price, or both is reorganised so that the holder of the convertible securities will not receive a benefit that holders of ordinary shares do not receive. The Company and Sinom have acknowledged and agreed that, subject only to the Consolidation being approved, each convertible note will become convertible into 5,000,000 ordinary fully paid Shares at a deemed conversion price of \$0.2 per Share. Sinom has also consented to the Consolidation and the reorganisation of the convertible notes for the purpose of reducing the number of Shares on issue.

As from the effective date of the Consolidation (being 3 December 2015), the existing convertible note certificates will cease to have any effect except as evidence of entitlement to post Consolidation convertible notes. After the Consolidation becomes effective, the Company will issue a notice to Sinom advising it of the convertible note details both before and after the Consolidation. The Company will also arrange for new convertible note certificates to be issued to Sinom.

**Refer to below for full details of the announcement**

### Announcement Details

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#### Part 1 - Entity and announcement details

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**1.1 \*Name of +Entity**

RESOURCE MINING CORPORATION LIMITED

**1.2 \*Registered Number Type**

ABN

**Registration Number**

97008045083

**1.3 \*ASX issuer code**

RMI

**1.4 \*The announcement is**

Update/amendment to previous announcement

**1.4a Reason for update to a previous announcement**

Receipt of shareholder approval for the consolidation of issued capital of the Company.

**1.4b \* Date of previous announcement(s) to this update**

Wednesday October 28, 2015

**1.5 \*Date of this announcement**

Thursday November 26, 2015

**1.6 \*Securities affected by the reorganisation**

RMI

ORDINARY FULLY PAID

## Part 2 - Approvals

**2.1 \*Are any of the below approvals required for the reorganisation before business day 0 of the timetable?**

- Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity required to be given/met before business day 0 of the timetable for the reorganisation.

Yes

**2.2 Approvals**

Approval/Condition	Date for determination	Is the date estimated or actual?	**Approval received/condition met?
+Security holder approval	Thursday November 26, 2015	Actual	Yes
<b>Comments</b>			
<input type="text"/>			

## Part 3 - Reorganisation timetable and details



**3.1 \*+Record date**

Wednesday December 2, 2015

**3.2 Date of +security holder meeting**

Thursday November 26, 2015

**3.3 Last day for trading in the pre-re-organised +securities**

Friday November 27, 2015

**3.4 \*Effective date. Trading in the re-organised securities commences on a +deferred settlement basis. If the +entity's securities are suspended from trading during this period there will be no +deferred settlement trading however ASX still captures this date.**

Monday November 30, 2015

**3.5 Record date**

Wednesday December 2, 2015

**3.6 First day for +entity to send notices to +security holders of the change in the number of +securities they hold. First day for +entity to register +securities on a post-reorganised basis**

Thursday December 3, 2015

**3.7 \*+Issue date. +Deferred settlement market ends. Last day for +entity to send notices to +security holder of the change in the number of +securities they hold. Last day for +entity to register +securities on a post-reorganised basis**

Wednesday December 9, 2015

**3.8 Trading starts on a normal T+3 basis**

Thursday December 10, 2015

**3.9 First settlement of trades conducted on a +deferred settlement basis and on a normal T+3 basis**

Tuesday December 15, 2015

Part 4 - Reorganisation type and details

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**4.1 \*The reorganisation is**

+Security consolidation

**4.1a \*Consolidation ratio: the +securities will be consolidated on the basis that every**

10

**(pre-consolidation) +securities will be consolidated into**

1

**(post-consolidation) +security (/ies).**

**4.2 \*Scrip fraction rounding**

Fractions rounded down to the nearest whole number or fractions disregarded

Part 5 - +Securities on issue before and after reorganisation

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**5.1 \*+Securities on issue before and after the reorganisation**



<b>*ASX +Security Code</b> RMI	<b>*ASX +Security Description</b> ORDINARY FULLY PAID		
<b>Quoted/unquoted</b> Quoted	<b>Number on issue before reorganisation</b> 2,962,675,663	<b>Number on issue after reorganisation</b> 296,267,566	<b>Estimate/Actual</b> Estimated

## Part 6 - Further information

### 6.1 Further information relating to the reorganisation

Refer to 6.2

### 6.2 Additional information for inclusion in the Announcement Summary

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