

8 June 2017

## ISSUE OF PLACEMENT SHARES

European Lithium Limited (ASX:EUR, FRA:PF8) (the **Company**) announces that it has issued 13,326,666 fully paid ordinary shares (**Placement Shares**) and 6,763,333 options that are exercisable at \$0.05 (5 cents) on or before 31 March 2020 (**Options**).

The Company has used its capacity under Listing Rule 7.1 to issue the Placement Shares and Options.

Pursuant to Section 708A(5)(e) of the Corporations Act 2001 (**Act**) the Company gives notice that:

1. EUR issued the Placement Shares and Options without disclosure to investors under Part 6D.2 of the Act.
2. As at the date of this notice, EUR has complied with:
  - a. the provisions of Chapter 2M of the Act as they apply to the Company; and
  - b. section 674 of the Act; and
3. As at the date of this notice, there is no excluded information (as defined in subsection 708A(7) and 708A(8) of the Act) which is required to be disclosed by EUR.

An Appendix 3B in relation to the Placement Shares and Options is attached to this announcement.

Tony Sage  
Non-Executive Chairman  
European Lithium Limited

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, 04/03/13

Name of entity

EUROPEAN LITHIUM LIMITED

ABN

45 141 450 624

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  | (i) Fully paid ordinary shares ( <b>Shares</b> )<br>(ii) Fully paid ordinary shares ( <b>Shares</b> )<br>(iii) Unlisted Options ( <b>Options</b> )<br>(iv) Unlisted Options ( <b>Options</b> )                                   |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued   | (i) 11,499,999 Shares<br>(ii) 1,826,667<br>(iii) 6,663,333 Options<br>(iv) 100,000 Options   |
| 3 | Principal terms of the +securities (e.g. 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) | (i) Fully paid ordinary shares<br>(ii) Fully paid ordinary shares<br>(iii) Unlisted Options exercisable at \$0.05 each on or before 31 March 2020<br>(iv) Unlisted Options exercisable at \$0.05 each on or before 31 March 2020 |

+ See chapter 19 for defined terms.

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**New issue announcement**

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<p>4 Do the +securities rank equally in all respects from the +issue date 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"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>(i) Yes</p> <p>(ii) Yes</p> <p>(iii) No. Upon exercise of the Options into ordinary fully paid shares, the allotted shares will rank equally in all respects with existing ordinary fully paid shares</p> <p>(iv) No. Upon exercise of the Options into ordinary fully paid shares, the allotted shares will rank equally in all respects with existing ordinary fully paid shares</p>
<p>5 Issue price or consideration</p>	<p>(i) \$0.045 per share</p> <p>(ii) \$0.045 per shares</p> <p>(iii) Nil</p> <p>(iv) Nil</p>
<p>6 Purpose of the issue          (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>(i) Shares are issued to investor pursuant to a placement (refer ASX Announcement 8 June 2017).</p> <p>(ii) Settle amounts due to certain creditors the Company.</p> <p>(iii) Options are issued to investors and creditors pursuant to the placement.</p> <p>(iv) Options are issued to corporate advisor in relation to the placement</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>Yes</p>
<p>6b The date the security holder resolution under rule 7.1A was passed</p>	<p>24 November 2016</p>
<p>6c Number of +securities issued without security holder approval under rule 7.1</p>	<p>Nil</p>

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+ See chapter 19 for defined terms.

6d	Number of +securities issued with security holder approval under rule 7.1A	Nil
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Not applicable – all securities issued under 15% capacity
6f	Number of +securities issued under an exception in rule 7.2	Nil
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.	Not applicable
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	Not applicable
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	7.1 - 43,151,975 7.1A - 43,219,725
7	+Issue dates  Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.  Cross reference: item 33 of Appendix 3B.	8 June 2017

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	Number	+Class
8 Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	172,726,347	Fully paid ordinary shares

	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)	274,385,183	Fully paid ordinary shares, of which 172,406,363 shares are escrowed until 9 Sept 2017, and 101,978,820 shares are escrowed until 20 Sept 2018.
	200,000,000	Options exercisable at \$0.10 each on or before 30 June 2020.
	8,000,000	Options exercisable at \$0.125 each on or before 27 February 2020.
	6,763,333	Options exercisable at \$0.05 each on or before 31 March 2020

10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	The Directors do not anticipate declaring a dividend in the foreseeable future.
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**Part 2 - Pro rata issue**

11 Is security holder approval required?	Not applicable
12 Is the issue renounceable or non-renounceable?	Not applicable
13 Ratio in which the +securities will be offered	Not applicable

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

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20	Names of any underwriters	Not applicable
21	Amount of any underwriting fee or commission	Not applicable
22	Names of any brokers to the issue	Not applicable
23	Fee or commission payable to the broker to the issue	Not applicable
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	Not applicable
25	If the issue is contingent on security holders' approval, the date of the meeting	Not applicable
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	Not applicable
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	Not applicable
28	Date rights trading will begin (if applicable)	Not applicable
29	Date rights trading will end (if applicable)	Not applicable
30	How do security holders sell their entitlements <i>in full</i> through a broker?	Not applicable
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	Not applicable

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- 32 How do security holders dispose of their entitlements (except by sale through a broker)?
- 33 <sup>+</sup>Issue date

### Part 3 - Quotation of securities

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

34 Type of <sup>+</sup>securities  
(tick one)

(a)  <sup>+</sup>Securities described in Part 1

(b)  All other <sup>+</sup>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 <sup>+</sup>securities are <sup>+</sup>equity securities, the names of the 20 largest holders of the additional <sup>+</sup>securities, and the number and percentage of additional <sup>+</sup>securities held by those holders
- 36  If the <sup>+</sup>securities are <sup>+</sup>equity securities, a distribution schedule of the additional <sup>+</sup>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 <sup>+</sup>securities

+ See chapter 19 for defined terms.



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**Entities that have ticked box 34(b)**

38 Number of +securities for which +quotation is sought 

Not applicable
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39 +Class of +securities for which quotation is sought 

Not applicable
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40 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?  
  
 Not applicable

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)

Not applicable
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	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the +securities in clause 38)	Not applicable	Not applicable

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+ See chapter 19 for defined terms.

### 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 is not available now, we 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.

Melissa Chapman  
Company Secretary  
8 June 2017

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+ See chapter 19 for defined terms.

## Appendix 3B – Annexure 1

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

Introduced 01/08/12 Amended 04/03/13

#### Part 1

<b>Rule 7.1 – Issues exceeding 15% of capital</b>																
<b><i>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</i></b>																
<b><i>Insert</i></b> number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	73,044,750															
<b><i>Add</i></b> the following: <ul style="list-style-type: none"> <li>• Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2               <table style="width: 100%; border: none;"> <tr> <td style="width: 50%;"></td> <td style="width: 25%; text-align: right;">187,500,000</td> <td style="width: 25%; text-align: right;">9 September 2016</td> </tr> <tr> <td></td> <td style="text-align: right;">23,437,500</td> <td style="text-align: right;">9 September 2016</td> </tr> </table> </li> <li>• Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval               <table style="width: 100%; border: none;"> <tr> <td style="width: 50%;"></td> <td style="width: 25%; text-align: right;">77,902,500</td> <td style="width: 25%; text-align: right;">9 September 2016</td> </tr> <tr> <td></td> <td style="text-align: right;">62,500,000</td> <td style="text-align: right;">23 December 2016</td> </tr> </table> </li> <li>• Number of partly paid +ordinary securities that became fully paid in that 12 month period               <table style="width: 100%; border: none;"> <tr> <td style="width: 50%;"></td> <td style="width: 25%; text-align: right;">7,812,500</td> <td style="width: 25%; text-align: right;">23 December 2016</td> </tr> </table> </li> </ul> <p><b><i>Note:</i></b></p> <ul style="list-style-type: none"> <li>• <i>Include only ordinary securities here – other classes of equity securities cannot be added</i></li> <li>• <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>		187,500,000	9 September 2016		23,437,500	9 September 2016		77,902,500	9 September 2016		62,500,000	23 December 2016		7,812,500	23 December 2016	
	187,500,000	9 September 2016														
	23,437,500	9 September 2016														
	77,902,500	9 September 2016														
	62,500,000	23 December 2016														
	7,812,500	23 December 2016														
<b><i>Subtract</i></b> the number of fully paid +ordinary securities cancelled during that 12 month period	None															
<b>“A”</b>	432,197,250															

+ See chapter 19 for defined terms.

<b>Step 2: Calculate 15% of “A”</b>										
“B”	0.15 <i>[Note: this value cannot be changed]</i>									
<b>Multiply “A” by 0.15</b>	64,829,588									
<b>Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used</b>										
<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"> <li>• Under an exception in rule 7.2</li> <li>• Under rule 7.1A</li> <li>• With security holder approval under rule 7.1 or rule 7.4</li> </ul> <p><i>Note:</i></p> <ul style="list-style-type: none"> <li>• <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i></li> <li>• <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 60%;"></td> <td style="width: 20%; text-align: right;">1,587,614</td> <td style="width: 20%; text-align: right;">30 December 2016</td> </tr> <tr> <td></td> <td style="text-align: right;">13,326,666</td> <td style="text-align: right;">8 June 2017</td> </tr> <tr> <td></td> <td style="text-align: right;">6,763,333</td> <td style="text-align: right;">8 June 2017</td> </tr> </table>		1,587,614	30 December 2016		13,326,666	8 June 2017		6,763,333	8 June 2017
	1,587,614	30 December 2016								
	13,326,666	8 June 2017								
	6,763,333	8 June 2017								
“C”	<b>21,677,613</b>									
<b>Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1</b>										
<p>“A” x 0.15</p> <p><i>Note: number must be same as shown in Step 2</i></p>	64,829,588									
<p><b>Subtract “C”</b></p> <p><i>Note: number must be same as shown in Step 3</i></p>	21,677,613									
<p><b>Total</b> [“A” x 0.15] – “C”</p>	<p>43,151,975</p> <p><i>[Note: this is the remaining placement capacity under rule 7.1]</i></p>									

+ See chapter 19 for defined terms.

## Part 2

<b>Rule 7.1A – Additional placement capacity for eligible entities</b>	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>“A”</b>  <i>Note: number must be same as shown in Step 1 of Part 1</i>	432,197,250
<b>Step 2: Calculate 10% of “A”</b>	
<b>“D”</b>	0.10  <i>Note: this value cannot be changed</i>
<b>Multiply “A” by 0.10</b>	43,219,725
<b>Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used</b>	
<b>Insert</b> number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A  <b>Notes:</b> <ul style="list-style-type: none"> <li>• <i>This applies to equity securities – not just ordinary securities</i></li> <li>• <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <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></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	Nil
<b>“E”</b>	Nil

+ See chapter 19 for defined terms.

<b>Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A</b>	
“A” x 0.10  <i>Note: number must be same as shown in Step 2</i>	43,219,725
<b>Subtract “E”</b>  <i>Note: number must be same as shown in Step 3</i>	Nil
<b>Total [“A” x 0.10] – “E”</b>	43,219,725  <i>Note: this is the remaining placement capacity under rule 7.1A</i>

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+ See chapter 19 for defined terms.