



Dear Shareholder,

Share Purchase Plan

We attach a Share Purchase Plan ("SPP") Offer Document offering eligible shareholders, on the register at the Record Date (11:00pm Sydney time on 10 October 2019), to acquire fully paid ordinary shares in Ausmon Resources Limited at \$0.0025 per share. This price is equal to a discount of 16.67% to the volume weighted average price of Company Shares for the last five days on which they were traded on the Australian Securities Exchange immediately prior to the announcement of the SPP on 11 October 2019.

This SPP provides eligible shareholders the opportunity to apply for up to \$15,000 worth of shares (subject to any scale back) at \$0.0025 per share without incurring brokerage or other transaction costs.

After costs, proceeds from the SPP will be used for exploration, investigation of new ventures and for general working capital.

The SPP is not underwritten. The Directors intend to subscribe for their full entitlements.

We strongly recommend that you read the Offer Document and accompanying Application Form in full. You should seek independent legal and/or financial advice if you are in any doubt about the terms of the offer or whether to accept the offer.

We look forward to your support in subscribing for shares under the Share Purchase Plan.

John Wang
Managing Director

11 October 2019





SHARE PURCHASE PLAN 2019 OFFER DOCUMENT

This offer of ordinary shares in the capital of the Company (“Shares”) is made on the terms and conditions of the Share Purchase Plan (“SPP”) set out in this Offer Document and the accompanying Application Form.

The closing date of this offer is 5:00 pm (Sydney time) on 31 October 2019.

It is important to ensure that you read this Offer Document and accompanying Application Form in full. You should seek independent legal and/or financial advice if you are in any doubt about the terms of this offer or whether to accept this offer.

KEY OFFER DETAILS	
Issue Price:	\$0.0025 per new Share
Minimum application amount:	\$2,500 (1,000,000 Shares)
Maximum application amount: [^]	\$15,000 (6,000,000 Shares)
Applications can be made for parcels of Shares valued at:*	A. A\$2,500 (1,000,000 Shares) B. A\$5,000 (2,000,000 Shares) C. A\$10,000 (4,000,000 Shares) D. A\$15,000 (6,000,000 Shares)
Maximum amount to be raised:	\$325,000 (130,000,000 Shares)
Proposed use of funds:	Funds raised by the offer will be used for the Offer costs, exploration, investigation of new ventures and general working capital of the Company.
Offer Date:	11 October 2019, being the date of this Offer Document.
Record Date (for determining recipients of the offer):	11:00 pm (Sydney time) on 10 October 2019, being the day before the date on which the details of the Share Purchase Plan were first announced to the ASX.
Closing Date: ⁺	5:00 pm (Sydney time) on 31 October 2019.
Anticipated issue of new Shares: ⁺	7 November 2019
Anticipated dispatch of holding statements and (if applicable) refunds: ⁺	14 November 2019
Anticipated commencement of trading of new Shares: ⁺	8 November 2019

[^] Custodians may apply for up to \$15,000 (6,000,000 Shares) on behalf of each distinct beneficiary represented, using a separate application form which can be obtained from the Company. Further details are provided below.

* If the total number of Shares applied for exceeds 130,000,000, the Company’s Board will reduce the number of shares to be issued in response to each application at its absolute discretion. The Company will refund to the applicant the difference between the application monies received by the Company and application monies payable for the number of Shares actually issued to the applicant. Refunds will be paid to the applicant by cheque. No interest shall be paid on refunded application monies.

⁺ The above dates are indicative only. The Company reserves the right to change any date at its absolute discretion and without notice, including by postponing the Closing Date or closing the Offer early, or to withdraw or cancel the Offer.

If you wish to participate in this SPP you must apply for Shares using the personalised Application Form accompanying this Offer Document, unless you are a custodian and wish to apply on behalf of distinct eligible beneficiaries. If any of your details on the Application Form are incorrect, please contact the Company's Share Registrar urgently.

Capitalised terms used in this Offer Document have the meaning set out in the section headed Key Offer Details at the beginning of this Offer Document, or the section headed Glossary at the end of this Offer Document.

IMPORTANT INFORMATION

The issue price of Shares offered under this SPP is \$0.0025 per Share. This price is a 16.67% discount to the average market price of the Company's Shares on ASX for the last five days on which the Company's shares were traded prior to the day this offer was announced being 11 October 2019.

Applicants should specifically consider the risk of movement in market value of the Company's Shares. The market price of the Company's Shares may change between the Offer Date and the date when the Shares are issued to applicants under this SPP, with the effect that the price or value of the Shares which applicants receive under this SPP may be more or less than the price paid for the Shares. The price may rise or fall after the Offer Date, after the date upon which the Shares are applied for, before the Shares are issued, or before the Shares can be traded. There is no certainty that applicants will be able to sell their Shares for more than or at the same price as they paid for them, or at all.

No account has been taken of the particular objectives, financial situation or needs of recipients of this Offer Document. Because of this, recipients of this Offer Document should have regard to their own objectives, financial situation and needs.

Recipients of this Offer Document should make their own independent investigation and assessment of the Company, its business, assets and liabilities, prospects and profits and losses, and the risks associated with investing in the Company. Independent expert advice should be sought before any decision is made to accept the offer of Shares, applying for Shares under this SPP, or to acquire Shares.

A Shareholder cannot transfer the right to participate in the offer to another person or entity. Participation in the Offer is not compulsory.

This Offer is made pursuant to ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547 which was issued by the Australian Securities and Investments Commission on 1 October 2019 ("**ASIC Instrument**"). Accordingly, the Company is exempted from the requirements contained in Parts 6D.2 and 6D.3 of the Corporations Act. The Company will not be issuing a prospectus in relation to the Shares offered under the SPP.

The Company is not required to seek the approval of Shareholders in relation to the offer of Shares under this SPP.

A registered holder of Shares as at the Record Date with a registered address in Australia or New Zealand is eligible to apply for Shares under this Offer (subject to the terms and conditions set out in this Offer Document and the Application Form) if the issue of Shares to the applicant under this Offer, or under any similar arrangement, will not result in the applicant having acquired Shares having an application price totalling more than \$30,000 in the 12 month period prior to an application under this SPP. Accordingly applicants must provide the Company with certification to the effect that the total of the application price for the Shares the subject of the Application Form and any other Shares applied for by the applicant under the SPP or a share purchase plan or similar arrangement in the 12 months prior to the application (including any Shares which the applicant has instructed a custodian to acquire on their behalf under a share purchase plan including this SPP or similar arrangement) does not exceed \$30,000. The certification forms part of the Application Form as set out below.

The Company collects information about each applicant for the purposes of processing the application and, if the application is successful, to administer the applicant's security holding in the Company.

By submitting an application, each applicant agrees that the Company may use the information provided by that applicant on that application for the purposes set out in this privacy disclosure statement and may disclose it for those purposes to the share registry, the Company's related bodies corporate, agents, contractors and third party service providers, including mailing houses and professional advisers, and to the ASX and other regulatory authorities.

Directors and officers of the Company (and their associates) who hold Shares as at the Record Date may participate in the Offer, subject to the terms and conditions set out in this Offer Document and the Application Form.

The Company reserves the right to vary the terms and conditions of this SPP without notice, subject to the ASIC Instrument and the Listing Rules. The Company reserves the right to waive strict compliance with the terms and conditions of this SPP (other than terms and conditions required for compliance with the terms of the ASIC Instrument).

The Company reserves the right to terminate this SPP at any time. In the event of termination of this SPP, or rejection of any application for any reason, all monies received shall be refunded to the applicant by cheque without interest.

The Company's rights and powers may be exercised by the Directors or any delegate of the Directors.

This SPP, Offer, and these terms and conditions (including the Application Form) are governed by the laws applying in the State of New South Wales. By applying for Shares, applicants agree to submit to the exclusive jurisdiction of the Courts of that State and the courts of appeal from those Courts.

SHARES OFFERED

The Shares offered under this SPP are fully paid ordinary shares in the capital of the Company. The Shares issued under this SPP shall rank equally with, and have the same terms as the Company's other Shares. Application will be made to ASX for quotation of the Shares issued under this SPP.

Any proposed date in the Offer Document (whether of quotation or trading of the Shares issued under this SPP or otherwise) is indicative only. Any person who trades any Shares issued under this SPP before receiving a transaction confirmation statement does so at their own risk.

APPLYING FOR SHARES UNDER THE SPP

You can apply for Shares under this SPP by:

- completing the enclosed Application Form and return it, together with a cheque made payable to '**Ausmon Resources Limited**' in the amount equal to the designated subscription amount selected, to the following address:

Hand Delivery

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

Mailing Address

Ausmon Resources Limited
PO BOX 20188
World Square
NSW 2002 Australia

or

- make direct deposit to the following Company's bank account ensuring your shareholder "Name" and unique identification number is recorded on your bank remittance advice to be shown on the Company's bank statement so that your application may be identified. Your shareholder "Name" and unique

identification number is stated on the Application Form above your registered address. You should mail the completed Application Form to the Company's address above or email a scanned copy of your completed Application Form to office@ausmonresources.com.au when you have made the payment.

Bank:	ANZ Bank
BSB:	012 071
Account number:	2131 79075
Account name:	Ausmon Resources Limited – Share Issue

By submitting the Application Form (together with a cheque or making a direct deposit payment) the applicant certifies that:

- the aggregate of the application price paid for:
 - the Shares the subject of the Application Form or direct deposit payment; and
 - any other Shares in the Company applied for or which a Custodian has been instructed to acquire under the SPP, or any similar arrangement operated by the Company in the 12 months before the date of submission,does not exceed \$30,000 (except when applying as a Custodian for one or more beneficiaries);
- it agrees that the application is only effective as of the date on which the application is signed (if applicable);
- it agrees generally to otherwise be bound by the terms of this Offer Document; and
- it authorises the Company to place its name on the register of members in respect of the Shares which are issued to it under the SPP offer and agrees to be bound by the constitution of the Company.

It is the applicant's responsibility to ensure any application and application monies are received at the address or the Company's bank account specified on the Application Form before the Closing Date. Neither the Company nor the Company's Share Registrar accepts any liability for lost, delayed or misdelivered Application Forms or application monies.

Applications should only be made in one of the designated amounts set out in the Application Form.

The Company reserves the right to reject an application received, and/or may refuse to issue Shares under this SPP, if the Company believes that acceptance of the application or issue of the Shares may be contrary to any applicable law, the terms of the ASIC Instrument, the Listing Rules, or the terms and conditions of this SPP.

The Company may amend or complete any application received if such amendment would assist or permit the Company to issue and/or the applicant to receive Shares under this SPP, provided no amendment shall result in the number of Shares to be issued exceeding the number of Shares which may be issued at the Issue Price represented by the application monies received. If a cheque or other form of payment of application monies is not honoured, the Company may at its sole discretion issue Shares in response to the application and recover the application monies as a debt due or reject the application.

MAXIMUM APPLICATIONS

Each eligible Shareholder who is not a custodian may only apply for up to \$15,000 of Shares (6,000,000 Shares), notwithstanding that a Shareholder may receive more than one offer from the Company.

Joint holders are counted as a single Shareholder for the purposes of determining their entitlement under this SPP. If joint holders receive more than one offer under the SPP due to multiple holdings, the joint holders may only apply for an aggregate of \$15,000 worth of Shares (one maximum parcel).

No oversubscriptions will be accepted.

SCALE BACK

The Company is seeking to raise a maximum of \$325,000 under the SPP. Further, in accordance with the ASX Listing Rules the number of shares to be issued under the SPP will not be greater than 30% of the number of the Company's shares on issue at the Record Date.

If total demand for the SPP exceeds \$325,000, the Company reserves the right to close the SPP early and scale back applications in its absolute and sole discretion. When determining the amount (if any) by which to scale back an application, the Company may take into account a number of factors, including the size of an applicant's shareholding, the extent to which eligible Shareholders have sold or bought additional shares after the Record Date and the date an application was made.

If the Company scales back applications, the amount of the application as scaled back may not be equal to a whole number of the Company's Shares. In that event, the number of the Company's Shares to be allotted will be rounded up to the nearest whole number of Shares.

If the Company undertakes a scale back, applicants will receive the number of Shares determined by the Company in its absolute discretion which may be less than the parcel of Shares which was applied for. In this case, the difference between the application money received and the number of Shares allocated to the applicants multiplied by the Issue Price, may be refunded by cheque as soon as practicable without interest at the time of allotment.

ISSUE OF SHARES

The Company will not be obliged to allot Shares and the applicant will not be entitled to receive or be issued Shares until the Board resolves to allot the same. Shares are expected to be allotted on 7 November 2019. After Shares are allotted the Company will promptly make application to ASX for the Shares to be admitted to quotation. Holding statements will be dispatched in accordance with the timetable set out on page 1 of this Offer Document.

CUSTODIANS

A registered Shareholder who is a custodian (as defined in the ASIC Instrument) ("**Custodian**") holding Shares on behalf of two or more beneficial holders ("**Participating Beneficiaries**") may acquire multiple parcels with an application price totalling up to \$15,000 (6,000,000 Shares) on behalf of each distinct beneficiary, subject to compliance with the procedures and certification requirements set out in the ASIC Instrument. In particular, a Custodian must provide a notice in writing to the Company (by way of Custodian Certificate) certifying the following:

- that the Custodian holds the Shares on behalf of Participating Beneficiaries who have instructed it to apply for Shares in the Company on their behalf under the SPP;
- the number of Participating Beneficiaries;
- the name and address of each Participating Beneficiary;
- the number of Shares in the Company that the Custodian holds on behalf of each Participating Beneficiary;
- the number or dollar amount of Shares which each Participating Beneficiary has instructed the Custodian, either directly or indirectly through another custodian, to apply for on their behalf;
- that there are no Participating Beneficiaries in respect of which the total of the application price exceeds \$30,000 worth of the Company's Shares, calculated by reference to Shares in the Company applied for by the Custodian on behalf of each Participating Beneficiary under:
 - the SPP; and
 - any other Shares in the Company issued to the Custodian as custodian in the 12 months before the Custodian's application under an arrangement similar to the SPP,in each case, as a result of an instruction given by the Participating Beneficiary to the Custodian to apply for Shares in the Company on their behalf;
- that a copy of this Offer Document was given to each Participating Beneficiary;

- where Shares are held by the Custodian on behalf of the Participating Beneficiary indirectly, through one or more interposed custodians, the name and address of each interposed custodian; and
- any such additional or varied information as might be required under any more specific ASIC relief that might be granted to the Company in relation to the SPP.

The offer under this SPP is made to the Custodian as the registered holder, not to the beneficiaries directly.

If shares in the Company are held as a trustee or nominee for another person, but are not a Custodian as defined in the ASIC Instrument, that holder cannot participate for beneficiaries in the manner described above. In this case, the rules for multiple single holdings apply.

Custodians must obtain a separate Application Form from the Company if they wish to accept multiple parcels on behalf of distinct beneficiaries. The lodgement of the personalised Application Form which accompanies this offer may be treated by the Company as an acceptance by the holder named on the form and not as being made on behalf of distinct beneficiaries.

When requesting a separate Application Form from the Company, custodians must allow time for the dispatch, completion and return of the form. Requests should be made in writing or by facsimile or email. Requests made on or after the fifth business day before the Closing Date may not result in the separate Application Form being received in sufficient time to allow for lodgement before the Closing Date.

If you are unsure whether you are a custodian for the purposes of this offer, you should obtain independent legal advice.

EXCLUDED APPLICANTS

A Shareholder who alone or with its associates would obtain an interest in more than 20% of the issued voting Shares of the Company may be ineligible to accept an offer under this SPP. The Company reserves the right to refuse an application if the applicant (alone or with its associates) would obtain an interest in more than 20% of the issued voting Shares of the Company. The Company may amend any application received such that the applicant's interest alone or with its associates is no more than 20% of the issued voting Shares of the Company. In the event that an application is adjusted, the Company will refund to the applicant by cheque without interest the difference between the application monies received by the Company and application monies payable for the number of Shares actually issued to the applicant.

The Company has determined that it is unlawful or impractical for the SPP to be offered to a shareholder whose address on the register is outside of Australia or New Zealand. Accordingly this document does not constitute an offer of Shares in any place outside of Australia and New Zealand, or to any person whose address on the register is outside of Australia or New Zealand. Beneficial shareholders not resident in Australia or New Zealand should consult their professional advisors to determine whether any government or other consents are required or whether formalities need to be observed to allow them to accept their entitlement.

UNDERWRITING

The Offer is not underwritten at the time the Offer is made. However, the Company reserves the right to subsequently put in place an underwriting for the whole or part of the \$325,000 sought to be raised through the SPP.

COSTS OF PARTICIPATION

No brokerage, commissions or other transaction costs will be payable by eligible Shareholders in respect of the application for, and issue of, Shares under the SPP.

ENQUIRIES

You should seek independent legal and/or financial advice if you are in any doubt about the terms of this Offer or whether to accept this Offer.

If you have any questions about the Offer or how to accept the Offer, please contact your stockbroker or professional adviser, or the Company Secretary, Mr Eric Sam Yue (02) 9264 6988 or email office@ausmonresources.com

GLOSSARY

ASIC Instrument	means ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547.
ASX	means ASX Limited (ACN 008 624 691), or the securities exchange operated by it (as the context requires).
Application Form	means the personalised application and acceptance form which accompanies this Offer Document.
Company	means Ausmon Resources Limited ACN 134 358 964.
Corporations Act	means the <i>Corporations Act 2001 (Cth)</i> .
Custodian	means a Shareholder who is a custodian, as defined in the ASIC Instrument.
Director	means a Director of the Company.
Listing Rules	means the Listing Rules of ASX.
Offer	means the offer of Shares pursuant to this SPP.
Offer Document	means this Share Purchase Plan offer document.
Participating Beneficiary	means a beneficial holder of a Share held by a Custodian.
Record Date	means 11:00 pm (Sydney time) on 10 October 2019.
Share	means an ordinary fully paid share in the capital of the Company and “ Shares ” has a corresponding meaning.
Shareholder	means a person who holds any Shares.
Share Purchase Plan	means the Share Purchase Plan dated 11 October 2019 described in this Offer or SPP Document.
Share Registrar	Boardroom Pty Limited ACN 003 209 836.



ABN 88 134 358 964

Record Date

11:00 pm (Sydney time): 10 October 2019

Offer Opens:

11 October 2019

Offer Closes

5:00 pm (Sydney time): 31 October 2019

SHARE PURCHASE PLAN ("SPP") APPLICATION FORM

THIS IS A PERSONALISED FORM FOR THE SOLE USE OF THE SHAREHOLDER AND HOLDING RECORDED ABOVE.

How do I apply for Shares under this offer?

- Carefully read the SPP terms and conditions accompanying this form.
- Decide on the amount you wish to apply for.
- Pay for the Shares in accordance with the instructions outlined in the Offer Document and further important instructions on the reverse of this form.
- Pay by Cheque, or direct deposit in the Company's bank account.
- Payments must be in Australian dollars.

PAYMENT

Paying by Cheque

Complete and return this Application Form with your application monies.

- A. Tick the box beside the amount you wish to apply for, with \$2,500, \$5,000, \$10,000 or \$15,000.
- B. Enter your cheque, bank draft or money order details. The amount of your application monies should be equal to the amount applied for in section A of this Application Form. Cheques must be drawn on an Australian branch of a financial institution in Australian currency, made payable to "Ausmon Resources Limited – Share Issue" and crossed "Not Negotiable". Please ensure sufficient cleared funds are held in your account, as your cheque will be banked as soon as it is received. If you provide a cheque, bank draft or money order for an amount that is not equal to either \$2,500, \$5,000, \$10,000, or \$15,000, Ausmon Resources Limited may round down the dollar amount of Shares that you are applying for to the next lowest parcel at their discretion. Your payment must be for a minimum of \$2,500.
- C. Enter your contact telephone number at which we may contact you regarding your application for Shares, if necessary.

Paying by direct deposit to the Company's Bank Account

Deposit the application monies to the following account at:

ANZ Bank, BSB: 012 071, Account number: 2131 79075, Account name: Ausmon Resources Limited – Share Issue

Ensure your shareholder "Name" and unique identification number as printed above is recorded on your bank remittance advice so that your application may be identified.

A

I/we wish to purchase a parcel of Shares to the dollar amount of (tick one box only):

☐	\$2,500	☐	or \$5,000	☐	or \$10,000	☐	or \$15,000
	for 1,000,000 Shares		for 2,000,000 Shares		for 4,000,000 Shares		for 6,000,000 Shares

B

Make your cheque payable to "Ausmon Resources Limited – Share Issue" and crossed "Not Negotiable"

Drawer	Cheque Number	BSB Number	Account Number	Amount of Cheque
				A\$.00

C

Telephone Number – Business Hours

Telephone Number – After Hours

Contact Name

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IMPORTANT INFORMATION

1. This is an important document which requires your immediate attention. If you are in any doubt as to how to deal with this Application Form, please consult a professional advisor.
2. If you do not wish to purchase additional Shares under this SPP, there is no need to take action.
3. Please ensure you have read and understood the SPP terms and conditions in the Offer Document and this Important Information, before you submit your Application Form with your application monies or deposit payment to the Company's bank account.
4. This SPP is non-renounceable. Applications can only be accepted in the name printed on the Application Form.
5. If you are custodian, trustee or nominee within the definition of "custodian" in ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547 you must complete and submit an additional Schedule that contains additional certifications and details that must be provided ("the Schedule") before your Application will be received. The Schedule can be obtained by contacting Ausmon Resources Limited. Applications received by custodians that are not accompanied by the Schedule will be rejected.
6. For applicants that are not required to complete the Schedule, by submitting the Application Form (with a cheque or depositing payment to the Company's bank account), you certify that the aggregate of the Shares paid by you for:
 - the parcel of Shares indicated on this Application Form or paid by direct deposit to the Company's bank account; and
 - any other Shares applied for by you, or which you have instructed a Custodian to acquire on your behalf under the SPP or any other similar arrangement in the 12 months prior to the date of submission of the Application Form,does not exceed \$30,000.
7. The Company reserves the right to make amendments to this Application Form where appropriate.
8. Applicants are not assured of receiving the Shares for which they have applied as the Company may scale back applications in its discretion.

How to Lodge your Application Form and Application Monies

Application Form and the payment for Shares must be received by the Company or in the Company's bank account no later than the Closing Date shown overleaf.

Hand Delivery	Mailing Address	Company's Bank Account
Ausmon Resources Limited "World Tower" Suite 1312 87-89 Liverpool Street Sydney NSW 2000 Australia	Ausmon Resources Limited PO BOX 20188 World Square NSW 2002 Australia	Bank: ANZ Bank BSB: 012 071 Account number: 2131 79075 Account name: Ausmon Resources Limited – Share Issue

Make sure you send your Application Form and application monies allowing enough time for mail delivery, so the Company receives them no later than **5:00 pm (Sydney time) on 31 October 2019**. Please ensure sufficient cleared funds are held in your account, as your cheque will be banked as soon as it is received. The Company reserves the right not to process any Application Forms and application monies received after the Closing Date.

If you require information on how to complete this Application Form or apply for Shares please contact the Company on 02 9264 6988 if calling within Australia or +61 2 9264 6988 if calling from outside Australia.