

## CLEANSING STATEMENT & NOTICE UNDER LISTING RULE 3.10.5A

**Boss Resources Limited (ASX: BOE)** ("**Boss**" or the "**Company**") issued 60,000,000 ordinary shares in the Company on Friday, 11 August 2017 to sophisticated investors, as outlined in the Company's announcement of 9 August 2017 ("**Placement**").

As required by section 708A(6) of the Corporations Act 2001 (Cth) ("**Corporations Act**"), the Company notifies ASX that:

- a) the shares were issued without disclosure to investors under Part 6D.2 of the Corporations Act;
- b) this notice is being given under section 708A(5)(e) of the Corporations Act;
- c) as at the date of this notice, the Company has complied with:
  - i. the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
  - ii. section 674 of the Corporations Act; and
- d) as at the date of this notice, there is no information that is 'excluded information' (within the meaning of section 708A(7) and 708A(8) of the Corporations Act).

As required under ASX Listing Rule 3.10.5A, the Company provides the following information with respect to the 32,025,927 shares issued under its Listing Rule 7.1A placement capacity:

- a) The dilutive effect of the Placement on existing shareholders of the Company is as follows:

|                                      | Shares        | Dilution |
|--------------------------------------|---------------|----------|
| Shares on issue prior to Placement   | 1,012,402,908 |          |
| Shares issued under LR7.1 capacity   | 27,974,073    | 2.6%     |
| Shares issued under LR7.1A capacity  | 32,025,927    | 3.0%     |
| Total shares on issue post Placement | 1,072,402,908 |          |
| Total dilution effect                |               | 5.6%     |

- b) The shares were issued for cash consideration. The Company issued the shares as a Placement under LR 7.1A in order to advance activities at the Honeymoon Uranium Project, including funding the payment of promissory note due this year to the vendor of the Honeymoon Project, and the Company consider this was the most efficient and low cost mechanism for raising funds at this time.
- c) There was no underwriting for this Placement.
- d) Fees of \$10,763 were payable in connection with the issue.