

28 August 2017

ASX Announcements Office
152–158 St Georges Terrace
Perth WA 6000
Australia

ASX Waiver Granted

- ***ASX grants waiver from ASX Listing Rule 7.3.2 allowing the Company to issue shares for the acquisition of Lithium project interests in DRC at any time up to 4 October 2019.***
- ***Notice of Meeting for a General Meeting to be held on Tuesday, 10 October 2017 to be despatched to shareholders early next week.***

Force Commodities Ltd (**Force** or the **Company**) (ASX Code: 4CE) advises that on 25 August 2017 the Company was granted a waiver from ASX Listing Rule 7.3.2.

The Company recently announced the entering into of a Heads of Agreement in relation to the acquisition of project interests in lithium in the Democratic Republic of Congo.

Pursuant to that Heads of Agreement, the Company intends to issue up to 127,500,000 Shares to Lithium Age Pty Ltd (**LAPL**) and up to 2,976,190 Shares to Liberty Mining and Investments SPRL (**Liberty**) ("**Consideration Shares**").

The Company is currently finalising a Notice of Meeting for a General Meeting to take place on or about Tuesday, 10 October 2017 which will include, amongst other things, a resolution seeking shareholder approval for the issue of shares to LAPL and to Liberty in consideration for acquiring the project interests.

Due to the requirements associated with the acquisition of the project interests which include but are not limited to; completion of due diligence; preparation and agreement of budgets, execution of formal joint venture agreements and transfer of tenements, it is possible that some or all of the Consideration Shares to be issued will be issued later than 3 months after the date of the meeting.

ASX Listing Rule 7.3.2 requires that the date of issue be no later than 3 months after the date of meeting. Given that the likely issue date of the Consideration Shares is expected to fall outside of the 3 month period, the Company applied to ASX to waive this requirement so that the Consideration Shares could be issued later than 3 months after Shareholder approval.

ASX granted the waiver from ASX Listing Rule 7.3.2 to the extent necessary to permit the Notice, seeking shareholder approval for the issue of the Consideration Shares, not to state that the Consideration Shares will be issued no later than 3 months after the date of the meeting. The waiver was granted on the following conditions:

- 1.1. The Consideration Shares must be issued no later than by 4 October 2019, subject to shareholder approval having been obtained;
- 1.2. For any annual reporting period during which any of the Consideration Shares have been issued or any of them remain to be issued, the Company's annual report sets out in detail the number of Consideration Shares issued during the reporting period, the number of Consideration Shares that remain to be issued and the basis on which the Consideration Shares may be issued;
- 1.3. In any half year or quarterly report for a period during which any of the Consideration Shares have been issued or remain to be issued, the Company must include a summary statement of the number of Consideration Shares issued during the reporting period, and the number of Consideration Shares that remain to be issued, and the basis on which the Consideration Shares may be issued; and
- 1.4. The terms of the waiver are immediately disclosed to the market and in the notice of meeting pursuant to which approval of the Consideration Shares is being obtained.

For further information contact:

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