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ASX ANNOUNCEMENT 14 NOVEMBER 2013

$1.2M FUNDING DRAWN

Phoenix Copper Limited (ASX:PNX) advises that it has drawn the $1.2 million unsecured loan referred to in its ASX release of 25 October 2013. Key terms of the loan are outlined as follows:

- Funds must be used for the purposes of acquiring shares in Avalon Mineral Ltd (Avalon).
- Loan principal is due for repayment 3 years after it is drawn, subject to a mandatory early repayment of any net proceeds (up to the loan principal amount) received from the sale of Avalon shares acquired utilising the loan.
- If net proceeds from the sale of Avalon shares are not sufficient to repay the loan principal, the shortfall will be repaid via the issue of shares in Phoenix.
- Interest at an annual rate of 7.5% is payable semi-annually in cash or shares at Phoenix's option.
- Any shares issued to settle interest or principal will be done at Phoenix's 30 days VWAP.

As noted in the Company's ASX release of 25 October 2013, Phoenix was appointed as sub-underwriter in relation to the underwriting by CPS Capital Group Pty Ltd ('CPS') of a Rights Issue undertaken by Avalon which closed on 11 November 2013. Phoenix's maximum obligation to subscribe for shortfall shares in Avalon is 210,000,000 shares at a subscription price of $0.01, for a total maximum cost of $2.1 million. The $1.2m loan forms part of the funding for the Company's maximum $2.1 million obligation. The Company expects to be notified shortly of its sub-underwriting commitments, which could range from zero to 210,000,000 shares, capped at a 19.9% relevant interest in Avalon.

For further information, please contact:

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