



FALCON
MINERALS LIMITED

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26 August 2015

Company Announcements Platform
Australian Securities Exchange
Level 4, 20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam,

NON-RENOUNCEABLE RIGHTS ISSUE

Falcon Minerals Limited (ASX: FCN) (**Company**) is pleased to announce a pro-rata non-renounceable rights issue of fully paid ordinary shares in the capital of the Company (**New Shares**) on the basis of one (1) New Share for every three (3) existing shares held at the record date of 1 September 2015 (**Record Date**).

Shares under the Rights Issue will be offered at 0.9 cents per New Share. The maximum number of New Shares which may be issued under the Rights Issue is 64,801,088 to raise approximately \$583,209 (before expenses, based on the current capital structure of the Company).

New Shares issued under the Rights Issue will rank equally with existing shares and the Company will apply for official quotation of the New Shares.

An Appendix 3B, a notice under section 708AA(2)(f) of the Corporations Act and an offer document (**Offer Document**) in respect of the Rights Issue accompany this announcement. The Company confirms it is in compliance with its continuous disclosure obligations.

The Offer is fully underwritten by GTT Ventures Pty Ltd (an unrelated party of the Company), and directors Richard Diermajer and Ron Smit. Full details of the underwriting arrangements and the potential impact on the Company are outlined in the attached Offer Document. Refer to Section 1.9 of the Offer Document for details regarding the terms of the Underwriting Agreement.

The proposed timetable for the Rights Issue is as follows;

Event	Date
Announcement of Rights Issue, Appendix 3B, First Cleansing Notice and Offer Document	26 August 2015
Notice Sent to Security Holders	26 August 2015
Ex Date (date from which securities commence trading without the entitlement to participate in the Rights Issue)	28 August 2015
Record Date (date for determining entitlements of eligible shareholders to participate in the Rights Issue)	1 September 2015
Offer Document Dispatched to Shareholders (expected date of dispatch of offer document, entitlement and acceptance forms)	2 September 2015
Rights Issue Opens	2 September 2015
Closing Date* 5pm (WST)	16 September 2015
New Shares quoted on a deferred settlement basis	17 September 2015
ASX Notified of Undersubscriptions	18 September 2015
Issue Date**	22 September 2015
Second Cleansing Statement lodged with ASX (under section 708A (5))	22 September 2015
Dispatch Holding Statements**	23 September 2015

**Subject to the Listing Rules, the Directors reserve the right to extend the Closing Date for the Offer at their discretion. Should this occur, the extension will have a consequential effect on the anticipated date of issue for the Securities*

*** Dates are indicative only*

The Company intends to apply the funds raised from the Rights Issue as follows:

- a) meet costs of the Rights Issue,
- b) to fund ongoing exploration of the Company's mineral assets (including continuing to pursue joint venture opportunities for its resource projects);
- c) identify and evaluate new resource and non-resource project opportunities; and
- d) general working capital.

For further information, contact the Company on (08) 9382 1596.

Ron Smit
Managing Director

