



21 November 2016

Dear Optionholder

**ATC ALLOYS LTD – NON-RENOUCEABLE ENTITLEMENT ISSUE**

ATC Alloys Ltd (ACN 118 738 999) (**Company**) has announced a 1:1 pro rata non-renounceable entitlement issue (**Entitlement Issue** or **Offer**) of up to approximately 164,547,538 fully paid ordinary shares in the capital of the Company (**Shares**) to raise approximately \$1,645,475 before costs. The price of Shares issued under the Offer (**New Shares**) is \$0.01 each. The Company lodged a prospectus for the Offer (**Prospectus**) with ASIC and ASX on 18 November 2016.

The Offer is being made to all shareholders (**Shareholders**) and convertible noteholders (**Convertible Noteholders**) of the Company named on its register of members at 5:00pm on 24 November 2016 (**Record Date**), whose registered address is in Australia or New Zealand.

Under the Offer eligible Shareholders will be offered one (1) New Share for every one (1) Share held at the Record Date and eligible Convertible Noteholders will be offered one (1) New Share for every one (1) Share that would be held by Convertible Noteholders if the face value of their convertible notes had been converted at its relevant conversion price, with any fractional entitlements being rounded up.

Each New Share will rank equally with all Shares already on issue. The Offer can be accepted any time up to the closing date of 8 December 2016.

The Entitlement Issue is fully underwritten by Somers and Partners Pty Ltd (**Underwriter**). The Company must pay the Underwriter an underwriting fee of 6% of the total value of the underwritten securities. Subject to agreements with sub-underwriters, the Underwriter will pass on a fee, in either Shares or cash, to sub-underwriters however this will be limited so that no person or entity will increase their holding in the Company to an amount in excess of 19.99% of all the Shares on issue as a result of the underwriting fee.

Funds raised under the Offer are proposed to be used for part payment of outstanding monies under loan arrangements with Siderian Resources Capital Limited, expenses to be incurred in resolving its dispute with the Company's Vietnamese Ferro Tungsten Joint Venture partner, expenses of the Offer and general working capital and administration costs.

Following completion of the Offer, the Company will have issued approximately 164,547,538 New Shares resulting in total Shares on issue of approximately 277,223,910.

Under the terms and conditions of the options that you currently hold, there is no entitlement to participate in the Entitlement Issue. In order to participate in the Entitlement Issue in relation to any

**ATC Alloys Ltd**  
**ABN** 88 118 738 999  
**ASX** ATA

**Address**  
Level 1, 33 Ord Street, West Perth WA 6005  
PO Box 670, West Perth WA 6872

**Telephone** +61-8 9320 5220  
**Facsimile** +61-8 9420 9399  
**Email** info@atcalloys.com

options that you hold, you must exercise those options in accordance with the terms of your options, prior to the Record Date.

Please note that it is not compulsory to exercise your options. If you do wish to exercise your options, you may do so by completing all of the steps required by the terms and conditions of those options, including payment of the relevant exercise price.

**This notice is important and requires immediate attention.** If you have any queries concerning the Entitlement Issue, of the action you are required to take to subscribe for New Shares, please contact your financial adviser or Ms Carol New, ATC Alloy's Company Secretary, on +61 8 9320 5220 or email: [info@atcalloys.com.au](mailto:info@atcalloys.com.au).

Yours sincerely

A handwritten signature in black ink, appearing to read 'C New'.

**Carol New**  
**Company Secretary**