



ASX Announcement

25 September 2017

Top-up Placement: Cleansing Notice under s708A

As set out in announcements on 21 and 25 August 2017, and earlier today, Sundance Resources Limited ACN 055 719 394 (**Company**) offered Patersons Securities Limited, as the underwriter of the Share Purchase Plan offer (**Plan**), the opportunity to facilitate a placement of new shares in the Company at the same issue price offered under the Plan (**Top-up Placement**). As a result of the Top-up Placement the Company has raised a further \$368,000 from sophisticated investors which has resulted in the issue of a further 92,115,143 new fully paid ordinary shares (**New Shares**) in the Company.

The number of New Shares was determined by applying a 20% discount to the five-day volume weighted average price (**VWAP**) before the issue date of the New Shares (that is from 18 September to 22 September inclusive). The five-day VWAP has been calculated at \$0.004994, resulting in the issue price being \$0.003995.

Pursuant to s708A(6), the Company hereby states:

1. The Company has issued the New Shares without disclosure to investors under Part 6D.2 of the *Corporations Act 2001* (Cth) (**Act**).
2. The Company is giving this notice under paragraph (5)(e) of s 708A of the Act.
3. As at the date of this notice, the Company has complied with:
 - (a) the provisions of Chapter 2M of the Act as they apply to the Company; and
 - (b) section 674 of the Act.
4. As at the date of this notice there is no information:
 - (a) that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
 - (b) that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
 - (i) the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
 - (ii) the rights and liabilities attaching to the New Shares.

Yours faithfully

GIULIO CASELLO
Chief Executive Officer and Managing Director