

Thomson Resources Limited - Security Purchase Plan Offer Documents

16.11.2015 | [ABN Newswire](#)

Sydney, Australia (ABN Newswire) - On behalf of [Thomson Resources Ltd.](#) (ASX:TMZ), I am pleased to offer you the opportunity to increase your shareholding in Thomson through a Share Purchase Plan (the SPP).

Share Purchase Plan - Eligible Shareholders may purchase parcels of fully paid ordinary shares up to a value of A\$15,000

As announced on 3 November 2015, Thomson recently completed a placement of fully paid ordinary shares at 5.0 cents per share to raise \$95,000 (Equity Placement).

The purpose of the Placement and SPP is to raise funds to progress drilling at the Company's Bygoo tin project where outstanding drill results including 35m at 2.1% Sn, 10m at 2.0% Sn and 13m at 1.0% Sn have been returned from shallow depths in recent drilling (detailed in Thomson's quarterly report for September 2015). The new drilling will be targeted to establish the true width of these mineralised greisens and to extend the footprint of the mineralised zone. In addition it is proposed to test the Smith's workings which occur 400m south of Thomson's drilling at Bygoo North.

The Bygoo North tin prospect is located 7km north of the Ardlethan tin mine, south west NSW and is one of several prospects on Thomson Resources wholly owned Exploration Licence 8260. The Ardlethan Mine is the biggest known tin occurrence in NSW, and no significant exploration has occurred in the Ardlethan Tin Field since the mine closed in 1986. The drilling to date at Bygoo North has confirmed the discovery of a new, high grade tin greisen; this success at the first prospect to be explored augurs well for more discoveries in this well-endowed region.

The SPP provides shareholders with the opportunity to take up Thomson shares at the same issue price as the shares issued as the Equity Placement. Details of the Bygoo tin project are provided in the Company's ASX announcements of 19 September 2015 and 20 October 2015, in the Company's September 2015 Quarterly Activities Report and in a recent Company presentation released on 4 November 2015. These can be accessed on the Company website, www.thomsonresources.com.au.

The Share Purchase Plan

The amount that each Eligible Shareholder can apply for under the SPP is capped at A\$15,000.

The SPP is being offered to Australian and New Zealand Shareholders at A\$0.05 per new fully paid ordinary share (New Shares), being the issue price of fully paid ordinary shares under the Equity Placement (Issue Price).

The Issue Price represents a 0.62% discount to the volume weighted average price ("VWAP") of the Company's Shares on the Australian Securities Exchange ("ASX") during the 5 trading days immediately prior to the announcement date of the Offer (being 9 November 2015). The Issue Price also represents a 3.85% discount to the VWAP of the Shares on the ASX during the 10 trading days prior to the announcement date of the Offer.

The offer

The SPP is offered exclusively to all Eligible Shareholders, being registered holders as at 7pm (Sydney time) on Friday, 6 November 2015 (Record Date) with a registered address in Australia or New Zealand who meet certain other conditions as set out in the Terms and Conditions.

The SPP provides Eligible Shareholders with an opportunity to buy a parcel of New Shares in Thomson valued at A\$2,500, A\$5,000, A\$7,500, A\$10,000, A\$12,500 or A\$15,000. The SPP opens today and is expected to close at 5pm (Sydney time) on Monday, 7 December 2015.

Participation in the SPP is entirely voluntary. All New Shares issued under the SPP will rank equally with

existing fully paid ordinary shares and will carry the same voting rights and entitlement to receive distributions. No brokerage costs apply to purchases under the SPP. The issue of New Shares is expected to occur on Friday, 11 December 2015

How to accept this offer

To apply for New Shares under the SPP, please follow the instructions in the accompanying Terms and Conditions and in the enclosed personalised Application Form.

This letter and its attachments set out the details and Terms and Conditions of the SPP. I encourage you to read the enclosed material and seek your own financial advice in relation to the SPP, before you decide whether to participate.

On behalf of the Board, I invite you to consider participation in the SPP.

Yours sincerely

Lindsay Gilligan PSM
Chairman

To view the full release including the personalised Application Form, please visit:
<http://media.abnnewswire.net/media/en/docs/ASX-TMZ-891826.pdf>

About Thomson Resources Ltd:

[Thomson Resources Ltd.](#) (ASX:TMZ) is an NSW active mineral explorer. Thomson has several tin projects (including an advanced project near Ardlethan), as well as gold, copper and zinc targets in a range of settings. Thomson has a good record of discovery, with multiple new Intrusion-Related Gold (gold with copper, lead, zinc, molybdenum, tungsten) systems discovered in the Thomson Fold Belt in the NW of the state.

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Die URL für diesen Artikel lautet:

<https://www.rohstoff-welt.de/news/216081--Thomson-Resources-Limited--Security-Purchase-Plan-Offer-Documents.html>

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