

Graphitecorp Limited

Pre-quotation disclosure

ASX release

2 December 2015

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Graphitecorp Limited's (**Graphitecorp** or **Company**) initial public offering made under the replacement prospectus dated 10 November 2015 (**Prospectus**) closed successfully on 13 November 2015 with all shares offered being fully subscribed. Graphitecorp has 69,538,047 shares on issue following the Offer.

Quotation of 17,560,184 of Graphitecorp's shares (being those shares not subject to ASX mandatory escrow) is expected to occur at 12:00pm (AEST) on Wednesday 2 December 2015 (ASX code: GRA).

Graphitecorp provides the following information as pre-quotation disclosure.

Shares granted to Graphitecorp's Managing Director

Graphitecorp confirms that on Thursday, 26 November 2015 it issued 2,976,903 fully paid ordinary shares in the Company to Graphitecorp's Managing Director, Mr Philip St Baker, as remuneration from the date of his employment to the admission of the Company to the official list of the ASX.

Escrowed shares

In accordance with Chapter 9 of the Listing Rules, the Company has entered into mandatory restriction agreements with existing shareholders, restricting them from dealing in their shares until the relevant release date.

As set out in section 8.4 of the Prospectus, the total number of restricted securities held by existing shareholders is 51,977,863. Graphitecorp confirms that the following shares are subject to escrow for the following periods:

Number of shares	Escrow period
4,807,411	For 12 months commencing on the date of issue
47,170,452	For 24 months commencing on the date of quotation

Tenement acquisition

The Company confirms that it has commenced preparation of transfer documents for the acquisition of EPM 17323 from Flamingo Copper Mines Pty Ltd. More detail on the acquisition is set out in section 8.2 of the Prospectus.

Waiver

The ASX has granted Graphitecorp a waiver from Listing Rule 1.1, Condition 11 to allow the Company to issue Mr Philip St Baker, Graphitecorp's Managing Director, performance rights with an exercise price of less than \$0.20 each. Further detail on the terms and conditions of Mr St Baker's performance rights is set out in section 8.5 of the Prospectus.