

22 May 2018

Ferrum Crescent Limited

("FCR", the "Company" or the "Group")(ASX, AIM, JSE: FCR)

Completion of Fundraising, Issue of Equity and Options and Directors' Dealings

FCR, the European lead-zinc explorer, is pleased to announce that further to the receipt of shareholder approval at yesterday's General Meeting, the Company has today issued the various new ordinary shares and options detailed in the notice of general meeting and explanatory statement (together, the "Notice") published on 17 April 2018 and successfully completed its conditional fundraising announced on 21 March 2018.

Issue of Equity

Placing and Subscription Shares and Corporations Act Confirmations

The equity fundraising comprised a placing and subscription to raise, in aggregate, approximately £1 million (before expenses), through the issue of, in aggregate, 1,739,130,435 new ordinary shares of no par value each in the capital of the Company ("Ordinary Shares") (the "Placing and Subscription Shares") at a price of 0.0575 pence per share (the "Fundraising").

The Fundraising provides sufficient financing and general working capital to enable the Company to progress the resource delineation and commissioning of an initial scoping study in respect of the Company's wholly owned Toral lead-zinc project, located in the Province of León, northern Spain.

In particular, the net proceeds will enable FCR to build upon the Toral project's maiden JORC (2012) zinc, lead and silver resource estimate of 16Mt@6.9% Zinc equivalent (including lead credits) and 25 g/t Silver, as announced on 6 February 2018, via the completion of all key stage 1 work for 2018, including:

- an 8 hole drilling programme East along strike to potentially identify further scale for the resource;
- an initial scoping study to better assess the Toral project, detailing infrastructure requirements, potential mining methodologies and marketing options; and
- metallurgical test work on existing core samples to progress the Company's understanding of likely, saleable concentrates from a full mining operation.

The Company hereby notifies ASX under section 708A(5)(e) of the Corporations Act (the "Act") in compliance with the requirements of section 708A(6) of the Act. The Company also advises that as at the date of this announcement:

1. the shares were issued without disclosure to investors under Part 6D.2 of the Act;
2. the Company has complied with the provisions of Chapter 2M of the Act as they apply to the Company;
3. the Company has complied with section 674 of the Act; and
4. as at the date of this announcement, there is no information:
 - a. that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; or
 - 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 shares.

Director Fee Shares

Further to the approval of resolutions 8 to 10, as set out in the Notice, and in order to conserve the Company's cash reserves and thereby maximise the funds available for the group's exploration activities, the Company has today issued, in aggregate, 55,345,793 new Ordinary Shares (the "Director Fee Shares") to certain of the Company's directors in lieu of outstanding fees at the same price (0.0575 pence per share) as the shares issued pursuant to the Fundraising. Further details and the resultant beneficial shareholdings of each director receiving new Ordinary Shares are set out below:

Director	Previous holding of Ordinary Shares	Fee Amount / Period	Number of Director Fee Shares received	Resultant holding of Ordinary Shares	Resultant percentage of voting rights held
Myles Campion	-	£10,645 (Oct - Dec 2017)	18,514,492	18,514,492	0.38
Evan Kirby	10,900	£7,428 (Aug - Dec 2017)	12,918,258	12,929,158	0.27
Laurence Read	-	£13,750 (Oct - Dec 2017)	23,913,043	23,913,043	0.49

The settlement of outstanding fees due to three of the Company's directors via the issue of new Ordinary Shares, as set out above, is considered to be a related party transaction pursuant to Rule 13 of the AIM Rules for Companies ("AIM Rule 13"). Accordingly, the independent directors, being Colin Bird and Daniel Smith, having consulted with the Company's Nominated Adviser, Strand Hanson Limited ("Strand Hanson"), consider that the terms of the issue of the Director Fee Shares are fair and reasonable insofar as the Company's shareholders are concerned. Following the issue and admission to trading today of the abovementioned Placing and Subscription Shares and Director Fee Shares, the total issued ordinary share capital of the Company comprises 4,849,757,667 Ordinary Shares.

Issue of Options

Placing Options and Broker Options in respect of the November 2017 fundraising

Further to the approval of resolutions 3 and 4, as set out in the Notice, and in accordance with the terms of the placing announced on 2 November 2017 (the "Placing"), the Company has today issued, in aggregate, 185,249,929 options to the placees concerned exercisable at a price of 0.075 pence per new Ordinary Share for a period of thirty months from their date of issue (the "Placing Options"). Further to the approval of resolution 4, as set out in the Notice, 25,000,000 of the Placing Options have been issued to Mr Colin Bird, being the Company's Non-Executive Chairman and a participant in the Placing in a private capacity prior to joining the board on 11 January 2018.

The issue of Placing Options to Mr Bird is considered to be a related party transaction pursuant to AIM Rule 13. Accordingly, the independent directors, being Myles Campion, Evan Kirby, Laurence Read and Daniel Smith, having consulted with the Company's Nominated Adviser, Strand Hanson, consider that the terms of the issue of the Placing Options to Mr Bird are fair and reasonable insofar as the Company's shareholders are concerned.

In addition, pursuant to the approval of resolution 5, as set out in the Notice, and the Company's announcement of 2 November 2017, the Company has today issued a further 50,000,000 options to Beaufort Securities Limited exercisable at a price of 0.075 pence per new Ordinary Share for a period of thirty months from their date of issue (the "Broker Options").

Incentive Options

Further to the approval of resolutions 11 to 15 inclusive, as set out in the Notice, the Company has today granted, in aggregate, 337,500,000 options to the Company's directors exercisable at a price of 0.0575 pence per new Ordinary Share for a period of five years from their date of issue (the "Incentive Options"), in accordance with the terms of the Company's Incentive Plan approved by shareholders at the Company's general meeting held on 11 May 2017.

Further details and the resultant total options held by each of the directors are set out below:

Director	Previous holding of options	Number of Incentive Options granted	Exercise price per share (p)	Expiry date	Resultant holding of options
Myles Campion	-	112,500,000	0.0575	22.5.23	112,500,000
Laurence Read	-	112,500,000	0.0575	22.5.23	112,500,000
Colin Bird	-	80,000,000	0.0575	22.5.23	105,000,000*
Evan Kirby	-	22,500,000	0.0575	22.5.23	22,500,000
Daniel Smith	-	10,000,000	0.0575	22.5.23	10,000,000

* - includes the 25,000,000 Placing Options exercisable at 0.075p until 22.11.20 as referred to above.

Adviser Options and Former Director Options

Further to the approval of resolution 6, as set out in the Notice, the Company has today issued 66,666,666 options to HD Capital Partners Limited exercisable at a price of 0.075 pence per new Ordinary Share on or before the date falling twenty-four months from their date of issue (the "Adviser Options").

In addition, further to the approval of resolution 16, as set out in the Notice, the Company has today issued a further 10,000,000 options to Mr Grant Button, a former non-executive director of the Company, exercisable at a price of 0.075 pence per new Ordinary Share on or before the date falling three years from their date of issue (the "Former Director Options").

The associated Appendix 3B pursuant to the ASX Listing Rules with respect to the issue of the abovementioned securities are attached below.

For further information on the Company, please visit www.fcexploration.com or www.ferrumcrescent.com or contact:

Ferrum Crescent Limited

Daniel Smith, Non-Executive Director and Company Secretary (Australia)
T: +61 8 9486 4036

Laurence Read, Executive Director (UK)
T: +44 (0)20 3289 9923

Strand Hanson Limited (Nominated Adviser)

Rory Murphy / Matthew Chandler
T: +44 (0)20 7409 3494

Turner Pope Investments (TPI) Limited (Joint Broker)

Andy Thacker
T: +44 (0)20 3621 4120

Peterhouse Corporate Finance Limited (Joint Broker)

Lucy Williams / Duncan Vasey / Heena Karani
T: +44 (0)20 7469 0930

Sasfin Capital Proprietary Limited (a member of the Sasfin group) (JSE Sponsor)

Sharon Owens
T (direct): +27 11 809 7762

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

Ferrum Crescent Limited (the **Company**)

ABN

58 097 532 137

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|---|--|
| 1 | +Class of +securities issued or to be issued | <ul style="list-style-type: none"> a. Fully Paid Ordinary Shares b. Options |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | <ul style="list-style-type: none"> a. 1,739,130,435 shares issued pursuant to a placement via Turner Pope Investments (Placing Shares) b. 185,249,929 options issued to participants of November 2017 capital raising c. 50,000,000 Broker Options d. 66,666,666 Adviser Options e. 55,345,793 shares Issued In lieu of director fees f. 337,500,000 Incentive Options g. 10,000,000 Options |

+ See chapter 19 for defined terms.

<p>3 Principal terms of the ⁺securities (e.g. if options, exercise price and expiry date; if partly paid ⁺securities, the amount outstanding and due dates for payment; if ⁺convertible securities, the conversion price and dates for conversion)</p>	<p>a. Fully Paid Ordinary Shares b. Options exercisable at 0.075 pence per share within 30 months from Issue c. Options exercisable at 0.075 pence per share within 30 months from Issue d. Options exercisable at 0.075 pence per share within 30 months from Issue e. Fully Paid Ordinary Shares f. Options exercisable at 0.0575 pence per share within 60 months from Issue g. Options exercisable at 0.075 pence per share within 36 months from Issue</p>
<p>4 Do the ⁺securities rank equally in all respects from the ⁺issue date with an existing ⁺class of quoted ⁺securities?</p> <p>If the additional ⁺securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	<p>The Placing Shares and the shares being Issued In lieu of outstanding director fees rank equally in all respects with ordinary fully paid shares on issue.</p> <p>Shares issued on the conversion of Options will rank equally in all respects with ordinary fully paid shares on issue.</p>
<p>5 Issue price or consideration</p>	<p>a. GBP 0.000575 per share</p>
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>The funds raised from the issue of the Placing Shares will be used to support the Company's on-going lead-zinc exploration programme in northwest Spain and for general working capital purposes.</p> <p>The director fees Shares are issued in lieu of outstanding director fees.</p>
<p>6a Is the entity an ⁺eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the ⁺securities the subject of this Appendix 3B, and comply with section 6i</p>	<p>No</p>

6b	The date the security holder resolution under rule 7.1A was passed	N/A
6c	Number of +securities issued without security holder approval under rule 7.1	N/A
6d	Number of +securities issued with security holder approval under rule 7.1A	N/A
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	N/A
6f	Number of +securities issued under an exception in rule 7.2	N/A
6g	If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.	N/A
6h	If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/A
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	Refer to Annexure 1
7	+Issue dates Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A. Cross reference: item 33 of Appendix 3B.	22 May 2018

+ See chapter 19 for defined terms.

	Number	+Class
8	4,847,457,667	Ordinary shares

	Number	+Class
9	2,300,000	Ordinary shares issued under the terms of the Ferrum Crescent Share Plan
	205,949,134	GBP0.003 options expiring 29 July 2018
	185,249,929	GBP0.00075 options expiring 22 November 2020
	50,000,000	GBP0.00075 options expiring 22 November 2020
	66,666,666	GBP0.00075 options expiring 22 May 2020
	337,500,000	GBP0.000575 options expiring 22 May 2023
	10,000,000	GBP0.00075 options expiring 22 May 2021

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	There is currently no dividend policy in place for the Company.
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Part 2 - Pro rata issue

11	Is security holder approval required?	N/A
12	Is the issue renounceable or non-renounceable?	N/A
13	Ratio in which the +securities will be offered	N/A

14	+Class of +securities to which the offer relates	N/A
15	+Record date to determine entitlements	N/A
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A
17	Policy for deciding entitlements in relation to fractions	N/A
18	Names of countries in which the entity has security holders who will not be sent new offer documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	N/A
19	Closing date for receipt of acceptances or renunciations	N/A
20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	N/A
25	If the issue is contingent on security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	N/A

+ See chapter 19 for defined terms.

27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A
32	How do security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	+Issue date	N/A

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of +securities
(tick one)

(a) +Securities described in Part 1

(b) All other +securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

- 35 If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders
- 36 If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
 1 - 1,000
 1,001 - 5,000
 5,001 - 10,000
 10,001 - 100,000
 100,001 and over
- 37 A copy of any trust deed for the additional +securities

Entities that have ticked box 34(b)

- 38 Number of +securities for which +quotation is sought
- 39 +Class of +securities for which quotation is sought
- 40 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?

 If the additional +securities do not rank equally, please state:
 • the date from which they do
 • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
 • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment
-
- 41 Reason for request for quotation now

 Example: In the case of restricted securities, end of restriction period

 (if issued upon conversion of another +security, clearly identify that other +security)
-

+ See chapter 19 for defined terms.

42 Number and +class of all +securities quoted on ASX (including the +securities in clause 38)

Number	+Class
N/A	N/A

Quotation agreement

- 1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.
- 2 We warrant the following to ASX.
 - The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
 - There is no reason why those +securities should not be granted +quotation.
 - An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.
Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty
 - Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
 - If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:



Date: 22 May 2018

Print name:

Company secretary
Daniel Smith

Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
Insert number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	2,145,525,266
Add the following: <ul style="list-style-type: none"> • Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2 • Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval • Number of partly paid +ordinary securities that became fully paid in that 12 month period <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>Include only ordinary securities here – other classes of equity securities cannot be added</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	322,173,789 (23 June 2017) 214,782,526 (14 September 2017) 370,499,858 (9 November 2017) 1,794,476,228 (22 May 2018)
Subtract the number of fully paid +ordinary securities cancelled during that 12 month period	0
“A”	4,847,457,667

+ See chapter 19 for defined terms.

Step 2: Calculate 15% of “A”	
“B”	0.15
Multiply “A” by 0.15	727,118,650
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used	
<p>Insert number of +equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	Nil
“C”	Nil
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	
“A” x 0.15 <i>Note: number must be same as shown in Step 2</i>	728,118,650
Subtract “C” <i>Note: number must be same as shown in Step 3</i>	Nil
Total [“A” x 0.15] – “C”	728,118,650