



8 September 2017

ASX Code: WCN

RIGHTS ISSUE - SHARES ISSUED

White Cliff Minerals Limited (“**White Cliff**” or “**the Company**”) advises that today it has issued for 468,596,860 ordinary shares at an issue price of \$0.002 upon completion of the Company’s 1-for-2 non-renounceable rights issue. This issue has raised \$937,194 in working capital that will be used to further advance the Company’s exploration projects both in the Kyrgyz Republic and Australia.

The Company now has 2,348,074,584 ordinary shares on issue.

The Company has previously been advised by the rights issue underwriter, Gleneagle Securities Nominees Pty Ltd, that it has received commitments from its clients to place all the shortfall shares, being 471,142,147 ordinary shares. The allocation of the shortfall shares will occur in accordance with the rights issue timetable and, if fully completed, will raise an additional \$942,284 in working capital.

The Directors’ Appendix 3Y forms in relation to the above are attached.

*****ENDS*****

Further Information:

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About White Cliff Minerals Limited

White Cliff Minerals Limited is a Western Australian-based exploration company with the following main projects:

Kyrgyz Aucu Gold Project (90%): The Project contains extensive porphyry related gold and copper mineralisation starting at the surface and extending over several kilometres. Drilling during 2014-6 has defined a **gold deposit** currently containing an inferred resource of **1.8Mt at 5.2 g/t** containing **302,000 ounces of gold** and 608,000 tonnes at 0.64% copper containing 3870 tonnes of copper. Drilling has also defined a significant **copper deposit** at surface consisting of 10Mt at 0.41% copper containing 41,000 tonnes of copper.

Extensive mineralisation occurs around both deposits demonstrating significant expansion potential. The project is located in the Kyrgyz Republic, 350km west-southwest of the capital city of Bishkek and covers 57 square kilometres. The Chanach project is located in the western part of the Tien Shan Belt, a highly mineralised zone that extending for over 2500 km, from western Uzbekistan, through Tajikistan, Kyrgyz Republic and southern Kazakhstan to western China.

Merolia Gold and Nickel Project (100%): The project consists of 771 square kilometres of the Merolia Greenstone belt and contains extensive ultramafic sequences including the Diorite Hill layered ultramafic complex, the Rotorua ultramafic complex, the Coglia ultramafic complex and a 51 kilometre long zone of extrusive ultramafic lavas. The intrusive complexes are prospective for nickel-copper sulphide accumulations possibly with platinum group elements, and the extrusive ultramafic rocks are prospective for nickel sulphide and nickel-cobalt accumulations.

The project also contains extensive basalt sequences that are prospective for gold mineralisation including the Ironstone prospect where historical drilling has identified 24m at 8.6g/t gold. Soil sampling in 2016 has identified multiple mineralised gold trends at Burtville East, Comet Well and Ironstone which will be drilled in 2017.

Bremer Range Nickel Project (100%): The project covers over 127 square kilometres in the Lake Johnson Greenstone Belt, which contains the Emily Ann and Maggie Hayes nickel sulphide deposits. These mines have a total resource of approximately 140,000 tonnes of contained nickel. The project area has excellent prospectivity for both komatiite associated nickel-cobalt sulphides and amphibolite facies high-grade gold mineralisation.

Lake Percy Lithium Project (100%): Substantial lithium anomalism has been identified within untested outcropping pegmatites within the Lake Percy tenements.

Laverton Gold Project (100%): The project consists of 136 square kilometres of tenement applications in the Laverton Greenstone belt. The core prospects are Kelly Well and Eight Mile Well located 20km southwest of Laverton in the core of the structurally complex Laverton Tectonic zone immediately north of the Granny Smith Gold Mine (3 MOz) and 7 kilometres north of the Wallaby Gold Mine (7MOz).

The information in this announcement that relates to JORC compliant resources and exploration results for the Aucu Project and the Merolia Gold Project were originally reported in the following ASX announcements in accordance with the 2012 Edition of the Joint Ore Reserves Committee (JORC) Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves:

Date	Announcement name
27/06/17	Assays confirm High Grade Gold Mineralisation at East Burtville Prospect
23/05/17	Metallurgical Test-Work Results - Aucu Gold Deposit
04/05/17	Drilling Identifies High Grade Gold Mineralisation
21/04/17	Aucu High Grade Gold Resource Increases by 93%
16/01/17	High Grade Gold Intersected in Final 2016 Drill Holes
02/02/17	New Substantial Gold Anomalies Identified at Comet Well
21/12/16	Gold Mineralisation Identified at Ironstone Gold Project

The Company confirms that it is not aware of any new information or data that materially affects the information included in the original market announcement and, in the case of Mineral Resources, all the material assumptions and technical parameters underpinning the estimates in the relevant market announcements continue to apply and have not materially changed. The Company confirms that the form and context in which the competent person's findings are presented have not been materially modified from the original market announcements

Appendix 3Y

Change of Director's Interest Notice

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 30/09/01 Amended 01/01/11

Name of entity	WHITE CLIFF MINERALS LIMITED
ABN	22 126 299 125

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	MICHAEL JAMES LANGOULANT
Date of last notice	7 June 2017

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect/Direct
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Director of Lanza Holdings Pty Ltd atf <Langoulant Family Super Fund> & <Togesa Trust>; Tigerbite Pty Ltd
Date of change	8 September 2017
No. of securities held prior to change	34,651,446 - fully paid shares 3,000,000 – Tranche B 2014 performance rights 8,000,000 - 2015 performance rights 2,500,000 – 31 December 2017 options 9,333,333 – 31 December 2018 options
Class	Ordinary shares
Number acquired	15,225,723 shares;
Number disposed	Nil

+ See chapter 19 for defined terms.

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.002 each
No. of securities held after change	49,877,169 - fully paid shares 3,000,000 – Tranche B 2014 performance rights 8,000,000 – 2015 Performance rights 2,500,000 – 31 December 2017 options 9,333,333 – 31 December 2018 options
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Rights issue

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of “notifiable interest of a director” should be disclosed in this part.

Detail of contract	Consulting Contract
Nature of interest	Provision of professional services
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/a
If prior written clearance was provided, on what date was this provided?	N/a

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Name of entity	WHITE CLIFF MINERALS LIMITED
ABN	22 126 299 125

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Todd Jeffrey Hibberd
Date of last notice	14 June 2017

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect/Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Shareholder and director of Terra Aqua Pty Ltd <The Terra Rosso Super Fund> and <The Terra Verde Trust>
Date of change	8 September 2017
No. of securities held prior to change	41,001,200 - fully paid shares 3,000,000 – Tranche B 2014 performance rights 8,000,000 – 2015 performance rights 5,000,000 – December 2017 options 8,000,000 – December 2018 options
Class	Ordinary shares
Number acquired	20,500,600 shares
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.002 each

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Change of Director's Interest Notice

No. of securities held after change	61,501,800- fully paid shares 3,000,000 – Tranche B 2014 performance rights 8,000,000 – 2015 performance rights 5,000,000 – 31 December 2017 options 8,000,000 - 31 December 2018 options
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Rights issue

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of “notifiable interest of a director” should be disclosed in this part.

Detail of contract	Employment Contract
Nature of interest	Provision of personal services
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/a
If prior written clearance was provided, on what date was this provided?	N/a

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Introduced 30/09/01 Amended 01/01/11

Name of entity	WHITE CLIFF MINERALS LIMITED
ABN	22 126 299 125

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	RODD ANDREW BOLAND
Date of last notice	22 December 2016

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	
Date of change	8 September 2017
No. of securities held prior to change	6,260,000 – fully paid shares 1,500,000 – Tranche B 2014 performance rights 500,000 – December 2017 options 166,667 – December 2018 options
Class	Ordinary shares
Number acquired	3,130,000 shares
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$0.002 each

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No. of securities held after change	9,390,000 – fully paid shares 1,500,000 – Tranche B 2014 performance rights 500,000 – 31 December 2017 166,667 – 31 December 2018 options
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Rights issue

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of “notifiable interest of a director” should be disclosed in this part.

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/a
If prior written clearance was provided, on what date was this provided?	N/a

+ See chapter 19 for defined terms.