



SYRAH RESOURCES

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ASX ANNOUNCEMENT

21 September 2017

SYRAH ANNOUNCES SUCCESSFUL COMPLETION OF PLACEMENT AND INSTITUTIONAL ENTITLEMENT OFFER

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Syrah Resources Limited (ASX:SYR) (**Syrah** or the **Company**) is pleased to announce the successful completion of its institutional placement (**Placement**) and the institutional component of its 1 for 10.5 pro rata accelerated non-renounceable entitlement offer (**Institutional Entitlement Offer**).

Syrah shares are expected to resume trading on the ASX from market open today on an "ex-entitlement" basis.

The Placement and Institutional Entitlement Offer have closed, raising approximately A\$74 million.

The Institutional Entitlement Offer received a high level of support, with a take up rate of approximately 91%.

The book for the Placement and small amount of shortfall from the Institutional Entitlement Offer was heavily oversubscribed, having received very strong demand from existing shareholders as well as non-shareholders. Allocations were made exclusively to existing Syrah shareholders.

Managing Director & CEO of Syrah, Shaun Verner, said:

"We are delighted with – and grateful for – the strong level of support shown by our existing institutional shareholders. The management team looks forward to seeing Balama in production. We are very excited about having the opportunity to invest in our downstream Battery Anode Material strategy, so that we can begin to capture additional margin in the battery value chain in the medium term."

The new shares to be issued under the Placement and Institutional Entitlement Offer will rank equally with existing Syrah shares from the date of their issue. Settlement is expected to occur on Thursday, 28 September 2017, with the shares expected to be issued and commence trading on ASX (on a normal settlement basis) the following day.

Commencement of Retail Entitlement Offer

Eligible retail shareholders will shortly be invited to participate in the retail component of the 1 for 10.5 pro rata accelerated non-renounceable entitlement offer (**Retail Entitlement Offer**), under which new shares will be offered at the same price as the Institutional Entitlement Offer (A\$3.38 per share). The Retail Entitlement Offer will open on Monday 25, September 2017 and close at 5.00pm (AEST) on Thursday, 5 October 2017.

Eligible retail shareholders will be able to subscribe for 1 new Syrah share for every 10.5 existing Syrah shares held at 7.00pm (AEST) today. Eligible retail shareholders can choose to take up all, part or none of their entitlement. Those eligible retail shareholders who take up their entitlement in full may apply for additional shares in excess of their entitlement up to a maximum of 50% of their entitlement.



Eligible retail shareholders wishing to participate in the Retail Entitlement Offer should carefully read the retail offer booklet and accompanying personalised entitlement and acceptance form, which are expected to be despatched on Monday, 25 September 2017. Copies of the retail offer booklet will be available on the ASX website (www.asx.com.au) from Monday, 25 September 2017.

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About Syrah Resources Limited

Syrah Resources Limited (ASX code: SYR) is an Australian-based industrial minerals and technology company. Syrah is currently constructing the Balama Graphite Project (Balama) in Mozambique, with construction nearing completion and commissioning activities having commenced in May 2017. Balama will be the leading global producer of high purity graphite. Balama production is targeted to supply traditional industrial graphite markets and emerging technology markets. Syrah is also developing a downstream Battery Anode Material plant in Louisiana, USA. Syrah has successfully completed extensive product certification test work with several major battery producers for the use of Balama spherical graphite in the anode of lithium ion batteries. For further information, visit www.asx.com.au

Important notices

This announcement is not a financial product or investment advice, a recommendation to acquire Shares or financial, accounting, legal or tax advice. The information in this announcement does not contain all the information necessary to fully evaluate an investment. It should be read in conjunction with the other materials lodged with ASX in relation to the Capital Raising (including the investor presentation and the key risks set out therein), and Syrah's other periodic and continuous disclosure announcements. This announcement has been prepared without taking into account the objectives, financial or tax situation or needs of individuals. Before making an investment decision, prospective investors should consider the information in this announcement and in the investor presentation in relation to the Capital Raising having regard to their own objectives, financial and tax situation and needs, and should seek legal, tax and other professional advice. Syrah is not licensed to provide financial product advice in respect of an investment in shares.

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United States. The distribution of this announcement in jurisdictions outside Australia may also be restricted by law.

This announcement contains certain forward-looking statement. The words “expect”, “should”, “will”, and other similar expressions are intended to identify forward-looking statements. Forward-looking statements in this announcement include statements regarding: the timetable and outcome of the equity offer and the use of the proceeds thereof, the viability of future opportunities such as spherical graphite, recarburiser and vanadium, future market supply and demand. Indications of, and guidance on, future earnings and financial position and performance are also forward-looking statements. Forward-looking statements, opinions and estimates provided in this announcement are based on assumptions and contingencies which are subject to change without notice, as are statements about market and industry trends, which are based on interpretations of current market conditions. Forward-looking statements, including projections, guidance on future earnings and estimates are provided as a general guide only and should not be relied upon as an indication or guarantee of future performance. To the extent that this announcement contains forward looking information, the forward looking information is subject to a number of risk factors, including those generally associated with the mining industry. No representation, warranty or assurance (express or implied) is given or made in relation to any forward-looking statement by any person (including the Company). In particular, no representation, warranty or assurance (express or implied) is given that the occurrence of the events expressed or implied in any forward-looking statements in this announcement will actually occur. Actual results, performance or achievement may vary materially from any projections and forward-looking statements and the assumptions on which those statements are based. The forward-looking statements in this announcement speak only as of the date of this announcement. Subject to any continuing obligations under applicable law or any relevant ASX listing rules, the Company disclaims any obligation or undertaking to provide any updates or revisions to any forward-looking statements in this announcement to reflect any change in expectations in relation to any forward-looking statements or any change in events, conditions or circumstances on which any such statement is based. Nothing in this announcement will under any circumstances create an implication that there has been no change in the affairs of Syrah since the date of this announcement.

Investors should note that it is a requirement of the ASX listing rules that the reporting of ore reserves and mineral resources in Australia comply with the Australasian Joint Ore Reserves Committee Code for Reporting of Mineral Resources and Ore Reserves 2012 Edition (**JORC Code**), whereas mining companies in other countries may be required to report their mineral reserves and/or resources in accordance with other guidelines (for example, SEC Industry Guide 7 in the United States). Investors should note that while the Company’s mineral resource estimates comply with the JORC Code, they may not comply with the relevant guidelines in other countries, and do not comply with SEC Industry Guide 7. In particular, Industry Guide 7 does not recognise classifications other than proven and probable reserves and, as a result, the SEC generally does not permit mining companies to disclose their mineral resources, including measured, indicated or inferred resources, in SEC filings. Accordingly, if the Company were reporting in accordance with SEC Industry Guide 7, it would not be permitted to report any mineral resources, and the amount of reserves it has estimated may be lower. You should not assume that quantities reported as “resources” will be converted to reserves under the JORC Code or any other reporting regime or that the Company will be able to legally and economically extract them.