



Axiom Mining Limited
ARBN 119 698 770

Ngossi Road, Honiara
PO BOX 845, Honiara
Solomon Islands

Level 6, 15 Astor Terrace
Brisbane QLD 4000
Australia

T + 61 7 3319 4100
contact@axiom-mining.com
www.axiom-mining.com

18 June 2019

Mr Adrian Smythe
ASX Compliance Pty Ltd
20 Bridge Street
Sydney NSW 2000

Dear Mr Smythe

Information disclosed under Listing Rule 3.10.5A

Axiom Mining Limited ('the Company') as required under Listing Rule 3.10.5A to provide additional information regarding the issue of shares for cash or non-cash consideration under its 7.1A capacity.

Accordingly the Company has attached a notice relating to each issue from 2018 and 2019 along with a valuation report where shares were issued for non-cash consideration.

Yours sincerely

Brent Hofman
Local Agent



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18 June 2019

The Manager
Company Announcements Office
Australian Stock Exchange
20 Bridge Street
Sydney NSW 2000

Notice Under ASX Listing Rule 3.10.5A

Axiom Mining Limited ('Axiom' or 'the Company') issued 8,333,333 Shares under Listing Rule 7.1A on the 10 July 2018 with the release of an Appendix 3B dated 10 July 2018. In accordance with Listing Rule 3.10.5A, the Company has the following additional information for disclosure.

1. The Company advises that it issued 8,333,333 fully paid ordinary shares at 12 cents per share under ASX Listing Rule 7.1A, as announced on 6 July 2018.
2. The Company had 410,217,552 fully paid ordinary shares on issue prior to the issue on 10 July 2018. The issue of 8,333,333 fully paid ordinary shares diluted the voting power of existing shareholders by 1.99% at the time of the issue;
3. Securities were issued on the 10 July 2018 under rule 7.1A, the 15 day VWAP as calculated under rule 7.1A.3 was \$0.1293, 75% of this price is \$0.09698. Source of VWAP calculations is IRESS.
4. The issue price was 12 cents per share, with a total of \$1,000,000 in funds raised before costs. The shares were issued for cash consideration to raise funds for development of the San Jorge nickel project and working capital and a placement utilising Listing Rule 7.1A was considered the most appropriate method
5. The Shares were approved at an Annual General Meeting of Shareholders held on 29 March 2019.
6. The issue was not underwritten; and
7. No fees were paid in relation to the issue.

Regards

Brent Hofman
Local Agent

About Axiom Mining Limited

Axiom Mining Limited focuses on tapping into the resource potential within the mineral-rich Pacific Rim. Through dedication to forging strong bonds and relationships with the local communities and governments where we operate, Axiom Mining has built a diversified portfolio of exploration tenements in the Asia-Pacific region. This includes a majority interest in part of the Isabel Nickel Project in the Solomon Islands and highly prospective gold, silver and copper tenements in Solomon Islands and North Queensland, Australia. Axiom Mining is listed on the ASX. For more information on Axiom Mining, please visit www.axiom-mining.com

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Notice Under ASX Listing Rule 3.10.5A

Axiom Mining Limited ('Axiom or 'the Company') issued 20,395,000 Shares under Listing Rule 7.1A on the 12 October 2018 with the release of an Appendix 3B dated 12 October 2018. In accordance with Listing Rule 3.10.5A, the Company has the following additional information for disclosure.

1. The Company advises that it issued 20,395,000 fully paid ordinary shares at 10 cents per share under ASX Listing Rule 7.1A, as announced on 9 October 2018.
2. The Company had 438,402,499 fully paid ordinary shares on issue prior to the issue on 12 October 2018. The issue of 20,395,000 fully paid ordinary shares diluted the voting power of existing shareholders by 4.45% at the time of the issue.
3. Securities were issued on the 12 October 2018 under rule 7.1A, the 15 day VWAP as calculated under rule 7.1A.3 was \$0.09287, 75% of this price is \$0.06965. Source of VWAP calculations is IRESS.
4. The issue price was 10 cents per share, with a total of \$2,039,500 in funds raised before costs. The shares were issued for cash consideration to raise funds for development of the San Jorge nickel project and working capital and a placement utilising Listing Rule 7.1A was considered the most appropriate method.
5. The Shares were approved at an Extraordinary General Meeting of Shareholders held on 8 February 2019.
6. The issue was not underwritten; and
7. A capital raising fee of 5% was payable on \$1,105,000 of the money raised.

Regards

Brent Hofman
Local Agent

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Notice Under ASX Listing Rule 3.10.5A

Axiom Mining Limited ('Axiom' or 'the Company') issued 1,814,285 Shares under Listing Rule 7.1A on the 23 February 2018 with the release of an Appendix 3B dated 26 February 2018. In accordance with Listing Rule 3.10.5A, the Company has the following additional information for disclosure.

1. The Company had 390,307,516 fully paid ordinary shares on issue prior to the issue on 23 February 2018. The issue of 1,814,285 fully paid ordinary shares diluted the voting power of existing shareholders by 0.463% at the time of the issue;
2. Securities were issued on the 23 February 2018 under rule 7.1A, the 15 day VWAP as calculated under rule 7.1A.3 was \$0.14109, 75% of this price is \$0.10582. Source of VWAP calculations is IRESS.
3. The Shares were issued for non-cash consideration totalling \$244,928, of which \$94,500 relates to shares issued in accordance with contractual entitlements of various employees and the balance of \$150,428 in lieu of payment for corporate and operational services to consultants.
4. The 1,814,285 Shares were issued at the market value of \$0.135 representing the closing Share price of AVQ Shares on the 22 February 2018.
5. A market valuation of the non – cash consideration (**attached**) is released together with this notice.
6. The issue was not underwritten; and
7. No fees were paid in relation to the issue.

Regards

Brent Hofman
Local Agent

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Notice Under ASX Listing Rule 3.10.5A

Axiom Mining Limited ('Axiom' or 'the Company') issued 250,000 Shares under Listing Rule 7.1A on the 22 June 2018 with the release of an Appendix 3B dated 25 June 2018. In accordance with Listing Rule 3.10.5A, the Company has the following additional information for disclosure.

1. The Company had 407,207,037 fully paid ordinary shares on issue prior to the issue on 22 June 2018. The issue of 250,000 fully paid ordinary shares diluted the voting power of existing shareholders by 0.0614% at the time of the issue;
2. Securities were issued on the 22 June 2018 under rule 7.1A, the 15 day VWAP as calculated under rule 7.1A.3 was \$0.15058, 75% of this price is \$0.11294. Source of VWAP calculations is IRESS.
3. The Shares were issued for non-cash consideration totalling \$32,500 in lieu of payment for corporate and finance services provided by BBB Capital Pty Ltd.
4. The 250,000 Shares were issued at the market value of \$0.13 representing the closing Share price of AVQ Shares on the 22 June 2018.
5. A market valuation of the non – cash consideration (**attached**) is released together with this notice.
6. The issue was not underwritten; and
7. No fees were paid in relation to the issue.

Regards

Brent Hofman
Local Agent

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18 June 2019

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Notice Under ASX Listing Rule 3.10.5A

Axiom Mining Limited ('Axiom or 'the Company') issued 500,000 Shares under Listing Rule 7.1A on the 28 November 2018 with the release of an Appendix 3B dated 28 November 2018. In accordance with Listing Rule 3.10.5A, the Company has the following additional information for disclosure.

1. The Company had 465,090,716 fully paid ordinary shares on issue prior to the issue on 28 November 2018. The issue of 500,000 fully paid ordinary shares diluted the voting power of existing shareholders by 0.1074 % at the time of the issue;
2. Securities were issued on the 28 November 2018 under rule 7.1A, the 15 day VWAP as calculated under rule 7.1A.3 was \$0.09205, 75% of this price is \$0.069042 Source of VWAP calculations is IRESS.
3. The Shares were issued for non-cash consideration totalling \$50,000 in lieu of payment for corporate and finance services provided by MEF I,L.P.
4. The 500,000 Shares were issued at the market value of \$0.10 representing the closing Share price of AVQ Shares on the 28 November 2018.
5. A market valuation of the non – cash consideration (**attached**) is released together with this notice.
6. The issue was not underwritten; and
7. No fees were paid in relation to the issue.

Regards

Brent Hofman
Local Agent

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18 June 2019

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Notice Under ASX Listing Rule 3.10.5A

Axiom Mining Limited ('Axiom or 'the Company') issued 1,957,955 Shares under Listing Rule 7.1A on the 6 March 2019 with the release of an Appendix 3B dated 8 March 2019. In accordance with Listing Rule 3.10.5A, the Company has the following additional information for disclosure.

1. The Company had 493,818,101 fully paid ordinary shares on issue prior to the issue on 6 March 2019. The issue of 1,957,955 fully paid ordinary shares diluted the voting power of existing shareholders by 0.395% at the time of the issue;
2. Securities were issued on the 6 March 2019 under rule 7.1A, the 15 day VWAP as calculated under rule 7.1A.3 was \$0.0739, 75% of this price is \$0.0554. Source of VWAP calculations is IRESS.
3. The Shares were issued for non-cash consideration of \$172,300 in lieu of payment for finance and litigation services provided by Overseas Shipping, Trading and Investment Pty Ltd.
4. The 1,957,955 Shares were issued at the market value of \$0.088 representing the closing Share price of AVQ Shares on the 6 March 2019.
5. A market valuation of the non – cash consideration (**attached**) is released together with this notice.
6. The issue was not underwritten; and
7. No fees were paid in relation to the issue.

Regards

Brent Hofman
Local Agent

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14 June 2019

The Directors
Axiom Mining Limited
Level 6, 15 Astor Terrace
BRISBANE QLD 4000

Dear Sirs,

At the request of Brent Hofman, Group Finance Manager and Local Agent for Axiom Mining Limited ("Axiom"), we hereby set out a statement as an independent expert report to compliance with Australian Securities Exchange ("ASX") Listing Rule 7.1A.3 as it pertains to the issue of various shares issued to employees and/or consultants as follows:

- 700,000 shares issued on 23 February 2018 to various employees at 13.5 cents per share;
- 1,114,285 shares issued on 23 February 2018 to various consultants at 13.5 cents per share;
- 250,000 shares issued on 22 June 2018 to a consultant at 13.0 cents per share;
- 500,000 shares issued on 28 November 2018 as a commitment fee to a convertible note holder at 10.0 cents per share;
- 1,957,955 shares issued on 6 March 2019 to a consultant at 8.80 cents per share.

We have reviewed a schedule prepared by Axiom on the 15-day volume weighted average share price ("VWAP") of an Axiom share to the day immediately before the issue of the shares to the employees and/or consultants (including as a commitment fee to a Con Note holder) on 13 June 2019.

The VWAP on 23 February 2018 was calculated at 14.109213. The last sale price of a listed Axiom share trading on ASX as at 22 February 2018 (last day traded before the issue of the shares on 23 February 2018 was 13.5 cents).

The VWAP on 22 June 2018 was calculated at 15.0582667. The last sale price of a listed Axiom share trading on ASX as at 21 June 2018 (last day traded before the issue of the shares on 22 June 2018 was 13.0 cents).

The VWAP on 28 November 2018 was calculated at 9.20555. The last sale price of a listed Axiom share trading on ASX as at 27 November 2018 (last day traded before the issue of the shares on 28 November 2018 was 9.3 cents).

The VWAP on 6 March 2019 was calculated at 7.3887133. The last sale price of a listed Axiom share trading on ASX as 5 March 2019 (last day traded before the issue of the shares on 6 March 2019 was 8.80 cents).

The future ultimate value of Axiom shares will depend upon, inter alia:

- the future prospects of its mineral assets;
- the state of the metal markets (and prices) in Australia and overseas;
- the state of Australian and overseas stock markets;
- foreign exchange prices
- the strength of the Board and management and/or who makes up the Board and management;
- general economic conditions;
- the liquidity of shares in Axiom and
- possible ventures and acquisitions entered into by Axiom.

In the absence of any other factors, for accounting purposes, shares are issued at fair market value and for shares listed on a recognised stock exchange, the closing share price of a listed share as traded on the recognised exchange (at date of issue of the shares when issued not for cash) is taken as the fair value. Volumes of shares traded in Axiom are sufficient to state that a fair market exists for trading in Axiom shares and thus we consider the fair values of an Axiom share at dates of issue are the last traded value of Axiom shares as traded on ASX and as noted above.

Shares issued 23 February 2018

The VWAP is 14.109213 cents and 75% of the VWAP equates to approximately 10.5819 cents and thus the 1,814,285 shares issued to the employees and consultants at 13.5 cents meets the ASX Listing requirements under Listing Rule 7.1A.3 regarding “no less than 75% of the volume weighted average price of securities in that class calculated over the 15 trading days on which trades in that class were recorded immediately before:

- (a) the date on which the price at which the securities are to be issued is agreed or
- (b) if the securities are not issued within 5 trading days on the date in paragraph (a), the date on which the securities are issued”.

Shares issued on 22 June 2018

The VWAP is 15.0582667 cents and 75% of the VWAP equates to approximately 11.2937 cents and thus the 250,000 shares issued to the consultant at 13.0 cents meets the ASX Listing requirements under Listing Rule 7.1A.3 regarding “no less than 75% of the volume weighted average price of securities in that class calculated over the 15 trading days on which trades in that class were recorded immediately before:

- (c) the date on which the price at which the securities are to be issued is agreed or
- (d) if the securities are not issued within 5 trading days on the date in paragraph (a), the date on which the securities are issued”.

Shares issued on 28 November 2018

The VWAP is 9.20555 cents and 75% of the VWAP equates to approximately 6.9042 cents and thus the 500,000 shares issued to the con note holder at 10.0 cents meets the ASX Listing requirements under Listing Rule 7.1A.3 regarding “no less than 75% of the volume weighted average price of securities in that class calculated over the 15 trading days on which trades in that class were recorded immediately before:

- (e) the date on which the price at which the securities are to be issued is agreed or
- (f) if the securities are not issued within 5 trading days on the date in paragraph (a), the date on which the securities are issued”.

Shares issued on 6 March 2019

The VWAP is 7.3887133 cents and 75% of the VWAP equates to approximately 5.5415 cents and thus the 1,957,955 shares issued to the consultant at 8.8 cents meets the ASX Listing requirements under Listing Rule 7.1A.3 regarding “no less than 75% of the volume weighted average price of securities in that class calculated over the 15 trading days on which trades in that class were recorded immediately before:

- (g) the date on which the price at which the securities are to be issued is agreed or
- (h) if the securities are not issued within 5 trading days on the date in paragraph (a), the date on which the securities are issued”.

Conclusions

It is our view that Axiom has complied with the conditions noted in ASX Listing Rule 7.1A.3 in relation to the shares issued to various parties on 23 February 2018, 22 June 2018, 28 November 2018 and 6 March 2019.

Our report is in accordance with all applicable Regulatory Guidelines in relation to expert reports.

Yours faithfully
Stantons International Securities Pty Ltd
(Trading as Stantons International Securities)



John P Van Dieren – FCA
Director