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**Placement to raise \$3,216,000 completed  
and  
Share Purchase Plan offered to eligible shareholders to raise a further \$2,500,000**

Perth Western Australia, 27 June 2016: Pioneer Resources Limited ("Company" or "Pioneer") (ASX: PIO) is pleased to announce that it plans to undertake a share purchase plan ("SPP") to raise up to \$2,500,000.

**Key points**

- **Placement of approximately 89.3 million new shares completed at an issue price of 3.6 cents per share raising approximately \$3,216,000 before issue costs (together with approximately 29.8 million new options on the basis of one free attaching option for every three new shares subscribed for with the options exercisable at 6 cents each by 31 July 2018).**
- **Company will offer new shares to eligible shareholders under a Share Purchase Plan (SPP) at an issue price of 3.6 cents per share to raise up to \$2,500,000.**
- **Eligible shareholders who accept and are issued new shares under the SPP will also be granted one free attaching option for every three new shares issued (with the options exercisable at 6 cents each by 31 July 2018) conditional upon shareholder approval at a General Meeting to be convened and the lodgement of a disclosure document.**

**Funds are expected to be used to fund the Company's ongoing exploration programs:**

- **At the recently acquired Mavis Lithium Project in Ontario, Canada:**
  - **Field surveys and drilling of spodumene-bearing pegmatites; and**
  - **Further lithium specific project evaluations.**
- **Within its extensive portfolio of lithium, gold and nickel projects in Western Australia:**
  - **Field surveys and drilling of lithium targets at the Pioneer Dome Project;**
  - **Widespread aircore drilling at the Acra Gold Project, with follow-up RC drilling; and**
  - **Diamond core drilling, subsidised under the State-funded EIS programme, at the Blair Nickel Project.**

Under the SPP, eligible shareholders who were registered as holders of shares in the Company at 5.00pm (WST) on the record date of 24 June 2016 and whose registered address is in Australia or New Zealand ("Eligible Shareholders"), can apply for new shares at an issue price of 3.6 cents per share. In addition Eligible Shareholders who accept and are issued shares under the SPP will also be granted one free attaching new option for every three new shares subscribed for and issued, with an exercise price of 6 cents each expiring on 31 July 2018. The issue of new options to Eligible Shareholders will be subject to the lodgment of a transaction-specific prospectus and shareholder approval, which will be sought at a general meeting expected to be held by 31 August 2016.

**The SPP will be on a "first in first served basis" with the final allocation being at the discretion of the Directors.**

The issue price of 3.6 cents per share represents a discount of 20.6% to the 5 day volume weighted average market price over the last 5 days on which sales in Pioneer shares were recorded of 4.54 cents per share.

The SPP follows the completion of a placement raising \$3,216,000 (before issue costs) to further fund ongoing field programs outlined below at the Company's exploration projects in Ontario, Canada, and in Western Australia.

The capital raising was completed by way of a placement of 89,333,333 new shares at an issue price of 3.6 cents per share and 29,777,777 free attaching options (on the basis of one free attaching new option for every three new shares subscribed for, with an exercise price of 6 cents each expiring on 31 July 2018) and was made to professional and sophisticated investors of Sanlam Private Wealth.

The Company will apply for quotation of the new shares on ASX, which will rank equally in all respects with the Company's existing fully paid ordinary shares on issue.

The Company also will also apply for quotation of the new options on ASX.

An indicative timetable for the SPP is included below.

## **Planned Use of Funds**

### ***Mavis Lithium Project:***

Twenty significant sized (many spodumene-bearing) pegmatites have been identified to date in outcrop within the Mavis Lithium Project properties, within supporting lithium soil and litho (rock) geochemistry anomalies that suggest more may be found. Individual outcrops vary in strike to more than 240 metres and range in thickness to 12 metres. Three generations of drilling since the 1960s have systematically demonstrated that pegmatites at the **Fairservice Prospect** are strongly mineralised with spodumene, and one channel sample and the first drill holes into the **Mavis Lake Prospect** also intersected spodumene.

1,500m of orientated diamond drilling is forecast. This drilling will further test key spodumene intersections from earlier drilling and channel samples, including those obtained in 2011 and 2012 at both the Fairservice (Pegmatites 3-6) and Mavis Lake (Pegmatites 17- 18) sites, and with an additional allocation for new targets generated.

### ***Pioneer Dome Lithium Project:***

Demonstrated Lithium-endowed pegmatites at the Pioneer Dome Project have been identified. The Project has a large landholding in the Eastern Goldfields, 75km south of Mt Marion. Excellent infrastructure, including road, rail and water, runs through the project area.

A 10,000 sample soil geochemistry programme will continue throughout the September 2016 quarter, with drilling staged as results are received. The Project has at least 14 pegmatite clusters identified by earlier explorers, and soil geochemistry and mapping will help determine which of these are prospective for lithium. As targets are resolved, percussion drilling to test directly for lithium minerals will follow. Initial drill estimates amount to 5,000 metres.

### ***Donnelly River Lithium Project and Phillips River Lithium Project:***

These projects represent recently pegged tenement opportunities. The priority is to achieve the grant of tenements and secure tenement access rights.

Following grant, low impact soil and litho-geochemistry along existing forestry tracks, fence lines and roads will refine targets before detailed work will commence. The Company's objective is to have the tenements granted during the September 2016 quarter with fieldwork commencing thereafter.

### ***Acra Gold Project:***

Aircore drilling during 2015 extended the known Kalpini South target by 60% - to 240m. Elsewhere drilling generated 4 new targets in previously undrilled areas, including at the Deep River Prospect, where KPAC078 intersected 21m at 1.0g/t Au including 3m at 4.6g/t Au from 42m, an excellent result from this type of work. Aircore drilling ensures a pipeline of developing targets for future evaluation, and a further 10,000m is proposed for the September 2016 quarter.

### ***Blair Nickel Mine:***

The Company has recently completed an updated geological model for the Blair Nickel Mine, and geophysical consultants, Newexco Services, has undertaken a review of existing geophysical data within the new geological context. This review has identified 5 unresolved nickel sulphide targets.

The Company was recently granted a drilling subsidy under the Exploration Incentive Scheme (EIS), to contribute 50% of the cost of drilling 5 pre-collared diamond drill holes to test the voracity of the Blair geological model. This work is expected to be completed during the December 2016 quarter.

Pioneer's Managing Director Mr David Crook said:

"We are delighted with the response from investors to the Company's recent share placement, which we see as strong validation for our ongoing, targeted exploration programmes. We are now pleased to offer the SPP to existing eligible shareholders on the same terms as the placement, providing the opportunity to increase shareholdings in the Company as it enters a very exciting and active exploration phase".

**Indicative SPP Timetable.**

<b>Date</b>	<b>Details</b>
Friday, 24 June 2016	<b>Record Date 5.00pm (WST)</b> The date on which Pioneer determined Shareholders eligible to participate in the Plan, being Shareholders registered on that date with an address in Australia or New Zealand.
Monday, 27 June 2016	<b>Share Purchase Plan Announcement Date</b>
Wednesday, 29 June 2016	<b>Opening Date</b> The date the Plan opens.
Wednesday, 13 July 2016	<b>Closing Date</b> The date on which the Plan closes. Applications and payments (including BPAY) must be received by 5.00pm (WST).
Wednesday, 20 July 2016	<b>Issue Date</b> The date New Shares are issued.
Wednesday, 20 July 2016	<b>Despatch Date</b> The date on which holding statements are sent to Shareholders who subscribed for New Shares under the Plan.
Thursday, 21 July 2016	<b>Share Trading Date</b> The date on which it is expected that the New Shares will commence trading on the ASX.

**The timetable is indicative only and Pioneer may, at its discretion, vary any of the above dates except for the Record Date.**

Full details of the SPP and the final timetable will be set out in the SPP offer document which will be despatched to Eligible Shareholders on or around Tuesday, 28 June 2016.

- ENDS -



Managing Director  
Pioneer Resources Limited

For further information please contact:

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**Competent Person:**

The information in this document that relates to Exploration Results is based on information supplied to and compiled by Mr David Crook. Mr Crook is a full time employee of Pioneer Resources Limited and a member of The Australasian Institute of Mining and Metallurgy (member 105893) and the Australian Institute of Geoscientists (member 6034). Mr Crook has sufficient experience which is relevant to the Company's activities under consideration to qualify as a Competent Person as defined in the 2004 and 2012 Editions of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'.

**Caution Regarding Forward Looking Information:**

This document may contain forward looking statements concerning the projects owned by the Company.

Forward-looking statements are not statements of historical fact and actual events and results may differ materially from those described in the statements as a result of a variety of risks, uncertainties and other factors. Forward-looking statements are inherently subject to business, economic, competitive, political and social uncertainties and contingencies. Many factors could cause the Company's actual results to differ materially from those expressed or implied in any forward-looking information provided by the Company, or on behalf of, the Company. Such factors include, among other things, risks relating to additional funding requirements, metal prices, exploration, development and operating risks, competition, production risks, regulatory restrictions, including environmental regulation and liability and potential title disputes.

Forward looking statements in this document are based on the Company's beliefs, opinions and estimates of the Company as of the dates the forward looking statements are made, and no obligation is assumed to update forward looking statements if these beliefs, opinions and estimates should change or to reflect other future developments.

There can be no assurance that the Company's plans for development of its mineral properties will proceed as currently expected. There can also be no assurance that the Company will be able to confirm the presence of additional mineral deposits, that any mineralisation will prove to be economic or that a mine will successfully be developed on any of the Company's mineral properties. Circumstances or management's estimates or opinions could change. The reader is cautioned not to place undue reliance on forward-looking statements.

**Technical Glossary:**

**Aircore** is a blade drilling technique which returns relatively uncontaminated samples through a central annulus inside the drill pipes. It is used to test the regolith (near surface unconsolidated and weathered rock) as an alternative to RAB drilling when conditions are wet, sandy or holes need to go deeper than practical by RAB.

**Pegmatite** is a common plutonic rock of variable texture and coarseness that is composed of interlocking crystals of widely different sizes. They are formed by fractional crystallization of an incompatible element-enriched granitic melt. Several factors control whether or not barren granite will fractionate to produce a fertile granite melt (Černý 1991; Breaks 2003):

- presence of trapped volatiles: fertile granites crystallize from a volatile-rich melt.
- composition of melt: fertile granites are derived from an aluminium-rich melt.
- source of magma: barren granites are usually derived from the partial melting of an igneous source (I-type), whereas fertile granites are derived from partial melting of a peraluminous sedimentary source (S-type).
- degree of partial melting: fertile granites require a high degree of partial melting of the source rock of the magma.

Initially, fractional crystallization of a granitic melt will form barren granite consisting of common rock forming minerals such as quartz, potassium feldspar, plagioclase and mica. Because incompatible rare elements, such as Be, Li, Nb, Ta, Cs, B, which do not easily fit into the crystal of these common rock-forming minerals, become increasingly concentrated in the granitic melt as common rock forming minerals continue to crystallize and separate from the melt.

**RC** means reverse circulation, a drilling technique that is used to return uncontaminated pulverised rock samples through a central tube inside the drill pipes. RC samples can be used in industry-standard Mineral Resource estimates.

**Regolith** means the layer of loose, heterogeneous material covering solid rock. It includes dust, soil, broken rock, and other related materials. In Western Australia it most commonly refers to the almost ubiquitous layer of weathered and decomposed rock overlying fresh rock.

**Spodumene** is a lithium aluminosilicate (pyroxene) found in certain rare-element pegmatites, with the formula  $\text{LiAlSi}_2\text{O}_6$ . Spodumene is the principal lithium mineral sourced from pegmatites and is the preferred source for high purity lithium products.

- (Acra Gold Project) refer to the Company's announcements dated 16 April 2014, 22 October 2014, 26 June 2015, 6 October 2015, 18 December 2015, 15 February 2016.
- (Mavis Lithium Project) refer to the Company's announcements dated 15 March 2016, 20 April 2016,
- (Phillips River Lithium Project) refer to the Company's announcements dated 6 April 2016
- (Donnelly River Lithium Project) refer to the Company's announcements dated 26 April 2016
- (Pioneer Dome Lithium Project) refer to the Company's announcements dated 29 April 2016, 18 May 2016
- Also refer to the Company's quarterly Activities Reports.