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## REVISED SHARE PURCHASE PLAN

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To ensure strict compliance with Exception 15 of ASX Listing Rule 7.2, Exception 8 of Listing Rule 10.12 and the requirements of ASIC Class Order CO 09/425 the Directors of Resource and Investment NL (ASX:RNI) (**RNI**) advise that they have withdrawn the Share Purchase Plan Offer document dated 29 April 2014 and have revoked the Share Purchase Plan offer made under that Share Purchase Plan Offer document.

The Directors are pleased to announce today a new Share Purchase Plan (**SPP**) containing the same commercial terms and conditions as those in the previous Share Purchase Plan except for changes in the record date and the timetable for the SPP. The record date to determine shareholders eligible to participate in the SPP will now be 5.00pm (Perth time) on Thursday, 1 May 2014 and the period for acceptance of applications under the SPP is expected to open on 5 May 2014 and close at 5.00pm (Perth time) on 20 May 2014.

Under the SPP, each eligible shareholder will be offered the opportunity to subscribe up to a maximum of \$15,000 for fully paid ordinary RNI Shares (**New Shares**) at an issue price of 7.5c per New Share, free of any brokerage or other transaction costs. The issue price of 7.5c a New Share represents a 7.02% discount to the VWAP for the previous 5 days on which RNI shares were traded.

RNI is seeking to raise up to \$5.25 million under the SPP and will reserve the right to scale back applications proportionately if subscriptions exceed \$5.25 million.

The proceeds raised from the SPP and the recent \$975,000 share placement to sophisticated investors announced on 24 April 2014, will enable RNI to step up its exploration and drilling programs along a priority 12km regional trend between the Callies base metals prospect and the high-grade Forrest Gimp copper-gold discovery (See ASX announcement 17 April 2014).

In parallel, RNI will also use funds from the SPP to advance its near-term gold production plans at the ~2Moz Grosvenor and Peak Hill gold projects. As previously announced, the Board is in advanced discussions with multiple financiers to finalise a project financing package for the development of the Grosvenor and Peak Hill gold projects, utilising both the Company's existing 1Mtpa nameplate Grosvenor CIL gold plant and heap leach processing.

Under the SPP, applications by eligible shareholders must be in one of the following amounts:

- \$2,000 for 26,667 New Shares;
- \$5,000 for 66,667 New Shares;
- \$10,000 for 133,334 New Shares;
- \$15,000 for 200,000 New Shares.

Each eligible shareholder will receive the same offer, irrespective of the number of shares they hold.

Further details of the SPP will be contained in the SPP Offer Document which is expected to be lodged with ASX on Monday, 5 May 2014.

An indicative timetable for the SPP is as follows:

<b>Event</b>	<b>Date</b>
Record date	5.00pm (Perth time) 1 May 2014
Offer opens	5 May 2014
Offer closes	5.00pm (Perth time) 20 May 2014
Allotment date	23 May 2014
Trading date	26 May 2014
Dispatch of confirmations of allotment	27 May 2014

RNI will retain the discretion to alter these key dates.

**Shareholders should note that applications for New Shares under the SPP must be made on the new application forms that will accompany the new SPP Offer Document expected to be lodged with ASX on 5 May 2014.**

**Any applications that may be made on the application forms that accompanied the now cancelled SPP Offer Document dated 29 April 2014 will not be accepted and any application monies paid on such applications will be refunded (without interest) by RNI as soon as possible.**

For further information, please contact;

**MILES KENNEDY**  
**CHAIRMAN**  
T +61 8 9489 9200

### Competent Person's Statement

Information in this document that relates to exploration results or mineral resources is based on and fairly represents information and supporting documentation prepared and compiled by Albert Thamm BSc (Hons) MSc, who is a Corporate Member of the Australasian Institute of Mining and Metallurgy. The information in this document that relates to previously released exploration data was disclosed under JORC Code 2012 for the Forrest Gimp Prospect (refer ASX announcements dated 18 February 2014, 28 February 2014 and 17 April 2014) and Wodger Prospect (refer ASX announcement dated 27 March 2014 and 17 April 2014) and that information has not materially changed since it was last reported.

The information in this document that relates to previously released exploration and resource data on the Callies and Big Billy Prospects were disclosed in the ASX announcement dated 24 July 2013 under the JORC Code 2004. It has not been updated to comply with the JORC Code 2012 on the basis that the information has not materially changed since it was last reported and is based on and fairly represents information and supporting documentation prepared and compiled by Albert Thamm BSc (Hons) MSc, who is a Corporate Member of the Australasian Institute of Mining and Metallurgy. The information in this document that relates to previously released Project Resource data was disclosed in the ASX announcement dated 6 November 2013 under the JORC Code 2004. It has not been updated to comply with the JORC Code 2012 on the basis that the information has not materially changed since it was last reported and is based on and fairly represents information and supporting documentation prepared and compiled by Albert Thamm BSc (Hons) MSc, who is a Corporate Member of the Australasian Institute of Mining and Metallurgy.

### Forward-Looking Statements

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