

ASX RELEASE – 7 May 2020**MITHRIL RESOURCES LIMITED – CAPITAL RAISING AND GENERAL MEETING REMINDER****Overview**

- The transformative acquisition of private mineral exploration company Sun Minerals Pty Ltd remains on track to successfully complete by end May 2020.
- Sun Minerals holds an exclusive option to earn up to a 100% interest in the Copalquin Gold Silver Project located in the Sierra Madre Trend, Durango State, western Mexico.
- The company is currently conducting a capital raising by way of a Non-Renounceable Rights Issue with funds raised primarily used to advance exploration at Copalquin.
- Advanced exploration activities are planned to commence late May 2020, preparing for drilling. On 18 May 2020, the suspension of non-essential activities will cease for municipalities where there are no or low case numbers. Copalquin is located in a region of no recorded cases.
- A General Meeting of shareholders to approve the Sun Minerals transaction will also be held at Level 17, 500 Collins Street, Melbourne VIC 3000 on 13 May 2020 at 10:00am AEST.
- Due to restrictions applicable in Victoria as a result of COVID-19, it is not be possible to convene the Meeting physically and the Company intends to decide the outcome of voting on the resolutions in the Notice by proxy voting, submitted ahead of the Meeting.

CAPITAL RAISING

Mithril Resources Limited [ASX: MTH] (“Mithril” or “the Company”) is conducting a capital raising by way of a Non-Renounceable Rights Issue to shareholders which had a record date of 6 April 2020, on the basis of one (1) new fully paid ordinary Mithril share for every one (1) existing fully paid ordinary Mithril share held at an issue price of A\$0.005 (0.5 cent) to raise a minimum A\$1.5 million up to a maximum of A\$2.46 million (before costs). Funds raised from the capital raising will be primarily used to advance exploration at the Copalquin Gold Silver Project located in the Sierra Madre Trend, Durango State, western Mexico.

Please log onto investorcentre.com/au using your Holder ID and postcode or username and password to download your personalised Entitlement and Acceptance Form.

KEY DATES

Announcement of Rights Issue Offer Document	1 April 2020	✓
Rights Issue Ex-Date	3 April 2020	✓
Rights Issue Record Date	6 April 2020	✓
Offer Document dispatched and Rights Issue Offer Period opens	9 April 2020	✓
General Meeting to approve revised Transaction	13 May 2020	
Rights Issue Closing Date	14 May 2020	
MTH notifies ASX of Rights Issue undersubscriptions	19 May 2020	
Issue Date of New Shares	21 May 2020	

Having consulted with ASX, Mithril is re-seeking shareholder approval for all changes within the varied Share Sale Agreement, and it intends to close the entitlement offer after holding the shareholder meeting on 13 May 2020.

GENERAL MEETING REMINDER

We wish to remind shareholders that the Company will be holding its general meeting of shareholders at Level 17, 500 Collins Street, Melbourne VIC 3000 on 13 May 2020 at 10:00am AEST.

Due to restrictions applicable in Victoria as a result of COVID-19, it is not possible to convene the Meeting physically. While the COVID-19 situation remains volatile and uncertain, based on the best information available to the Board at the time of the Notice, the Company intends to decide the outcome of voting on the resolutions in the Notice by proxy voting, submitted ahead of the Meeting, only. Accordingly, the Company strongly encourages all shareholders to lodge a directed proxy vote prior to cut off date for proxy voting as set out in the Notice. To lodge your proxy, please follow the directions on your personalised proxy form which was enclosed with the copy of the Notice, delivered to you by email or post (depending on your communication preferences).

The Company is happy to accept and answer questions prior to the close of proxy voting via email, such questions should be forwarded to the following email address admin@mithrilresources.com.au.

COVID-19

The safety of our team remains paramount while we continue to monitor and observe the various government guidelines that may affect Company activities. The Sun Minerals Mexico based team, including the Exploration Manager and Project Manager are not currently impacted by local COVID-19 travel and working restrictions. The team is ready to execute the exploration activities at Copalquin preparing for the company's first drilling programme at the property, subject to completion of the Transaction. Inbound travel by expatriate personnel to Mexico remains temporarily suspended.

Commenting on the update, Mithril's Non-Executive Director and Company Secretary, Adrien Wing, said:

"We remain thankful to be able to report that there are currently no known cases of COVID-19 for any of the Sun Minerals employees, contractors or their families in the communities near the Copalquin Project. The local team are monitoring the situation and are proactively working with the community. The Copalquin Project is prospective for high-grade gold and silver mineralisation where there are 32 known historic gold and silver underground mines and surface workings plus historic drill intercepts that we are excited to pursue in this drill programme".

Released with the authority of the Board.

Regards,



Adrien Wing

Non-Executive Director and Company Secretary
Mithril Resources Limited