



10 June 2014
For Immediate Release

Terms of Chief Executive Officer's Employment Agreement

Further to ASX Release dated 17 March 2014, the Directors of Ramelius Resources Limited (ASX: RMS) ("Ramelius" or "Company") confirm that Mr Mark Zeptner has entered into an employment agreement with the Company in respect of his new role as the Company's Chief Executive Officer.

Pursuant to ASX Listing Rule 3.16.4 the Directors advise the following material terms of Mr Zeptner's employment agreement.

- Total gross remuneration package inclusive of superannuation of \$467,500 per annum.
- The Company may terminate his employment by notice of not less than 6 months or payment in lieu thereof.

Mr Zeptner is also entitled to participate in an employee share scheme ("Scheme") operated by Ramelius which is designed to align the interests of employees with those of shareholders. Under the Scheme, Mr Zeptner is entitled to be issued with 4,500,000 options over ordinary shares in Ramelius over a period of three years provided he continues to be employed by the Company at the relevant vesting dates. Principal terms of the options and vesting dates are detailed below.

| Number of Options | Vesting Date | Exercise Price | Expiry Date |
|-------------------|--------------|----------------|--------------|
| 1,500,000 | 11 June 2014 | 20 cents | 11 June 2016 |
| 1,500,000 | 11 June 2015 | 25 cents | 11 June 2017 |
| 1,500,000 | 11 June 2016 | 30 cents | 11 June 2018 |

Each option entitles Mr Zeptner to subscribe for one fully paid ordinary share in the Company at the exercise price set out above before expiry of the options. Options will be forfeited if Mr Zeptner ceases to be employed by the Company prior to vesting. Ramelius is not required to seek and will not seek shareholder approval for the issue of the options.

Dom Francese
Company Secretary

10 June 2014

ISSUED CAPITAL

Ordinary Shares: 365M

DIRECTORS

Chairman:
Robert Kennedy
Non-Executive Directors:
Kevin Lines
Michael Bohm
Managing Director:
Ian Gordon

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