



AIM Announcement

23 February 2015

**TERTIARY MINERALS PLC
("Tertiary" or "the Company")**

Director's Dealings, Issue of Warrants, Total Voting Rights and Correction

Tertiary Minerals plc, the AIM traded company building a strategic position in the fluorspar sector announces that pursuant to terms agreed on 30 April 2014 and further to the RNS dated 20 August 2014, the non-executive directors of the Company, Donald McAlister and David Whitehead, will be receiving a portion of their annual fees in Tertiary Minerals ordinary shares of 1 penny each ("Ordinary Shares"), on a six monthly ongoing basis calculated with reference to the closing mid-market price the trading day prior to the issue of the Ordinary Shares.

On 20 February 2015, the Company resolved to issue a total of 71,488 Ordinary Shares to the non-executive directors for the period ended 31 December 2014. The Ordinary Shares were issued at a price of 4 pence per share, being the closing mid-market price on 19 February 2015.

The following table shows the number of Ordinary Shares issued to the non-executive directors and their total holdings following the issue of the Ordinary Shares:

Director	Number of Ordinary Shares issued	Price of Ordinary Shares issued	Interest in total number of Ordinary Shares following Admission	% of Company's issued share capital following Admission
Donald McAlister	21,488	4 pence	515,536	0.296%
David Whitehead	50,000	4 pence	379,003*	0.217%

Application has been made to the London Stock Exchange for 71,488 Ordinary Shares to be admitted to trading on AIM ("Admission"), and it is expected that Admission will occur on or around 26 February 2015.

Issue of Warrants

In addition, on 20 February 2015, the Board of the Company granted 1,700,000 warrants (the "Warrants") to an executive director and certain employees. The grant to the executive director of the Company was as follows:

Name	Number of Warrants granted
Patrick Cheetham (Executive Chairman)	1,000,000

As a result of this issue of Warrants the total number of warrants held by Patrick Cheetham is 6,500,000.



Tertiary Minerals plc

Each Warrant entitles the holder to subscribe for one new ordinary share at a price of 4 pence per share, being the closing mid-market price on 19 February 2015, and the warrants may be exercised at any time within 4 years from 20 February 2016.

Total Voting Rights

In accordance with Financial Conduct Authority's Disclosure and Transparency Rules ("DTR"), following the issue and Admission, the total issued share capital of the Company with voting rights will be 174,373,522 ordinary shares.

The above figure of 174,373,522 ordinary shares may be used by shareholders in the Company as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change in their interest in, the share capital of the Company under the DTR.

*Correction Announcement

Following the issue of Ordinary Shares being announced today Mr. David Whitehead has a beneficial interest in 379,003 ordinary shares representing 0.217% of the Company's issued share capital following Admission, all of which are held by Glebekinvara Management Services Limited ("Glebekinvara") of which David Whitehead and his wife, Ann Whitehead, are both directors and are both 50% beneficial shareholders.

David Whitehead's interest in ordinary shares in the Company includes 300,000 ordinary shares of 1 penny each acquired through the exercise of warrants on 21 February 2011 as reported by the Company through an RNS announcement on 22 February 2011. An error occurred in the subsequent reporting of David Whitehead's beneficial interest in ordinary shares in the Company within the 2011 Company Annual Report where these 300,000 ordinary shares were not disclosed. This error was carried forward in the 2012, 2013 and 2014 Annual Reports and RNS's dated 20 and 21 August 2014.

In addition, the shareholding of Mr. David Whitehead in Sunrise Resources plc ("Sunrise") in Note 17 (Related Party Transactions), page 42 of Tertiary's 2014 Annual Report, was incorrectly stated as nil. Mr. David Whitehead has a beneficial interest in 250,000 ordinary shares in Sunrise which are held by Glebekinvara. As at the date of this announcement, Tertiary holds 9.10% of Sunrise's issued share capital.

ENQUIRIES

Tertiary Minerals plc

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