

# IMPORTANT

If you are in any doubt about any of the contents of this Prospectus, you should obtain independent professional advice.



## Persta Resources Inc.

*(incorporated under the laws of Alberta with limited liability)*

### GLOBAL OFFERING

<b>Number of Offer Shares</b>	<b>: 69,580,000 Shares (subject to reallocation and the Over-Allotment Option)</b>
<b>Number of Hong Kong Offer Shares</b>	<b>: 6,958,000 Shares (subject to reallocation)</b>
<b>Number of International Offer Shares</b>	<b>: 62,622,000 Shares (subject to reallocation and the Over-Allotment Option)</b>
<b>Maximum Offer Price</b>	<b>: HK\$3.80 per Offer Share (plus brokerage of 1%, a Stock Exchange trading fee of 0.005% and a SFC transaction levy of 0.0027%) payable in full in Hong Kong dollars on application and subject to refund</b>
<b>Nominal value</b>	<b>: Not applicable</b>
<b>Stock code</b>	<b>: 3395</b>

#### Sole Sponsor



#### Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers



Capitalized terms used in this cover page shall have the same meanings as those defined in the section headed "Definitions" of this Prospectus unless the context otherwise requires.

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this Prospectus, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Prospectus.

A copy of this Prospectus, having attached thereto the documents specified in the paragraph headed "1. Documents Delivered to the Registrar of Companies in Hong Kong" in Appendix VII to this Prospectus, has been registered by the Registrar of Companies in Hong Kong as required by Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission and the Registrar of Companies in Hong Kong take no responsibility as to the contents of this Prospectus or any other documents referred to above.

The Offer Price is expected to be determined by agreement with the Joint Global Coordinators (for themselves and on behalf of the Underwriters) and our Company on the Price Determination Date. The Price Determination Date is expected to be on or around Friday, March 3, 2017 and, in any event, not later than Wednesday, March 8, 2017. The Offer Price will not be more than HK\$3.80 per Offer Share and is currently expected to be not less than HK\$3.00 per Offer Share. Applicants for Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$3.80 for each Hong Kong Offer Share together with 1.0% brokerage, a 0.005% Stock Exchange trading fee and a 0.0027% SFC transaction levy (subject to refund if the Offer Price as finally determined should be lower than HK\$3.80 per Offer Share). If, for whatever reason, the Offer Price is not agreed between the Joint Global Coordinators (for themselves and on behalf of the Underwriters) and us by Wednesday, March 8, 2017, the Global Offering will not proceed and will lapse.

The Joint Global Coordinators (for themselves and on behalf of the Underwriters, and with our consent) may reduce the number of Offer Shares being offered under the Global Offering and/or the indicative Offer Price range below that stated in this Prospectus (which is HK\$3.00 to HK\$3.80 per Offer Share) at any time on or prior to the morning of the last day for lodging applications under the Hong Kong Public Offering. In such case, an announcement will be made on our Company's website at [www.persta.ca](http://www.persta.ca) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) not later than the morning of the last day for lodging applications under the Hong Kong Public Offering. If applications for the Hong Kong Offer Shares have been submitted prior to the day which is the last day for lodging applications under the Hong Kong Public Offering, then even if the number of the Hong Kong Offer Shares and/or the indicative Offer Price range is/are so reduced, such applications cannot be subsequently withdrawn. For further information, please see the sections headed "Structure of the Global Offering" and "How to Apply for Hong Kong Offer Shares" in this Prospectus.

Prospective investors should read the entire Prospectus carefully and, in particular, should consider the matters discussed in the section headed "Risk Factors" of this Prospectus.

The Offer Shares are not qualified for distribution by a prospectus filed in Alberta or any other province of Canada. The Offer Shares may not be offered, sold or resold, directly or indirectly, in Canada or to any resident of Canada in connection with the Global Offering, except pursuant to an exemption from the prospectus requirements of applicable Canadian securities laws, and in compliance with, or pursuant to exemptions from, the dealer registration requirements of such laws. The Offer Shares are not qualified for resale in Alberta and may not be resold in Alberta, directly or indirectly, during the four month period commencing with the completion of the Global Offering, except pursuant to exemptions from the prospectus requirements of applicable securities law.

The obligations of the Underwriters under the Underwriting Agreements to subscribe or procure subscribers for the subscription of the Offer Shares, are subject to termination by the Joint Global Coordinators (for themselves and on behalf of the Underwriters) upon the occurrence of any of the events set forth in the section headed "Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for Termination" of this Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date. Should the Joint Global Coordinators (for themselves and on behalf of the Underwriters) terminate the obligations of the Underwriters under the Underwriting Agreements in accordance with the terms thereof, the Global Offering will not proceed and will lapse. In such case, an announcement will be made by our Company on the Stock Exchange website at [www.hkexnews.hk](http://www.hkexnews.hk) and our Company's website at [www.persta.ca](http://www.persta.ca).

28 February 2017