

ASX RELEASE

12 NOVEMBER 2014

INDOPHIL SHAREHOLDERS TO VOTE ON SCHEME PROPOSAL

Indophil Resources NL (Indophil) advises that the Supreme Court of Victoria has made orders directing Indophil to convene a meeting of shareholders for the purposes of considering, and if thought fit approving, the previously-announced Scheme of Arrangement of 30 cents per Indophil share which will, if implemented, result in Indophil becoming controlled by Alsons Prime Investments Corporation (APIC).

The Scheme Meeting will be held at 10:00am on Thursday, 18 December 2014 at the offices of Baker & McKenzie, Level 19, 181 William Street, Melbourne. The Scheme is conditional on Indophil shareholder approval. Subject to this and the satisfaction or waiver of other conditions, as well as approval at the second Court hearing, implementation of the Scheme is scheduled for 23 January 2015.

The Independent Expert has concluded that, in the absence of a superior proposal, the Scheme is fair and reasonable and therefore is in the best interests of shareholders. Indophil's Independent Directors unanimously recommend that shareholders (other than the Excluded Shareholders related to the APIC proposal) vote in favour of the Scheme in the absence of a superior proposal.

Information relating to the Scheme, including the notice to convene the Scheme Meeting, is included in the Scheme Booklet which has been registered with ASIC and is being released to the ASX simultaneously with this announcement. The Scheme Booklet will be distributed to Indophil shareholders and it will also be available on Indophil's website. Shareholders should read the Scheme Booklet in its entirety before deciding how to vote on the Scheme.

If shareholders have any questions about the proposed Scheme, they should call the Shareholder Information Line on 1300 723 095 (within Australia) or +61 3 9415 4337 (outside Australia).

For further information

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