

19 February 2015

**Company Announcements Office**  
**ASX Limited**  
**Level 4, 20 Bridge Street**  
**SYDNEY NSW 2000**

### **Advice of Share Placement**

Goldminex Resources Limited (Company) advises that it has signed a share placement agreement with a sophisticated private investor to raise \$200,000 through the placement of 10,000,000 ordinary shares at a price of \$0.02 per share. Every 5 shares come with a free attaching option with an exercise price of \$0.03 per share, exercisable at any time within three years from the date of issue. A total of 2,000,000 options will be issued.

The placement of shares is priced at \$0.02 per share.

The funds raised from the placement will be used to fund transaction costs associated with the Enzumo acquisition.

The issue of the options will be made under the Company's 15% placement capacity under Listing Rule 7.1 and the placement of shares will be made under the Company's 10% placement capacity under Listing Rule 7.1A. Accordingly, shareholder approval is not required for the placement.

In relation to the placement and in accordance with Listing Rules 7.1A(4)(b) and 3.10.5A, the Company discloses the following:

1. The Company will issue a total of 10,000,000 fully paid ordinary shares at 2 cents per share and 2,000,000 unlisted options with an exercise price of 3 cents per share and an exercise period of 3 years. Of the securities issued, 10,000,000 fully paid ordinary shares will be issued under Listing Rule 7.1A and 2,000,000 options will be issued under Listing Rule 7.1.

The securities issued under Listing Rule 7.1A result in the following dilution to existing holders of ordinary securities:

- (a) Number of fully paid ordinary shares on issue prior to the placement of securities under LR 7.1A was 112,793,878.
  - (b) Number of fully paid ordinary shares on issue following the issue of securities under LR 7.1A will be 122,793,878.
  - (c) Percentage of voting dilution following the issue under LR 7.1A is 8.1%.
2. The Company will issue the shares and options as a placement to a sophisticated investor. The issue will be made as a placement and not as a pro-rata issue or other type of issue which existing shareholders would have been able to participate. This approach has been taken having regard to the amount of the funds required to be raised, costs of alternative approaches and the need to move quickly. It is also noted that there will be a rights entitlement component in the offer proposed by the Company to fund the Enzumo acquisition.
3. No underwriting arrangements were entered into in relation to the placement under LR 7.1A.
4. Apart from reasonable legal fees, no other fees or costs were incurred in connection with the issue.



**Wayne Longbottom**  
**Secretary**