



17 March 2015

**Company Announcements Office
Australian Securities Exchange Limited
Level 4, 20 Bridge Street
SYDNEY NSW 2000**

ANNOUNCEMENT OF CAPITAL RAISING

At the general meeting of shareholders of Goldminex Resources Limited (**Goldminex** or **the Company**) held on 16 March 2015, all resolutions were approved, including those relating to the Enzumo acquisition and the 10:1 consolidation of the Company's issued share capital (**Consolidation**). In accordance with the ASX Listing Rules, the ASX has at the Company's request suspended trading in the Company's securities pending its re-compliance with the admission requirements of the ASX Listing Rules.

The Company is pleased to announce that the Company will be seeking to raise \$5.25 million to complete the acquisition of the Enzumo Group and develop the Enzumo business, pursuant to a prospectus to be lodged later this week with the Australian Securities and Investments Commission and ASX.ⁱ

The offer will be structured as follows:

1. a pro rata non-renounceable entitlement offer of one new share (post-Consolidation) (**New Share**) for every share held by eligible shareholders at an issue price of 20 cents per New Share (**Entitlement Offer**); and
2. an offer of New Shares at an issue price of 20 cents per New Share (**General Offer**),

to raise a total of \$5.25 million (being both the minimum and maximum subscription).

The anticipated timetable for the capital raising and the Consolidation is as follows:

General Meeting held at which all Acquisition Resolutions were approved	16 March 2015
Lodgement of Prospectus with ASX and ASIC	19 March 2015
General Offer opens	20 March 2015
Record date for the Consolidation	20 March 2015
Notices of revised, post-Consolidation holdings sent to Shareholders	27 March 2015
Notice of Entitlement Offer details sent to Shareholders	31 March 2015
Ex Date (Entitlement Offer) *	1 April 2015
Record Date to identify Eligible Shareholders entitled to participate in Entitlement Offer	7 April 2015
Prospectus despatched to Eligible Shareholders	9 April 2015
Entitlement Offer opens	9.00 am (Sydney time), 9 April 2015
Offers close	5.00 pm (Sydney time), 23 April 2015

Company notifies ASX of under subscriptions (Entitlement Offer)	28 April 2015
Expected allotment date	30 April 2015
Expected date for despatch of holding statements	4 May 2015
Re-quotation of Shares (including New Shares) on ASX	5 May 2015

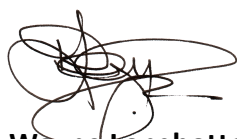
* Please note that trading in Shares will be suspended until the Company re-complies with the admission requirements of the ASX Listing Rules. Hence Shares will not be quoted on an "ex" basis, nor on a deferred settlement basis (as would normally be the case the next business day after the offer closes)

This timetable is indicative only. Subject to the ASX Listing Rules, the Directors reserve the right to vary these dates at their discretion. Should this occur, then the variation will have a consequential effect on the anticipated date of issue and re-quotation of the New Shares.

An Appendix 3B in relation to the Entitlement Offer is attached.

As required by Listing Rule 3.10.3, the following information is provided in relation to the General Offer:

- the class of securities to be issued is fully paid ordinary shares (on a post-Consolidation basis);
- the maximum number of shares to be issued under the General Offer is 26,250,000 New Shares less the number of New Shares issued under the Entitlement Offer;
- each New Share will rank equally with and be issued on the same terms as those quoted fully paid ordinary shares already issued by the Company;
- the issue price is A\$0.20 per New Share;
- the purpose of the issue is to raise funds which will be applied to complete the acquisition of Enzumo, business and market development, product development, working capital and costs of the offers, and as part of the Company's re-compliance with Chapters 1 and 2 of the ASX Listing Rules; and
- at the general meeting held on 16 March 2015, shareholders passed resolutions approving the issue of up to 25,000,000 shares under the Prospectus, including the participation of specified related parties in the capital raising.



Wayne Longbottom
Secretary

ⁱ The issuer of New Shares under the Prospectus is Goldminex Resources Limited ACN 119 383 578. A Prospectus for the New Shares will be made available when the New Shares are offered. The Prospectus is expected to be available on 19 March 2015 (by download from both the ASX website (at www.asx.com.au) and Goldminex's website (at www.goldminex.com.au)), and is expected to be mailed to eligible shareholders (together with personalised entitlement and acceptance forms) on 9 April 2015. A person should consider the Prospectus in deciding whether to acquire New Shares offered under the Prospectus. Any person that wants to acquire New Shares offered under the Prospectus will need to complete an application form that will be in or will accompany the Prospectus.

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

Goldminex Resources Limited

ABN

62 119 383 578

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|---|--|
| 1 | +Class of +securities issued or to be issued | Ordinary shares |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | <p>Up to 12,279,387 fully paid ordinary shares may be issued under the pro rata non-renounceable rights issue (on a post 10:1 consolidation basis as announced on 13 March 2015).</p> <p>NB The prospectus for the capital raising announced on 17 March 2015 is also expected to contain a general offer of 26,250,000 fully paid ordinary shares, less the number of ordinary shares issued under the rights issue (on a post 10:1 consolidation basis). These shares are not the subject of this Appendix 3B.</p> |

3	Principal terms of the +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion)	Fully paid ordinary shares
4	<p>Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?</p> <p>If the additional +securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	Yes
5	Issue price or consideration	\$0.20
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	<ul style="list-style-type: none"> • cash component of purchase price for the Enzumo group • business and market development • product development • working capital • costs of the offers
6a	<p>Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	Yes

+ See chapter 19 for defined terms.

6b	The date the security holder resolution under rule 7.1A was passed	26 November 2014
6c	Number of +securities issued without security holder approval under rule 7.1	None
6d	Number of +securities issued with security holder approval under rule 7.1A	None
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	None
6f	Number of +securities issued under an exception in rule 7.2	Up to 12,279,387 fully paid ordinary shares (on a post 10:1 consolidation basis)
6g	If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.	N/A
6h	If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/A
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	LR 7.1: 1,491,908 LR 7.1A <u>127,939</u> Total 1,619,847 on a post 10: consolidation basis
7	+Issue dates Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A. Cross reference: item 33 of Appendix 3B.	30 April 2015

8	Number and ⁺ class of all ⁺ securities quoted on ASX (including the ⁺ securities in section 2 if applicable)	Number	⁺ Class
		24,558,774 (on a post 10:1 consolidation basis)	Fully paid ordinary shares
9	Number and ⁺ class of all ⁺ securities not quoted on ASX (including the ⁺ securities in section 2 if applicable)	Number	⁺ Class
		200,000 (on a post 10:1 consolidation basis)	Options over ordinary shares with an exercise price of \$0.30 expiring 23/2/2018 (on a post 10:1 consolidation basis)
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	The Company does not currently have a dividend policy.	

Part 2 - Pro rata issue

11	Is security holder approval required?	No
12	Is the issue renounceable or non-renounceable?	Non-renounceable
13	Ratio in which the ⁺ securities will be offered	One (1) new share for every one (1) share held on the record date (on a post 10:1 consolidation basis)
14	⁺ Class of ⁺ securities to which the offer relates	Fully paid ordinary shares
15	⁺ Record date to determine entitlements	7 April 2015
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A
17	Policy for deciding entitlements in relation to fractions	Round up to the nearest whole number

⁺ See chapter 19 for defined terms.

18	Names of countries in which the entity has security holders who will not be sent new offer documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	No offers will be made outside of Australia and New Zealand
19	Closing date for receipt of acceptances or renunciations	23 April 2015
20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	N/A
25	If the issue is contingent on security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	9 April 2015
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	17 March 2015
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A

- 30 How do security holders sell their entitlements *in full* through a broker? N/A
- 31 How do security holders sell *part* of their entitlements through a broker and accept for the balance? N/A
- 32 How do security holders dispose of their entitlements (except by sale through a broker)? N/A
- 33 ⁺Issue date 30 April 2015

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

- 34 Type of ⁺securities
(tick one)
- (a) ☐ ⁺Securities described in Part 1
- (b) ☐ All other ⁺securities
Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

- 35 ☐ If the ⁺securities are ⁺equity securities, the names of the 20 largest holders of the additional ⁺securities, and the number and percentage of additional ⁺securities held by those holders
- 36 ☐ If the ⁺securities are ⁺equity securities, a distribution schedule of the additional ⁺securities setting out the number of holders in the categories
- 1 - 1,000
 - 1,001 - 5,000
 - 5,001 - 10,000
 - 10,001 - 100,000
 - 100,001 and over

⁺ See chapter 19 for defined terms.

37 ☐ A copy of any trust deed for the additional +securities

Entities that have ticked box 34(b)

38 Number of +securities for which +quotation is sought

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39 +Class of +securities for which quotation is sought

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40 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?

If the additional +securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

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41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another +security, clearly identify that other +security)

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42 Number and +class of all +securities quoted on ASX (including the +securities in clause 38)

Number	+Class

Quotation agreement

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

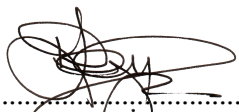
Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:


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(Company secretary)

Date: 17 March 2015

Print name: Wayne Longbottom

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+ See chapter 19 for defined terms.

Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
Insert number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	11,279,387 (being 112,793,878 ordinary shares converted to 11,279,387 ordinary shares on a post 10:1 consolidation basis)
Add the following: <ul style="list-style-type: none"> • Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2 • Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval • Number of partly paid +ordinary securities that became fully paid in that 12 month period Note: <ul style="list-style-type: none"> • <i>Include only ordinary securities here – other classes of equity securities cannot be added</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	
Subtract the number of fully paid +ordinary securities cancelled during that 12 month period	
“A”	11,279,387

+ See chapter 19 for defined terms.

Step 2: Calculate 15% of “A”	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
Multiply “A” by 0.15	1,691,908
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used	
Insert number of ⁺ equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued: <ul style="list-style-type: none"> Under an exception in rule 7.2 Under rule 7.1A With security holder approval under rule 7.1 or rule 7.4 Note: <ul style="list-style-type: none"> <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	200,000 (being 2,000,000 unlisted options issued on 23 February 2015 with an exercise price of 3.0 cents per share and expiry date of 23 February 2018 converted to 200,000 unlisted options with an exercise price of \$0.30 per share on post 10:1 consolidation basis)
“C”	200,000
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	
“A” x 0.15 <i>Note: number must be same as shown in Step 2</i>	1,691,908
Subtract “C” <i>Note: number must be same as shown in Step 3</i>	200,000
Total [“A” x 0.15] – “C”	1,491,908 <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

+ See chapter 19 for defined terms.

Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	11,279,387 (being 112,793,878 ordinary shares converted to 11,279,387 ordinary shares on a post 10:1 consolidation basis)
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	1,127,939
Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
Insert number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A Notes: <ul style="list-style-type: none"> • <i>This applies to equity securities – not just ordinary securities</i> • <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	1,000,000 (being 10,000,000 ordinary shares issued on 23 February 2015 at an issue price of 2 cents per share converted to 1,000,000 ordinary shares on a post 10:1 consolidation basis)
“E”	1,000,000

+ See chapter 19 for defined terms.

Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A	
“A” x 0.10 <i>Note: number must be same as shown in Step 2</i>	1,127,939
Subtract “E” <i>Note: number must be same as shown in Step 3</i>	1,000,000
Total [“A” x 0.10] – “E”	127,939 <i>Note: this is the remaining placement capacity under rule 7.1A</i>

+ See chapter 19 for defined terms.