



29 March 2016

ASX Release

Unity Mining Limited
ABN 61 005 674 073

Corporate Details:

ASX Code: UML

Issued capital:

1,143M Ordinary Shares
 2.34M Unlisted Perf. Rights
 43.2M Unlisted Options

Directors:

Non-Executive Chairman:
 Clive Jones

Acting Managing Director:
 Frank Terranova

Non-Executive Director:
 Gary Davison

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**SECTION 249D NOTICE;
 SCHEME OF ARRANGEMENT WITH DIVERSIFIED**

Unity Mining Limited (ASX : UML; "Unity") advises that it has received a request to convene a shareholders meeting pursuant to section 249D of the Corporations Act to consider resolutions that would alter the membership of the Unity Board of Directors.

The request has been made by the 18.2% shareholder Brahman Pure Alpha Pte Ltd (**Brahman**) which proposes resolutions relating to:

- 1 The potential removals of Mr Clive Jones (Chairman) and Mr Gary Davison (Non-Executive Director) as Directors; and
- 2 The potential appointments of Mr Richard Baumfield and Mr Tony Wolfe as Directors.

If the resolutions are approved, then the Board would comprise a majority of the new nominees (Mr Baumfield and Mr Wolfe) together with Mr Frank Terranova (Acting Managing Director).

Meetings of Unity shareholders to consider a proposed capital return and scheme of arrangement (the **Transaction**), whereby Diversified Minerals Pty Ltd would acquire all the shares in Unity, are scheduled to be held on Thursday 31 March 2016.

As previously announced to ASX, Brahman has previously verbally advised that it intends to vote its shareholding against the scheme of arrangement and capital reduction resolutions. However, Brahman's voting intentions are not absolute. Brahman has not lodged any proxy forms at this point in time, and it is open to Brahman to vote at the shareholder meetings in a different manner to its stated current intentions position.

The Unity Directors continue to unanimously recommend that Unity shareholders VOTE IN FAVOUR of both the capital return and the scheme of arrangement in the absence of a superior proposal.

Brahman has not provided or sought to engage with Unity on any alternative proposal to the Transaction and the Unity Directors highlight that the section 249D notice provided by Brahman does not represent a competing proposal.

The Unity Directors reiterate that the announcement of the Transaction followed a publicly announced detailed strategic review undertaken by Unity to examine all alternatives to maximise shareholder value, including Unity continuing as a standalone entity.

If the capital reduction and scheme resolutions are approved by shareholders then the section 249D notice will be of no practical effect and the requested meeting will not proceed.

If the Transaction does not proceed then Unity shareholders will be provided more information regarding the proposed meeting to consider the composition of the Unity Board in due course.

For further information contact

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