

# Appendix 3C

## Announcement of buy-back (except minimum holding buy-back)

Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001, 11/01/10

Name of entity	ABN/ARSN
Parker Resources NL ( <b>Company</b> )	80 148 142 634

We (the entity) give ASX the following information.

### Information about buy-back

1	Type of buy-back	Selective buy-back
2	<sup>+</sup> Class of shares/units which is the subject of the buy-back (eg, ordinary/preference)	Ordinary shares
3	Voting rights (eg, one for one)	One for one, with partly paid shares holding pro-rata voting rights depending on the proportion to which they have been paid up
4	Fully paid/partly paid (and if partly paid, details of how much has been paid and how much is outstanding)	Partly paid shares (\$0.0001 paid of \$0.20)
5	Number of shares/units in the <sup>+</sup> class on issue	Up to 8,000,000
6	Whether shareholder/unitholder approval is required for buy-back	Shareholder approval is required
7	Reason for buy-back	As stated in the Company's announcement of 24 July 2014, in order to undertake a proposed transaction to acquire insurance assets, the Company must convert from a public no liability company, to a public limited liability company ( <b>Change of Status</b> ). In order to complete such a conversion, the Company may not have any partly paid shares on issue. Accordingly, the Company is undertaking this buy-back of any partly paid shares that are not fully paid on or before the date of shareholder approval to the buy-back ( <b>Buy-Back</b> ) and will cancel those partly paid shares bought back.

<sup>+</sup> See chapter 19 for defined terms.

8	Any other information material to a shareholder's/unitholder's decision whether to accept the offer (eg, details of any proposed takeover bid)	The Company is also seeking shareholder approval to issue replacement partly paid shares to those shareholders from which the partly paid shares are bought back post Change of Status.
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### On-market buy-back

9	Name of broker who will act on the company's behalf	N/A
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10	Deleted 30/9/2001.	
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11	If the company/trust intends to buy back a maximum number of shares - that number  <small>Note: This requires a figure to be included, not a percentage.</small>	N/A
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12	If the company/trust intends to buy back shares/units within a period of time - that period of time; if the company/trust intends that the buy-back be of unlimited duration - that intention	N/A
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13	If the company/trust intends to buy back shares/units if conditions are met - those conditions	N/A
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### Employee share scheme buy-back

14	Number of shares proposed to be bought back	N/A
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15	Price to be offered for shares	N/A
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### Selective buy-back

16	Name of person or description of class of person whose shares are proposed to be bought back	<p>Up to 2,000,000 from Adam Davey and Marissa Davey &lt;The Davey Super Fund A/C&gt;</p> <p>Up to 2,000,000 from Adam Davey &lt;Shenton Park Investment A/C&gt;</p> <p>Up to 2,000,000 from Inswinger Holdings Pty Ltd</p> <p>Up to 2,000,000 from Inswinger Holdings Pty Ltd &lt;Keidon Superannuation A/C&gt;</p>
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17	Number of shares proposed to be bought back	Up to 8,000,000
18	Price to be offered for shares	Non-cash consideration, being the issue of the replacement partly paid shares post Change of Status

### Equal access scheme


19	Percentage of shares proposed to be bought back	N/A
20	Total number of shares proposed to be bought back if all offers are accepted	N/A
21	Price to be offered for shares	N/A
22	+Record date for participation in offer <small>Cross reference: Appendix 7A, clause 9.</small>	N/A

### Compliance statement

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

*or, for trusts only:*

1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the trust's constitution, relevant to this buy-back.
2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Sign here:  Date: 25 July 2014  
 (Director/Company secretary)  
 Print name: Julia Beckett

<sup>+</sup> See chapter 19 for defined terms.