



5 August 2014

## FULLY UNDERWRITTEN RIGHTS ISSUE TO RAISE \$542,530

- 1 for 4 fully underwritten, non-renounceable rights issue
- Approximately 27,126,491 new shares at \$0.02 per new share
- Rights Issue to raise approximately \$542,530 to fund the necessary due diligence of Mpire Media business acquisition and for general working capital
- Fully underwritten by CPS Capital Group Pty Ltd

Lithex Resources Limited (ASX:LTX) (“the Company”) announces, a fully underwritten, non-renounceable rights issue to shareholders on the basis of one (1) share for every four (4) shares held at 5:00pm WST on 19 August 2014 (“**Record Date**”) at a price of \$0.02 each (“**Rights Issue**”).

The Rights Issue is non-renounceable and is available to all shareholders of the Company whose details appear on the Company’s register of shareholders as at the Record Date with a registered address in Australia, New Zealand, the British Virgin Islands, Hong Kong, Malaysia, Singapore or Sri Lanka and are otherwise eligible under all applicable securities laws to receive an offer of shares under the Rights Issue (“**Eligible Shareholders**”).

The maximum number of shares which may be issued under the Rights Issue is 27,126,491 to raise approximately \$542,530 (before costs). As announced on 10 July 2014, the Company entered into a binding Heads of Agreement with Livelynk Group Pty Limited and Zhenya Holdings Pty Limited to acquire the Mpire Media business (“**Mpire Media**”), which is an established performance-based marketing business functioning at the forefront of the internet arena with operations across key sectors, and international reach to over 180 countries and regions built upon its industry leading software platform, nxus. Funds raised from the Rights Issue are intended to be used to fund necessary due diligence of Mpire Media and for general working capital.

The Rights Issue is fully underwritten by CPS Capital Group Pty Ltd (ACN 118 115 834 and holder of Australia Financial Services Licence No 298311), who will receive an underwriting fee of approximately \$32,552 (being 6% of the underwritten amount).

Shares issued under the rights issue will rank equally with existing shares and the Company will apply for official quotation of the shares.

Option holders are not entitled to participate in the Rights Issue without first exercising their options to be registered as a Shareholder on the Record Date, in accordance with the terms and conditions of the options.

A prospectus will be issued by the Company for the Rights Issue (“**Prospectus**”). Further information on the Rights Issue (including the timetable) will be set out in the Prospectus which is intended to be dispatched to shareholders on 22 August 2014.

The timetable for the Rights Issue is as follows:

Event	Date
Lodgement of Prospectus with ASIC	5 August 2014
Lodgement of Prospectus with ASX	5 August 2014
Announcement of Offer (Appendix 3B)	5 August 2014
Notice of Offer sent to Option holders	5 August 2014
Notice of Offer sent to Shareholders	8 August 2014
Last date to purchase Shares on market to participate in the Offer	14 August 2014
"Ex" Date (Date from which securities commence trading without the entitlement to participate in the Offer) <sup>1</sup>	15 August 2014
Record Date (5:00pm (WST)) (Date for determining entitlements of Eligible Shareholders to participate in the Offer) <sup>2</sup>	19 August 2014
Prospectus and Entitlement and Acceptance Form dispatched to Shareholders and announces that this has occurred	22 August 2014
Opening Date	25 August 2014
Last day to extend the Offer closing date	5 September 2014
Closing Date 5:00pm (EST)	10 September 2014
Securities quoted on a deferred basis	11 September 2014
Notification to ASX of under subscriptions	15 September 2014
Issue Date	16 September 2014
Mailing of Holding Statements <sup>3</sup>	16 September 2014
Normal ASX trading of New Shares commences	17 September 2014
Issue of New Shares to Underwriter	1 October 2014

**Notes:**

1. Shareholders should consult their brokers or professional advisers in regards to the definition of "Ex" Date to ensure that their entitlement is assured.
2. Shareholders should consult their brokers or professional advisers in regards to the definition of "Record Date" to ensure that their entitlement is assured.
3. It is the responsibility of Applicants to determine their allocation prior to trading in the New Shares. Applicants who sell New Shares before they receive their holdings statements will do so at their own risk.

These dates are indicative only and may be subject to change. Subject to the Listing Rules and other applicable Laws, the Directors reserve the right to vary the dates of the Offer. The Directors also reserve the right not to proceed with the whole or part of the Offer.

The proposed capital structure post Rights Issue is as follows:

	Number of Shares	Number of Options
Balance at the date of this Prospectus	108,505,967	60,412,754 <sup>2</sup>
To be issued under the Offer	27,126,491 <sup>1</sup>	-
<b>Balance after the Offer and Placement (if fully subscribed)</b>	<b>135,632,458</b>	<b>60,412,754</b>

**Notes:**

1. *The number of Shares to be issued under the Offer assumes that no Options are exercised before the Record Date.*
2. *The Options comprise of:*
  - (a) *36,882,754 Listed Options exercisable at \$0.08 on or before 31 December 2015,*
  - (b) *1,000,000 Options exercisable at \$0.20 on or before 31 March 2015;*
  - (c) *3,500,000 Options exercisable at \$0.20 on or before 10 May 2016;*
  - (d) *7,130,000 Options exercisable at \$0.20 on or before 30 June 2015;*
  - (e) *1,000,000 Options exercisable at \$0.30 on or before 30 June 2015;*
  - (f) *250,000 Options exercisable at \$0.25 on or before 12 June 2015;*
  - (g) *250,000 Options exercisable at \$0.25 on or before 12 December 2015;*
  - (h) *400,000 Options exercisable at \$0.15 on or before 29 May 2015; and*
  - (i) *10,000,000 Options exercisable at \$0.16 on or before 31 December 2016.*

**For Further Information Contact:**

**Peter Webse**

Company Secretary

Lithex Resources Limited

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