

**ASX Code: CHK** 

TO: COMPANY ANNOUNCEMENTS OFFICE

**ASX LIMITED** 

**DATE:** 14 AUGUST 2014

### NON-RENOUNCEABLE RIGHTS ISSUE REVISED TIMETABLE & APPENDIX 3B

Cohiba Minerals Limited (ASX: CHK) ("the Company") refers to its previous announcements regarding the non-renounceable rights issue.

Further to recent correspondence between the Company and the Australian Securities and Investments Commission ("ASIC") concerning the proposed rights issue, the Company proposes to make a number of variations to the Offer Document. The Company has received advice that ASIC has no further comments on the issue at this time.

In addition the Directors of the Company are reviewing the Company' capital raising strategy to meet the Company's funding requirements in light of the delay in undertaking the rights issue and the changed market situation.

To allow time to finalise the revised Offer Document and for the Directors to complete their review, the Company has decided to extend a number of key dates relating to the issue and the revised timetable is set out below:

#### **Timetable**

Event	Date
Announcement of the Offer, lodgement of Appendix 3B and Offer Document with the ASX	23 July 2014
Notice sent to shareholders containing information required by Appendix 3B	24 July 2014
Existing Shares quoted on "ex" basis	28 July 2014
Record Date to determine Entitlements under the Offer	30 July 2014
(Record Date)	5:00pm (AEST)
Lodgement of section 708AA notice with the ASX	31 July 2014
Lodgement of further section 708AA notice with the ASX	21 August 2014
Offer Document and Entitlement and Acceptance Form	22 August 2014
despatched to Eligible Shareholders ( <b>Opening Date</b> )	9:00am (AEST)
Last day to extend offer	2 September 2014
Final date and time for receipt of acceptance	5 September 2014
and payment in full (Closing Date)	5:00pm (AEST)

New Shares quoted on a deferred settlement basis	8 September 2014
Company to notify ASX of under subscriptions	10 September 2014
Despatch of transaction confirmation statements (holding statements) ( <b>Issue Date</b> )	12 September 2014
Deferred settlement trading ends	12 September 2014
Date of quotation of New Shares issued under the Rights Issue	15 September 2014

A revised Appendix 3B is attached.

The timetable is subject to change and is indicative only. The Company reserves the right to amend the timetable including, subject to the Corporations Act and the ASX Listing Rules, extending the Closing Date. The date that the New Shares are expected to commence trading on the ASX may vary with any change to the Closing Date.

The Company reserves the right not to proceed with the whole or part of the Offer at any time prior to the issue date. In that event, application monies will be refunded in full without interest.

#### David Herszberg Chairman



Rule 2.7, 3.10.3, 3.10.4, 3.10.5

## **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.

 $Introduced \ o1/o7/96 \ \ Origin: Appendix 5 \ \ Amended \ o1/o7/98, \ o1/o9/99, \ o1/o7/o0, \ 30/o9/o1, \ 11/o3/o2, \ o1/o1/o3, \ 24/10/o5, \ o1/o8/12, \ o4/o3/13$ 

name c	or entity	
СОНІВ	A MINERALS LIMITED	
ABN <b>72 14</b> 9	9 026 308	
We (t	he entity) give ASX the following	g information.
	1 - All issues ust complete the relevant sections (attack	h sheets if there is not enough space).
1	<sup>+</sup> Class of <sup>+</sup> securities issued or to be issued	ORDINARY SHARES (ASX: CHK)
2	Number of *securities issued or to be issued (if known) or maximum number which may be issued	20,987,500 ORDINARY SHARES
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

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

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

ORDINARY SHARES WILL RANK EQUALLY WITH ORDINARY SHARES ALREADY ON ISSUE

5 Issue price or consideration

3 CENTS (\$0.03) CASH PER SHARE PAYABLE IN FULL ON APPLICATION.

6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)

FUNDS RAISED MAY BE USED TO PAY FOR:

- CORPORATE & ADMINISTRATIVE COSTS;
- DUE-DILIGENCE COSTS FOR THE PROPOSED INVESTMENT IN LATIN URANIUM SRL ("LATIN") (REFER TO ASX ANNOUNCEMENT RELEASED ON 30/06/2014);
- ACQUSITION OF 15% OF LATIN;
- ACQUISITION OF OTHER INVESTMENTS; OR
- PAYMENT OF EXPLORATION EXPENDITURE.
- 6a Is the entity an \*eligible entity that has obtained security holder approval under rule 7.1A?

If Yes, complete sections 6b – 6h in relation to the \*securities the subject of this Appendix 3B, and comply with section 6i

6b The date the security holder resolution under rule 7.1A was passed

6c Number of \*securities issued without security holder approval under rule 7.1

NO

N/A

N/A

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

6d	Number of *securities issued with security holder approval under rule 7.1A	N/A
6e	Number of *securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	N/A
6f	Number of *securities issued under an exception in rule 7.2	N/A
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	N/A
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.	12 SEPTEMBER 2014

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

		Number	+Class
8	Number and *class of all *securities quoted on ASX (including the *securities in section 2 if applicable)	41,975,000	ORDINARY SHARES
		Number	+Class
9	Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)	N/A	N/A
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	DIVIDENDS WILL DEPE	S NOT YET HAVE A PAYMENT OF FUTURE ND UPON THE FUTURE NANCIAL POSITION OF
Part	2 - Pro rata issue		
11	Is security holder approval required?	NO	
12	Is the issue renounceable or non-	NON-RENOUNCEABLE	
12	renounceable?	NON-RENOUNCEABLE	
	Datio in which the teasurities	ONE NEW CHARE SO	ND EVEDY ONE CHASE
13	Ratio in which the *securities will be offered	HELD ON THE RECORD	DR EVERY ONE SHARE DATE
14	<sup>+</sup> Class of <sup>+</sup> securities to which the offer relates	ORDINARY SHARES	
15	<sup>+</sup> Record date to determine entitlements	30 JULY 2014	
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?		
17	Policy for deciding entitlements in relation to fractions	N/A	

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

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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.	ALL COUNTRIES IN WHICH THE ENTITY HAS SECURITY HOLDERS EXCEPT AUSTRALIA AND NEW ZEALAND
19	Closing date for receipt of acceptances or renunciations	5 SEPTEMBER 2014
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	FOXFIRE CAPITAL PTY LTD WILL PLACE THE SHORTFALL (IF ANY) ON A BEST ENDEAVOURS BASIS. MR PAT VOLPE, A DIRECTOR AND SUBSTANTIAL SHAREHOLDER OF THE COMPANY, IS A SHAREHOLDER OF, AND CONSULTANT TO, FOXFIRE CAPITAL PTY LTD.
23	Fee or commission payable to the broker to the issue	5% (PLUS GST) OF THE AMOUNT OF ANY SHORTFALL PLACED.
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	22 AUGUST 2014
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	N/A
28	Date rights trading will begin (if applicable)	N/A

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

#### Appendix 3B New issue announcement

29	Date applic	rights trading will end (if cable)	N/A
30		do security holders sell entitlements <i>in full</i> through ker?	N/A
31			N/A
32	of the	do security holders dispose eir entitlements (except by hrough a broker)?	N/A
33	<sup>+</sup> Issue	e date	12 SEPTEMBER 2014
34 (a)	(tick	one)	.1
34		of <sup>+</sup> securities one)	
(a)	Χ	+Securities described in Part	1
(b)		All other *securities	nd of the escrowed period, partly paid securities that become fully paid,
		•	en restriction ends, securities issued on expiry or conversion of convertible
Entiti	es tha	t have ticked box 34(a)	
Addit	ional	securities forming a new	v class of securities
Tick to docum		e you are providing the informat	ion or
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 additiona +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		

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

37	A copy of any trust deed for the additional *securities		
Entitie	es that have ticked box 34(b)		
38	Number of *securities for which *quotation is sought		
39	<sup>+</sup> Class of <sup>+</sup> securities for which quotation is sought		
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		
	<ul> <li>the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>		
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)		
		Number	+Class
42	Number and *class of all *securities quoted on ASX (including the *securities in clause 38)	TAUTIDE	Ciass

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

#### **Quotation agreement**

- <sup>†</sup>Quotation of our additional <sup>†</sup>securities is in ASX's absolute discretion. ASX may quote the <sup>†</sup>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.
- 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.
- 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.

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<sup>+</sup> 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		
Add the following:		
Number of fully paid <sup>+</sup> ordinary securities issued in that 12 month period under an exception in rule 7.2		
Number of fully paid <sup>+</sup> ordinary securities issued in that 12 month period with shareholder approval		
Number of partly paid <sup>+</sup> ordinary securities that became fully paid in that 12 month period		
Note: Include only ordinary securities here — other classes of equity securities cannot be added Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed It may be useful to set out issues of securities on different dates as separate line items		
<b>Subtract</b> the number of fully paid <sup>+</sup> ordinary securities cancelled during that 12 month period		
"A"		

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

Step 2: Calculate 15% of "A"	
"B"	0.15
	[Note: this value cannot be changed]
<b>Multiply</b> "A" by 0.15	
Step 3: Calculate "C", the amount of 7.1 that has already been used	of placement capacity under rule
Insert number of *equity securities issued or agreed to be issued in that 12 month period not counting those issued:	
<ul> <li>Under an exception in rule 7.2</li> </ul>	
Under rule 7.1A	
<ul> <li>With security holder approval under rule 7.1 or rule 7.4</li> </ul>	
<ul> <li>Note:</li> <li>This applies to equity securities, unless specifically excluded – not just ordinary securities</li> <li>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</li> <li>It may be useful to set out issues of securities on different dates as separate line items</li> </ul>	
"C"	
Step 4: Subtract "C" from ["A" x "E placement capacity under rule 7.1  "A" x 0.15  Note: number must be same as shown in Step 2	3"] to calculate remaining
Subtract "C"	
Note: number must be same as shown in Step 3	
<b>Total</b> ["A" x 0.15] – "C"	
	[Note: this is the remaining placement

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

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#### Part 2

Rule 7.1A – Additional placement capacity for eligible entities		
Step 1: Calculate "A", the base figure capacity is calculated	ure from which the placement	
"A"		
Note: number must be same as shown in Step 1 of Part 1		
Step 2: Calculate 10% of "A"		
"D"	0.10	
	Note: this value cannot be changed	
<b>Multiply</b> "A" by 0.10		
Step 3: Calculate "E", the amount of placement capacity under rule 7.1A that has already been used		
Insert number of <sup>+</sup> equity securities issued or agreed to be issued in that 12 month period under rule 7.1A		
<ul> <li>Notes:</li> <li>This applies to equity securities – not just ordinary securities</li> <li>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</li> <li>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</li> <li>It may be useful to set out issues of securities on different dates as separate line items</li> </ul>		

<sup>+</sup> 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		
Note: number must be same as shown in Step 2		
Subtract "E"		
Note: number must be same as shown in Step 3		
<b>Total</b> ["A" x 0.10] – "E"		
	Note: this is the remaining placement capacity under rule 7.1A	

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