



23 NOVEMBER 2016

ASX CODE: KAS

**OUR PRIME COMMODITY IS
TIN**

LME TIN PRICE (22/11/16)

USD 21,445 / t
(CASH BUYER)

ABOUT KASBAH

KASBAH IS AN AUSTRALIAN LISTED MINERAL EXPLORATION AND DEVELOPMENT COMPANY.

THE ATLAS TIN JOINT VENTURE (KASBAH 75%, TOYOTA TSUSHO CORP 20% AND NITTETSU MINING CO. LTD 5%) IS ADVANCING THE ACHMMACH TIN PROJECT IN THE KINGDOM OF MOROCCO TOWARDS PRODUCTION.

PROJECTS

ACHMMACH TIN PROJECT (75% KAS)

BOU EL JAJ TIN PROJECT (100% KAS)

CAPITAL STRUCTURE

SHARES ON ISSUE:	556 M
UNLISTED OPTIONS:	0.5 M
CASH @ 30/09/16	\$0.9 M

MAJOR SHAREHOLDERS

WORLD BANK (IFC)	17.7%
AFRICAN LION GROUP	15.7%
THAISARCO	5.6%
TRAXYS	5.3%

CONTACTS

☎: + 61 8 9463 6651
✉: info@kasbahresources.com
🌐: www.kasbahresources.com
🐦: [@kasbahresources](https://twitter.com/kasbahresources)

KASBAH SHAREHOLDERS APPROVE SCHEME OF ARRANGEMENT

Kasbah Resources Limited (**Kasbah**) is pleased to announce that Kasbah shareholders today approved the scheme of arrangement by which Asian Mineral Resources Limited (**AMR**) will acquire all of the ordinary shares in Kasbah (**Scheme**).

In accordance with Listing Rule 3.13.2 and section 251AA of the *Corporations Act 2001* (Cth), a detailed report of the votes cast in respect to the resolution approving the Scheme is included as Appendix 1 to this announcement.

Although Kasbah shareholder approval has been obtained, the Scheme remains subject to a number of conditions as set out in the Scheme Implementation Agreement (a full copy of which is disclosed within the Scheme Booklet, which is available on the ASX website at www.asx.com.au and on Kasbah's website at www.kasbahresources.com), including:

- the Federal Court of Australia approving the Scheme of Arrangement (**Second Court Hearing**);
- ASX approval of the AMR Share CDIs and AMR Warrant CDIs for quotation on the official list of ASX; and
- the satisfaction or waiver of any remaining conditions.

Subject to all of the conditions in the Scheme Implementation Agreement being satisfied or waived, implementation of the transaction is expected to occur towards the end of December 2016 (see indicative timetable below).

Notice of Second Court Hearing Date

The Second Court Hearing will be held at 10.15am (WST) on Tuesday, 6 December 2016 at the Federal Court of Australia at Peter Durack Commonwealth Court Building, 1 Victoria Avenue, Perth, Western Australia 6000. Further details regarding the Second Court Hearing are included as Appendix 2 to this announcement.

The expected key dates for the implementation of the Scheme are set out below.

Indicative Timetable*

Event	Date
Court hearing for approval of the Scheme	6 December 2016
Effective Date of the Scheme	7 December 2016
Last date of trading of Kasbah Shares on ASX	7 December 2016
Record Date for determining entitlements to the Scheme Consideration	14 December 2016
Deadline for receipt of Election Forms from Kasbah Shareholders, electing to have their Scheme Consideration issued on the Canadian register.	5.00pm (WST) on 14 December 2016
Implementation Date for the Scheme and issue of the Scheme Consideration	21 December 2016
Despatch of holding statements and advices for AMR Securities issued under the Scheme	21 December 2016
AMR Share CDIs and AMR Warrant CDIs begin trading on ASX.	22 December 2016

* The above dates are indicative only and are subject to change. Any changes will be announced by Kasbah on the ASX.

On behalf of the Board



Wayne Bramwell
Managing Director

For further information please visit:

Or email:

Or follow us on Twitter:

www.kasbahresources.com

info@kasbahresources.com

@kasbahresources

Appendix 1 – Voting results of the Scheme Resolution:

The following statistics are provided in respect of the resolution passed by Kasbah’s Shareholders at the Scheme Meeting held today:

Resolution	Number of Votes			
	For	Against	Abstain	% For
Approval of Scheme	315,447,016	27,334,977	66,000	92.03%

For statutory disclosure purposes, details of proxy votes received prior to the proxy cut-off time were as follows:

Total number of proxy votes in respect of which the appointments specified that:	
(i) The proxy is to vote in favour of the resolution	310,083,873
(ii) The proxy is to vote against the resolution	26,866,065
(iii) The proxy is to abstain on the resolution	66,000
(iv) The proxy may vote at the proxy’s discretion	5,363,143
Total number of proxy votes received	342,379,081

Appendix 2 – Second Court Hearing:**Kasbah Resources Limited ACN 116 931 705****Notice of hearing to approve scheme of arrangement**

TO all the members of Kasbah Resources Limited ACN 116 931 705 (**Kasbah**).

TAKE NOTICE that at 10.15am on 6 December 2016, the Federal Court of Australia at Peter Durack Commonwealth Court Building, 1 Victoria Avenue, Perth, Western Australia 6000 will hear an application by Kasbah seeking the approval of a scheme of arrangement between Kasbah and its members as proposed by a resolution passed by the meeting of the members of Kasbah held on 23 November 2016.

If you wish to oppose the approval of the scheme of arrangement, you must file and serve on the plaintiff (being Kasbah) a notice of appearance, in the prescribed form, together with any affidavit on which you wish to rely at the hearing. The notice of appearance and affidavit must be served on Kasbah at its address for service at least one day before the date fixed for the hearing of the application.

The address for service of the plaintiff is c/o DLA Piper Australia, Level 31 Central Park, 152-158 St Georges Terrace, Perth, Western Australia 6000 (Attention: Scott Gibson). Alternatively, by email to scott.gibson@dlapiper.com.

This notice is given by DLA Piper Australia, solicitors for Kasbah.