



ASX Announcement
10 October 2017

UNMARKETABLE PARCEL SALE FACILITY

Cougar Metals NL (ASX: CGM) (**Company**) (ACN: 100 684 053) announces the Company is undertaking an unmarketable parcel sale facility for holders of unmarketable parcels of the Company's shares.

The ASX Listing Rules define an unmarketable parcel to include a parcel of shares with a market value of less than A\$500. Based on the last closing price of \$0.017 on 9 October 2017 (**Closing Price**) an unmarketable parcel of shares is any shareholding of 29,411 ordinary shares or less (**Closing Price**). As at 5pm WST on 9 October 2017 (**Record Date**) unmarketable parcel shares totaled 3,158,429 ordinary shares held by 364 shareholders (**Minority Members**)

The Company is offering this sale facility to assist holders of unmarketable parcels to sell shares without having to use a broker or pay brokerage. The Company will pay for all the costs of the sale for shareholders who use this facility, excluding tax consequences from the sale which remains the shareholder's responsibility.

The Company values all of its shareholders, however, it incurs significant administrative costs maintaining such a large number of unmarketable parcels. By facilitating this sale, the Company expects to reduce the administrative costs associated with maintaining a large number of very small holdings. Shareholders who own 29,412 shares or more will not be eligible to participate.

If Minority Members wish to sell shares through this facility, they do not need to take any action. If Minority Members **do not** wish to sell shares through this facility, they **must** complete and return the notice of retention form to the Company's share registry, Link Market Services, by 5:00 pm (WST) on 22 November 2017 (**Retention Date**).

Upon the sale of the unmarketable parcel shares by the appointed broker, proceeds shall be forwarded to eligible shareholders as soon as practicable.

Attached is a copy of the letter and the notice of retention form that is currently being mailed to shareholders that are holding an unmarketable parcel of shares on the Record Date.

Yours sincerely
COUGAR METALS NL

BRETT TUCKER
Company Secretary
Cougar Metals NL
Ground Floor 16 Ord Street
West Perth, WA, 6005

Dear Shareholder

IMPORTANT NOTICE – SALE OF YOUR UNMARKETABLE PARCEL OF SHARES

We are writing to advise you that Cougar Metals NL (**Company**) has established a share sale facility (**Facility**) for holders of parcels of Company shares with a market value of less than A\$500 as at close of trade on 9 October 2017 (**Unmarketable Parcels**). The Facility is being established in accordance with the ASX Listing Rules and the Company's Constitution.

The Company is offering the Facility to assist holders of Unmarketable Parcels to sell their shares. Holders of Unmarketable Parcels who take advantage of the Facility will have their shares sold without having to act through a broker or pay brokerage fees. The Company will also organise payment of the other costs associated with the sale and transfer (although any tax consequences from the sale of your shares will be your responsibility).

By facilitating the sale of unmarketable parcels the Company expects to reduce the administrative costs associated with maintaining a large number of small shareholdings.

Our records show that you held an Unmarketable Parcel of 29,411 shares or less based on the Company share price of \$0.017 as at close of trade on 9 October 2017 (**Record Date**). Unless you advise the Company that you do NOT wish to sell your shares through the Facility within six (6) weeks from the date of this letter, Company intends to sell your shares through the Facility. Payment will be sent to you following settlement of the sale or otherwise as soon as is practicable.

Please also note that the Company will not sell your shares in the event that a third party announces a takeover offer for the Company. Consistent with its continuous disclosure obligations, the Company may release to the ASX information that may be material to a shareholder's decision as to whether they wish to retain their shares. This information will, if released, be available on the ASX website www.asx.com.au (ASX code "CGM") and on the Company's website www.cgm.com.

What should you do?

If you do **NOT** wish to sell your shares through the Facility, you must complete and return the **attached** form to the address on the form so that it is received by 5:00pm (WST) on 22 November 2017. Please read the instructions on your personalised Share Retention Form carefully before completing it.

If you want to sell your shares through the Facility, you do not need to take any action. By refraining from taking any action, after the expiration of the time prescribed in the ASX Listing Rules, you will be deemed to have irrevocably appointed the Company as your agent:

- a) to sell all of your shares at a price to be determined by when and how the shares are sold and without any cost being incurred by you; and
- b) to deal with the proceeds of the sale as set out in the **attached** information sheet.

If you need help deciding what to do, or if you require information regarding the financial, legal or tax consequences of participating in the Facility you should consult your legal, financial or taxation adviser.

The **attached** information sheet sets out further details of the Facility, which you should read before making any decision.

If you have any queries about lodging your form or the practical operation of the Facility please contact the Company's share registry on telephone: 1300 992 916.

Yours sincerely

COUGAR METALS NL

1. WHAT IS AN UNMARKETABLE PARCEL OF SHARES?

An unmarketable parcel of shares is a holding of Company shares valued at less than A\$500 as at close of trade on the Record Date. Based on the price of Company shares at the Record Date, this is a holding of 29,411 shares or less.

2. WHAT PRICE WILL I RECEIVE FOR SHARES SOLD THROUGH THE FACILITY?

The price that you receive for your shares under the Facility will be determined by when and how the shares are sold. The Company may sell your shares on market or in any other way they consider fair and reasonable in the circumstances. If the shares are sold on market the price will depend on a number of factors, including market conditions at the time of sale. You will not have control over the time at which your shares are sold, the price you receive may be different from the price appearing in the newspaper or quoted by ASX on any day, may not be the best price on the day that your shares are sold and may be an average price per share based on the price obtained for all the shares sold under the Facility. If the Company sells your shares other than on market, the price will be the price that the Company has been able to negotiate with the acquirer or acquirers. In any event, the sale price will not be less than that price equal to the simple average of the last sale prices of the shares quoted on ASX for each of the ten trading days immediately preceding the date of any offer received by the Company.

3. WHAT IS THE PRICE OF COMPANY CAPITAL LIMITED SHARES?

The last sale price of Company shares on 9 October 2017 was A\$0.017. The share price changes frequently and more recent prices are available from the ASX website (www.asx.com.au) under the ASX code "CGM".

4. WHEN WILL THE PROCEEDS FROM THE SALE OF SHARES BE SENT TO ME?

Payment will be sent to you following settlement of the sale or otherwise as soon as is practicable. Payment will be made in Australian dollars by cheque. You will be notified by way of a transaction confirmation statement of the number of your shares sold, and the price and total sale proceeds. The cheque will be sent by post to your address as shown in the share register at the time the share sale payment is run.

5. IF I BUY MORE SHARES, WILL I RETAIN MY HOLDING?

Yes, the Company will treat any purchase of additional shares that increases the value of a Company shareholding to more than A\$500 as an indication that you do not want your shares to be sold through the Facility. For a purchase to be an effective notification that you wish to retain your shares, any additional shares purchased must be registered by 5:00pm (WST) on 22 November 2017 under the same name and address and with the same holder number (SRN or HIN) as set out in this letter.

6. WHAT IF MY SHARES ARE HELD IN A CHESS HOLDING?

If your Shares remain in a CHESS holding at 5:00pm (WST) on 22 November 2017, the Company may move those Shares to an issuer sponsored holding and the Shares will be sold through the Facility.

7. WHERE CAN I GET FURTHER INFORMATION?

If you have any questions concerning your shareholding or how the Facility will be administered, please contact the Company's share registry on telephone 1300 992 916.

8. IMPORTANT NOTES

The Company reserves the right to change any of the dates referred to in this letter by notice to the ASX.

The letter does not constitute advice nor a recommendation to buy, sell or hold shares nor that the Facility is the best way to sell Company shares.

If you are in any doubt about what to do, you should consult your legal, financial or taxation adviser.

NOTE:

If you currently have more than one holding on the Company share register, you may wish to consider amalgamating them. This may result in your amalgamated holding no longer being an Unmarketable Parcel. Under these circumstances your shares will not be sold as part of this Facility.

NOTICE OF RETENTION OF SHARES FORM

THIS DOCUMENT IS IMPORTANT. IF YOU ARE IN DOUBT AS TO HOW TO DEAL WITH IT, PLEASE CONTACT YOUR STOCK BROKER OR LICENSED PROFESSIONAL ADVISOR.

REGISTERED OFFICE:
GROUND FLOOR
16 ORD STREET
WEST PERTH WA 6005

COUGAR METALS NL

ACN: 100 684 053

SHARE REGISTRY:
Security Transfer Australia Pty Ltd

All Correspondence to:
PO Box 52
Collins Street West VIC 8007

T: 1300 992 916 F: +61 8 9315 2233
E: registrar@securitytransfer.com.au
W: www.securitytransfer.com.au

CGM «Sequence_number»

«Holder_name»
«Address_line_1»
«Address_line_2»
«Address_line_3»
«Address_line_4»
«Address_line_5»

Code:

Holder Number:

Shares Held on
Record Date 9 October 2017:

RETENTION OF SHARES CLOSING AT 5.00PM WST ON 22 NOVEMBER 2017

I/We the Shareholder(s) described above by signing this form, hereby give notice that I/we wish to retain my/our shareholding in COUGAR METALS NL, pursuant to Clause 2.10 of the Company's Constitution.

Security Holder(s) Signature(s). This section must be signed for your instructions to be executed.

Individual or Security Holder

Sole Director & Sole Company Secretary

Individual or Security Holder

Sole Director & Sole Company Secretary

Individual or Security Holder

Sole Director & Sole Company Secretary

Notes:

- For full details, please read the Notice dated 10 October 2017.
- If you wish to retain your shareholding in the Company, please sign this notice in the space provided and return it to the Company's share registry by 5:00pm (WST) **22 NOVEMBER 2017**.
- Notice in respect of a corporation must be executed in accordance with the constitution of that corporation.
- Notices signed under power of attorney or by the executor of an estate must be accompanied by a copy of that power or letters of administration, as the case may be, unless previously lodged for noting.
- In the case of holdings held by two or more persons, all holders must sign.

My/Our contact details in case of enquiries are:

NAME

TELEPHONE NUMBER

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EMAIL ADDRESS

**IF YOU WISH TO RETAIN YOUR SHARES
PLEASE RETURN THIS NOTICE TO THE COMPANY'S SHARE REGISTRY:**

Security Transfer Australia Pty Ltd

All Correspondence to:

PO Box 52

Collins Street West VIC 8007

Fax: +61 8 9315 2233

Email: registrar@securitytransfer.com.au

REGISTRY DATE STAMP

E & O.E.

PRIVACY STATEMENT

Personal information is collected on this form by Security Transfer Australia Pty Ltd as the registrar for securities issuers for the purpose of maintaining registers of security holders, facilitating distribution payments and other corporate actions and communications. Your personal details may be disclosed to related bodies corporate, to external service providers such as mail and print providers, or as otherwise required or permitted by law. If you would like details of your personal information held by Security Transfer Australia Pty Ltd or you would like to correct information that is inaccurate please contact them on the address on this form.