

ASX Announcement

24 June 2019



UNMARKETABLE PARCEL SHARE SALE

Caeneus Minerals Limited (ASX:CAD) (“Caeneus” or “the Company”), has established a Share Sale facility for holders of Unmarketable Parcels of shares in the Company (Facility).

The ASX Listing Rules defines an “Unmarketable Parcel” as those with a market value of less than \$500. As at market close on the 19 June 2019 (**Record Date**) an unmarketable parcel of shares in the Company is any shareholding of 499,999 ordinary shares or less, based on the closing price of \$0.001 per share. This represents 383,517,625 ordinary shares of the Company, held by 9,753 shareholders (**Sale Shares**).

Holders of Unmarketable Parcels who wish to retain their shares can either:

- a. Elect to retain their shares by returning the Share Sale Facility Form; or
- b. If they have multiple holdings, consolidate these under a single HIN/SRN such that the combined shareholding is greater than \$500; or
- c. Purchase additional shares under the same HIN/SRN such that their shareholding value is greater than \$500.

Any holders of Unmarketable Parcels who do not take one of the actions above will have their shares sold and the proceeds sent to them provided that the Company is able to arrange for the sale of the shares at or above the minimum price required by the Company's Constitution.

The Company is providing the Facility so that holders of Unmarketable Parcels can have their shares sold without incurring any brokerage or handling costs that could otherwise make a sale of their shares uneconomic and/or difficult. The Company will organise remittance of sale proceeds for those shareholders who participate in the Facility.

The Company values all of its shareholders, however by making this Facility available the Company expects to reduce the significant administrative costs associated with maintaining a large number of small holdings.

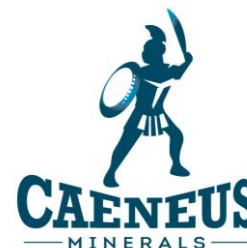
A summary of the key dates in relation to the Facility is as follows:

| Event | Date |
|---|----------------|
| Record Date for determining Unmarketable Parcels | 19 June 2019 |
| Announcement to ASX regarding Unmarketable Parcels | 24 June 2019 |
| Letters sent to shareholders holding Unmarketable Parcels | 26 June 2019 |
| Closing Date for receipt of Share Sale Facility Form | 16 August 2019 |

Attached is a copy of the letter that will be sent to all shareholders holding an Unmarketable Parcel of the Company's shares as at the Record Date.

For and on behalf of the board

Johnathon Busing
Company Secretary



Dear Shareholder

IMPORTANT NOTICE – INTENTION TO SELL SHARES OF LESS THAN MARKETABLE PARCEL

The Board of Directors of Caeneus Minerals Limited (**Company**) advises that the Company will commence the process for the sale of ordinary shares in the Company (**shares**) for holders who hold less than a marketable parcel (defined in the ASX Listing Rules as a parcel of securities of not less than \$500) (**Less Than Marketable Parcel**) (**Facility**).

This Facility applies to shareholders who at 5:00pm (AWST) on 19 June 2019 (**Record Date**) were holders of the Company's shares valued at less than \$500. Based on the closing price of the Company's shares on ASX of \$0.001 per share on the Record Date, a Less Than Marketable Parcel is any holding of 499,999 shares or less.

Our records show that you are the holder of a Less Than Marketable Parcel as at the Record Date and accordingly your shareholding falls within the scope of this Facility.

The Company is offering this Facility as it provides the following benefits:

- Holders of a Less Than Marketable Parcel can have their shares sold without incurring any brokerage or handling costs which, in proportion to the value of their holding, may otherwise render a sale unattractive or uneconomical; and
- The Company's expenses and administration involved in maintaining shareholdings of a Less Than Marketable Parcel is reduced.

If you Want Your Shares Sold

If you want your shares sold under the Facility and you want the proceeds of sale sent to you by cheque you need to do nothing.

If you would like for the proceeds of sale to be directly transferred to a bank account you need to complete and return the enclosed Share Sale Facility Form so it is received by 5:00pm (AWST) on the Closing Date. Please read the instructions on your Share Sale Facility Form carefully before completing it.

The Company is authorised under its Constitution to sell your shares following the Closing Date. Your shares will be pooled with other shares under this Facility and sold as soon as practicable after the Closing Date provided the Company is able to arrange for their sale at or above the minimum price required by the Constitution. Your shares will not be sold if the value of your shareholding has increased to \$500 or more on the Closing Date.

If you Want Your Proceeds Donated to Charity

The Company notes that for all shareholders the proceeds will be less than \$500 and for some shareholders the proceeds may be substantially less than that amount.

Accordingly, the Company would like to provide shareholders the option to choose to donate the proceeds of the sale of your shares to the Clontarf Foundation (**Clontarf**). Clontarf partners with organisations that believe in investing in the future of young aboriginal men to allow them to not only better their own lives but to benefit local and broader communities.

If you would like to donate the proceeds of sale of your shares to charity please complete and return the enclosed Share Sale Facility Form so it is received by 5:00pm (AWST) on the Closing Date. Please read the instructions on your Share Sale Facility Form carefully before completing it.

If you Wish to Retain Your Shares

A. If you wish to retain your shareholding in the Company, either:

- a) Purchase additional shares such that your shareholding at the Closing Date is greater than \$500:

You will need to make your own arrangements outside this Facility to purchase additional shares so that you are the registered holder of shares valued at \$500 or more at 5:00pm (AWST) on 16 August 2019 (**Closing Date**), which based on the closing price of the Company's shares on ASX of \$0.001 per share on the Record Date is 499,999 shares. 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 (AWST) on the Closing Date under the same name and address and with the same holder number (SRN or HIN) as set out in this letter.

or

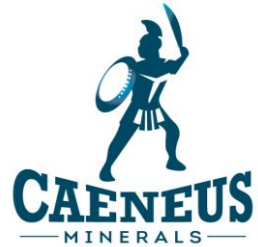
- b) If you have multiple holdings, consolidate these under a single HIN/SRN:

You will need to contact the Company's share registry, Advanced Share Registry on +61 (08) 9389 8033 between the hours of 9.00am and 4.00pm (AWST) Monday to Friday and arrange for them to combine your multiple holdings under a single HIN/SRN such that the combined shareholding at 5.00pm (AWST) on the Closing Date is valued at \$500 or more;

or

- c) Complete and return the enclosed Share Sale Facility Form:

Complete and return the enclosed Share Sale Facility Form so that it is received by 5.00pm (AWST) on the Closing Date. Please read the instructions on your Share Sale Facility Form carefully before completing it.



2. Important Information

All costs associated with the sale of your shares will be borne by the Company. No brokerage will be payable by you.

The Company does not make any recommendation or provide any advice to you regarding whether to buy, sell or hold shares nor that this Facility is the best way to sell your shares in the Company. If you require advice as to whether to sell or retain your shares, please consult your legal, financial or taxation adviser.

Any tax consequences arising from the sale of your shares will be your responsibility.

The Company is not bound to sell any or all of the shares that may be available for it to sell under this Facility, and there is no guarantee that the Company will be able to sell your shares. Neither the Company nor any other person involved in the Facility shall be liable for failure to sell the shares or sell them at a particular price. The price that you receive for your shares under the Facility will be determined by when and how the shares are sold. Pursuant to the Company's Constitution the Company may not sell your shares for a price less than the simple average of the last sales price of shares quoted on ASX for each of the 10 trading days immediately preceding the date of any offer received by the Company to purchase your shares. The Company may sell your shares on market or in any other way it considers fair and reasonable in the circumstances. If the shares are sold on market the Company will endeavour to obtain the highest available price for the shares, however no guarantee as to the price can be given by the Company as the price will depend on several factors, including market conditions at the time. You will not have control over the time at which your shares are sold. The price you receive may be different from the price quoted by ASX on any day, may not be the best price on the days 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.

If your shares are held in a CHESS holding, the Company may, after the Closing Date, initiate a holding adjustment to move your shares to the issuer sponsored sub-register for the purpose of this Facility.

The Company reserves the right to vary, delay or terminate this Facility by notice to the ASX.

Please also note that the Company will not sell your shares in the event of an announcement of a takeover offer for the Company.

For further information about lodging your Share Sale Facility Form or the practical operation of the Facility, please contact the Company's share registry, Advanced Share Registry on +61 (08) 9389 8033 between the hours of 9.00am and 4.00pm (AWST) Monday to Friday or email the Company on info@caeneus.com.au.

Yours faithfully

Johnathon Busing
Company Secretary



Caeneus Minerals Ltd

ABN 42 082 593 235

**All correspondence to:
Advanced Share Registry**

PO Box 1156, Nedlands, WA 6909
110 Stirling Hwy, Nedlands, WA 6009
P: +61 8 9389 8033 | F: +61 8 9262 3723
E: admin@advancedshare.com.au
W: www.advancedshare.com.au

| | |
|--------------|--|
| Sub-Register | |
| HIN / SRN | |

Please Complete the
form in Capital Letters.

A B C

1 2 3

Where a choice is required,
mark the box with an 'X'

X

Share Sale Facility Form

You should read Caeneus Minerals Ltd (the Company)'s document that accompanied this form carefully.
If you are in any doubt as to how to deal with this form, please consult a professional advisor.

A. Number of Shares

The number of Shares that you held at 7:00pm (AEST) on 19 June 2019

B. Retention of Less Than Marketable Parcels of Shares

Should you wish to retain your shares, please tick the box below.

This form must be received by the Company's share registry 5.00pm (AWST) on 16 August 2019 to retain your shares.

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Retain my/our shares

C. Donate Proceeds to Charity

Should you wish to donate the proceeds of the sale to charity, please tick the box below.

This form must be received by the Company's share registry 5.00pm (AWST) on 16 August 2019 to retain your shares.

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Sell my/our shares and **donate** the proceeds of the sale to **The Clontarf Foundation**

D. Nominate Bank Account

Should you wish to be paid from the sale of the shares direct to your bank account, please tick the box below.

If the form is not received by the Company's share registry by 5.00pm (AWST) on 10 August 2019 the sale proceeds will be paid by cheque.

Non-resident holders will be paid in Australian dollars by cheque only.

☐

Sell my/our shares and be paid the proceeds of the sale by direct credit to the following account (For Australian resident only)

Account Name

Please note the Account Name(s) must be the same as that registered above.

BSB

Account Number

Name of Bank/Financial Institution

Branch Suburb/Town

Non-resident holders will be paid in Australian dollars by cheque.

Contact details - Please provide your contact details in case we need to speak to you about this form.

Name of contact person

Contact person's daytime telephone number

Email Address

TO BE A VALID INSTRUCTION, THIS FORM MUST BE RECEIVED BY NO LATER THAN 5.00PM (AEST) ON 10 AUGUST 2019.

Consolidation of shareholdings

If you have more than one holding on Caeneus Minerals Ltd's register and you do not sell your shares under the Less Than Marketable Parcel of Share Sale process, you should consider consolidating them. For further advice in this regard, please contact ADVANCED SHARE REGISTRY.

Lodgement of Form

This form must be completed and received by ADVANCED SHARE REGISTRY Perth by no later than 5.00pm (AEST) on 10 August 2019.

It is your responsibility to allow sufficient time for this form to be received by ADVANCED SHARE REGISTRY.

This form must be sent to the Company's share registry by:

Mail: Caeneus Minerals Ltd, C/: Advanced Share Registry Services, PO Box 1156, Nedlands WA 6909
Hand Delivery: Advanced Share Registry Services, 110 Stirling Highway, Nedlands WA 6009
Facsimile: +61 9262 3723
Email: admin@advancedshare.com.au

Neither ADVANCED SHARE REGISTRY nor the Company accepts any responsibility if you lodge this form at any other address or by any other means.

If you do not return the form the Company intends to sell your shares and pay the proceeds to you by cheque.

Privacy Statement

Personal information is collected on this form by ADVANCED SHARE REGISTRY, as registrar for the Company, for the purpose of effecting your instructions in relation to the Share Sale process, maintaining registers of security holders, facilitating distribution payments and other corporate actions and communications. Your personal information may be disclosed to our related bodies corporate, to the Company and its professional advisers, to external service companies such as print or mail service providers, or as otherwise required or permitted by law. If you would like details of your personal information held by ADVANCED SHARE REGISTRY, or you would like to correct information that is inaccurate, incorrect or out of date, please contact ADVANCED SHARE REGISTRY. In accordance with the Corporations Act 2001(Cth), you may be sent material (including marketing material) approved by the Company in addition to general corporate communications. You may elect not to receive marketing material by contacting ADVANCED SHARE REGISTRY.

This form may not be used to notify your change of address. For information please contact ADVANCED SHARE REGISTRY on (618) 9389 8033 or visit the share registry at www.advancedshare.com.au.