



20 August 2015

## **Notice Under ASX Listing Rule 3.10.5 and Section 708A(5)(e) of the Corporations Act**

Following on from its ASX announcement on 18 August 2015, Inca Minerals Limited [ASX: ICG] (**Inca**) is pleased to advise that, on 19 August 2015, Inca issued 130,000,000 fully paid ordinary shares at \$0.01 cent per share for the benefit of Resource Capital Fund VI L.P. (**Placement**). Resource Capital Funds (**RCF**) is one of the world's largest specialist resources funds and a sophisticated and professional investor as described in Section 708 of the Corporations Act 2001 (**Corporations Act**).

The Placement was completed on 19 August 2015 with 43,821,818 fully paid ordinary shares issued under Inca's 15% placement capacity pursuant to ASX Listing Rule 7.1 and a further 86,178,182 fully paid ordinary shares issued under Inca's 10% placement capacity pursuant to ASX Listing Rule 7.1A and as approved by shareholders at Inca's Annual General Meeting on 28 November 2014.

Pursuant to ASX Listing Rule 3.10.5 Inca provides the following information:

1. The issue of 86,178,182 fully paid ordinary shares described above raised \$861,782 and diluted the voting power of the existing shareholders by 0.84%.
2. Inca elected to issue securities under ASX Listing Rule 7.1A rather than a pro rata issue (or other type of issue) due to the cost-benefits of such an issue.
3. There were no underwriting agreements in connections with the issue.
4. There were no broker commissions/corporate advisory fees in connection with the issue.

### **Notice Under Section 708A of the Corporations Act**

Inca gives this notice pursuant to Section 708A(5)(e) of the Corporations Act. The Placement of 130,000,000 fully paid ordinary shares (described above) were issued without disclosure to investors under Part 6D.2 of the Corporations Act. As at the date of this notice Inca has complied with:

- (a) The provisions of Chapter 2M of the Corporations Act; and
- (b) Section 674 of the Corporations Act.

As at the date of this notice, there is no excluded information for the purposes of Sections 708A(7) and (8) of the Corporations Act.

Justin Walawski  
**Director & Company Secretary**