



## ASX RELEASE

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### SHARE PURCHASE PLAN INCLUDING OPTION INCENTIVE

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**27 May 2009**

The Directors of Minemakers Limited (Minemakers) are pleased to announce an opportunity for all eligible shareholders to participate in a Share Purchase Plan (SPP).

The SPP offer price is intended to reward the Company's many long-term shareholders for their loyalty and continued support. It is also an opportunity for new shareholders who have recently become Minemakers shareholders, through acceptance of the Minemakers' takeover offer for Bonaparte Diamond Mines NL, to obtain an increased holding in Minemakers shares and/or improve unmarketable parcel sizes without brokerage or commission costs. No brokerage, commission or other transaction costs will apply to shares issued under the SPP.

Minemakers has been encouraged by the enthusiasm of North American and domestic institutional investors, but wishes to offer its existing and new shareholder base the opportunity to participate ahead of its previously outlined capital requirements and funding strategies for the Wonarah Rock Phosphate development, scheduled for production in 2010.

Proceeds from the SPP will supplement Minemakers working capital.

Under the SPP, eligible shareholders will have the opportunity, subject to ASX waiver and ASIC exemptions, to subscribe for up to \$15,000 worth of fully paid shares in Minemakers (Shares) at a price of 43 cents per Share which is equal to 80% of the volume weighted average price of existing Minemakers shares quoted on the ASX during the period of 5 days on which sales were recorded immediately prior to this announcement date.

As an added incentive, each Minemakers shareholder participating in the SPP will receive one free option to acquire one fully paid Minemakers share exercisable at 75 cents at any time up to and including 31 May 2010 for every 2 Shares granted under the SPP. Minemakers will apply for ASX quotation of the new options.

The price of Minemakers shares may rise or fall between the date of this announcement or the date the SPP opens and the date when the Shares are issued to participants who take up the SPP offer. Accordingly, participants should seek their own financial advice in relation to participation in the SPP.

#### **MINEMAKERS LIMITED**

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#### **CONTACTS**

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**Mr Dean Richardson**  
Manager – Investor Relations

#### **PROJECTS**

- Wonarah Phosphate, Northern Territory
- Fraser Iron, Western Australia
- NE Tasmania Tin and Tungsten
- Moina Fluorite–Magnetite–Zinc, Tasmania
- Port Keats Salt, Northern Territory
- Uranium in Tasmania, Northern Territory and Western Australia



Persons will be eligible to participate in the SPP only if they are a registered holder of Minemakers shares at the close of business WST on 12 June 2009 (Record Date), with a registered address in Australia or New Zealand. Each offer to eligible shareholders will be made on the same terms and conditions and will be non-renounceable (i.e. you may not transfer your right to apply for Shares to anyone else).

The offer will be open from 19 June 2009 and will close on 3 July 2009.

Full details of the offer under the SPP will be set out in an offer letter which will include the SPP terms and an application form and Option Prospectus. These will be sent to eligible shareholders shortly after the Record Date.

**For further information:**

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