



Argosy Minerals Limited

ACN 073 391 189

Level 4, 100 Albert Road,
South Melbourne, VIC 3205

Phone: (03) 9692 7222 Fax: (03) 9077 9233

17 March 2014

Change to Argosy Renounceable Rights Issue

Board of Directors

Mr Philip Thick
(Chairman/Director)

Mr Danie Van Den Bergh
(Director)

Mr Kevin Nichol
(Director)

Company Secretary

Melanie Leydin

Securities on Issue:

AGY: 126,029,105 ordinary
shares

Argosy Minerals Limited (ASX: **AGY**) (**Argosy** or **Company**) is announced on Friday 14 March 2014 that it was undertaking a renounceable pro-rata rights issue (**Offer**) on the basis of 2 new share held at an issue price of \$0.0025 per share.

The issue price has now been changed to \$0.002 per new share and a revised timetable has been agreed with ASX.

The Offer will now raise a maximum of approximately \$504,116 before transaction costs and is not underwritten.

Pursuant to the Offer, the Argosy expects to issue a maximum of 252,058,210 fully paid ordinary shares (**New Shares**) at an issue price of \$0.002 per New Share.

CPS Capital Group has been appointed as lead manager to the Offer.

The Company intends to use the net proceeds of the Offer to recapitalise the Company and as working capital.

The New Shares will be fully paid, rank equally withal other shares on issue and the Company will apply to ASX for official quotation of the New Shares.

The Offer will be made to shareholders with a registered address on the Company's share register in Australia or New Zealand as at 7pm AEDT on the Record Date of 26 March 2014 on the basis of 2 New Shares for every Share held in the Company at the Record Date (**Entitlement**).

Fractional Entitlements will be rounded up to the nearest whole number.

The number of issued shares in the Company at the date of this announcement and the total number of New Shares that may be issued at close of the Offer, are as follows:

Shares	Number
Shares Currently on issue	126,029,105
New Shares offered under the Offer	252,058,210
Maximum number of shares on issue at completion of the Offer	378,087,315



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Shareholders as at the Record Date that have a registered address outside Australia or New Zealand (**Ineligible Shareholders**) will not be eligible to participate in the Offer. In accordance with ASX Listing Rule 7.7.1, the Company has determined that it would not be reasonable to extend the Offer to Ineligible Shareholders.

The right to subscribe for New Shares in accordance with the Entitlement Offer (**Rights**) will be renounceable, which means that Eligible Shareholders who do not wish to subscribe for some or all of their Entitlement, can sell their respective Rights.

Under the Offer, as an Eligible Shareholder, you may:

- (a) Take up all or part of your Entitlement;
- (b) If you take up all your Entitlement, you can subscribe for additional New Shares under the Shortfall Offer;
- (c) Take up your Entitlement under the Rights Issue and sell some of all of that part of your Rights not taken up;
- (d) Sell part or all of your Rights to your Entitlement; or
- (e) Do nothing and allow your Entitlement to lapse and become part of the Shortfall.

Eligible Shareholders who are taking up part or all of their Entitlement must ensure that the completed Entitlement and Acceptance Form and application funds are received by the Company's share registry by 5pm AEST on the Closing Date of 10 April 2014.

The proposed timetable and important dates of the Rights Issue are set out below:

Event	Date
Offer Announcement	Tues 18 March 2014
Appendix 3B lodged with ASX	Tues 18 March 2014
Offer Document lodged with ASX	Tues 18 March 2014
Dispatch of notices to Option holders informing them of Rights Issue	Tues 18 March 2014
Dispatch of notices to Shareholders informing them of Rights Issue	Wed 19 March 2014
Ex Date (Shares trade on an "ex" Entitlement basis)	Thurs 20 March 2014
Record date to determine entitlements	Wed 26 March 2014
Offer Document and Entitlement Forms to shareholders, Offer opens and rights trading commences	Thursday 27 March



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Rights trading ends	Thursday 3 April
Securities quoted on a deferred settlement basis	Friday 4 April
Acceptances Close	Thursday 10 April
Notify ASX of Shortfall	Friday 11 April 2014
Issue Date	Monday 14 April 2014
Deferred Settlement Trading Ends	
Commencement of normal trading	Tuesday 15 April 2014

The timetable is indicative only and subject to change. Subject to the Corporations Act 2001 and the ASX Listing Rules, the Directors reserve the right to vary these dates, including the closing date.

If the Offer does not proceed for any reason, any application money received will be returned without interest.

Full details of the Offer are contained in the Offer Document lodged with ASX on the date of this announcement. The Offer Document will be available on the ASX website (www.asx.com.au). The Offer Document and Acceptance Form are expected to be sent to all Eligible Shareholders on 27 March 2014

Signed for and on behalf of Argosy:

A handwritten signature in black ink, appearing to read 'Kevin Nichol'.

Kevin Nichol - Director
Argosy Minerals Limited

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Email: admin@argosyminerals.com.au