



# ASX Announcement & Media Release

Monday, 15 September 2014

## Fast Facts

ASX Code: RNS  
Shares on issue: 398.9 million  
Market Cap: ~\$28 million

## Board & Management

Alan Campbell, Non-Exec Chairman  
Dave Kelly, Non-Exec Director  
Justin Tremain, Managing Director  
Craig Barker, Exploration Manager  
Brett Dunnachie, CFO & Co. Sec.  
Vireak Nouch, Country Manager

## Company Highlights

- Targeting multi-million ounce gold systems in a new Intrusive Related Gold province in Cambodia
- First mover advantage in a new frontier
- Okvau Deposit (100% owned): Indicated and Inferred Mineral Resource Estimate of 15.6Mt @ 2.4g/t Au for 1.2 Million ounces<sup>2</sup>
- Mineralisation is from surface, amenable to open pit mining and remains 'open'
- Multiple high priority, untested targets

<sup>1</sup> Following completion of equity raising

<sup>2</sup> Refer Table One

## Registered Office

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SUBIACO WA 6008

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F: +61 8 9286 6333  
W: [www.renaissanceminerals.com.au](http://www.renaissanceminerals.com.au)  
E: [admin@renaissanceminerals.com.au](mailto:admin@renaissanceminerals.com.au)

## Completion of Placement – Tranche 2

On 30 July 2014, **Renaissance Minerals Limited (ASX: RNS)** ("Renaissance" or the "Company") announced a placement to raise \$6.0 million via the issue of 92.3m fully paid ordinary shares in the Company ("Placement") to accelerate exploration activities at its 100% owned Cambodian Gold Project, which will include drill testing a number of new and highly prospective targets in close proximity to the 1.2Moz<sup>2</sup> Okvau Deposit.

Renaissance is pleased to confirm that it has now completed the second tranche of the placement with the allotment of 47.3 million shares at \$0.065 to raise gross proceeds of \$3.1m. The first tranche of the placement being the allotment of 45.0 million shares to raise gross proceeds of \$2.9 million was completed on 7 August 2014.

An Appendix 3B in relation to the issue of shares under Tranche 2, is attached.

### Notice under Section 708A

Renaissance issued 47.3 million shares on 15 September 2014 to institutional and sophisticated investors to raise gross proceeds of \$3.1 million. The securities are part of a class of securities quoted on the Australian Securities Exchange Limited (ASX).

The Company gives this notice pursuant to Section 708A(5)(e) of the Corporations Act. The shares were issued without disclosure to the various parties under Part 6D.2, in reliance on Section 708A(5) of the Corporations Act. The Company, as at the date of this notice, has complied with:

- The provisions of Chapter 2M of the Corporations Act; and
- Section 674 of the Corporations Act.

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

Detailed information on all aspects of Renaissance Minerals projects can be found on the Company's website: [www.renaissanceminerals.com.au](http://www.renaissanceminerals.com.au).

For further information please contact  
Renaissance Minerals Limited  
Justin Tremain, Managing Director

**Table One | Okvau Deposit Resource Estimate**

Resource Classification	Cut-Off <sup>1</sup> (g/t)	Tonnage <sup>2</sup> (Mt)	Grade Au <sup>2</sup> (g/t)	Contained Gold <sup>2</sup> (Moz)
Indicated (-150mRL and above)	0.65	15.2	2.3	1.11
Inferred (below -150mRL)	0	0.5	5.9	0.09
<b>Total</b>		<b>15.6</b>	<b>2.4</b>	<b>1.20</b>

Notes

<sup>1</sup> The Inferred resources are reported at a 0g/t gold cut-off as volumes are already restricted by a 2.0 g/t gold threshold

<sup>2</sup> Tonnes are rounded to nearest 0.1 Mt, grade to 0.01 g/t, and contained gold to 10,000 oz. Totals may appear different from the sum of their components because of rounding  
This Mineral Resource estimate for the Okvau Gold project was prepared by Robin Simpson of SRK Consulting (Australasia) Ltd. Mr Simpson is a Member of the Australian Institute of Geoscientists (AIG), and has sufficient experience relevant to the style of mineralisation and type of deposit under consideration and to the activity with which he was involved to qualify as a Competent Person as defined by the 2004 edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr Simpson consents to the inclusion of the matters based on his information in the form and context in which it appears. The information in this announcement that relates to Mineral Resources and Ore Reserves was prepared and first disclosed under the JORC code 2004. It has not been updated since to comply with the JORC Code 2012 on the basis that the information has not materially changed since it was last reported.

# Appendix 3B

## New issue announcement, application for quotation of additional securities and agreement

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12

Name of entity

Renaissance Minerals Limited

ABN

90 141 196 545

We (the entity) give ASX the following information.

### Part 1 - All issues

*You must complete the relevant sections (attach sheets if there is not enough space).*

- |   |  |  |
|---|--|--|
| 1 | +Class of +securities issued or to be issued   | i) Placement – Ordinary Fully Paid Shares<br>ii) \$0.10 options exercisable on or before 15 October 2017 |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | i) 47,300,000<br>ii) 750,000   |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | i) Ordinary Fully Paid Shares<br>ii) \$0.10 options exercisable on or before 15 October 2017             |

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

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4	<p>Do the <sup>+</sup>securities rank equally in all respects from the date of allotment with an existing <sup>+</sup>class of quoted <sup>+</sup>securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>i) Ordinary Fully Paid Shares – Yes</p> <p>ii) No - Upon exercise of the options into ordinary fully paid shares, the allotted and issued shares will rank equally in all respects with an existing class of quoted securities. The option does not entitle the holder to participate in the next dividend or interest payment</p>
5	Issue price or consideration	<p>i) \$0.065</p> <p>ii) Nil</p>
6	<p>Purpose of the issue</p> <p>(If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>i) Proceeds will be used primarily to fund:</p> <ul style="list-style-type: none"> <li>- Cambodian projects exploration; and</li> <li>- Working capital requirements.</li> </ul> <p>ii) Issue of options to a Director as approved by shareholders at the General Meeting held 9 September 2014</p>
6a	<p>Is the entity an <sup>+</sup>eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the <sup>+</sup>securities the subject of this Appendix 3B, and comply with section 6i</p>	No
6b	The date the security holder resolution under rule 7.1A was passed	Not applicable
6c	Number of <sup>+</sup> securities issued without security holder approval under rule 7.1	Not applicable
6d	Number of <sup>+</sup> securities issued with security holder approval under rule 7.1A	Not applicable

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<sup>+</sup> See chapter 19 for defined terms.

6e	Number of <sup>+</sup> securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Not applicable	
6f	Number of securities issued under an exception in rule 7.2	Not applicable	
6g	If securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the issue date and both values. Include the source of the VWAP calculation.	Not applicable	
6h	If securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	Not applicable	
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	Not applicable	
7	Dates of entering <sup>+</sup> securities into uncertificated holdings or despatch of certificates	15 September 2014	
8	Number and <sup>+</sup> class of all <sup>+</sup> securities quoted on ASX (including the securities in section 2 if applicable)	Number	<sup>+</sup> Class
		398,922,223	Fully paid shares

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

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	Number	+Class
9	Number and +class of all +securities not quoted on ASX (including the securities in section 2 if applicable)	
	4,499,999	25 cent options expiring 31 March 2015
	4,949,999	30 cent options expiring 31 March 2015
	1,333,333	35 cent options expiring 31 March 2015
	1,000,000	25 cent options expiring 9 May 2015
	1,000,000	30 cent options expiring 9 May 2015
	1,000,000	35 cent options expiring 9 May 2015
	1,000,000	25 cent options expiring 31 December 2015
	500,000	30 cent options expiring 31 December 2015
	1,500,000	35 cent options expiring 31 December 2015
	1,000,000	25 cent options expiring 28 February 2016
	1,000,000	30 cent options expiring 28 February 2016
	2,425,000	10 cent options expiring 18 September 2016
	3,900,000	10 cent options expiring 15 October 2017
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A

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+ See chapter 19 for defined terms.

## Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	
12	Is the issue renounceable or non-renounceable?	
13	Ratio in which the <sup>+</sup> securities will be offered	
14	<sup>+</sup> Class of <sup>+</sup> securities to which the offer relates	
15	<sup>+</sup> Record date to determine entitlements	
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	
17	Policy for deciding entitlements in relation to fractions	
18	Names of countries in which the entity has <sup>+</sup> security holders who will not be sent new issue documents  <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	
19	Closing date for receipt of acceptances or renunciations	
20	Names of any underwriters	
21	Amount of any underwriting fee or commission	
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	

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+ See chapter 19 for defined terms.

## Appendix 3B

### New issue announcement

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|----|---|--|
| 24 | Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of <sup>+</sup> security holders                             |  |
| 25 | If the issue is contingent on <sup>+</sup> security holders' approval, the date of the meeting  |  |
| 26 | Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled  |  |
| 27 | If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders |  |
| 28 | Date rights trading will begin (if applicable)  |  |
| 29 | Date rights trading will end (if applicable)  |  |
| 30 | How do <sup>+</sup> security holders sell their entitlements <i>in full</i> through a broker?   |  |
| 31 | How do <sup>+</sup> security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?                                    |  |
| 32 | How do <sup>+</sup> security holders dispose of their entitlements (except by sale through a broker)?   |  |
| 33 | <sup>+</sup> Despatch date  |  |

## Part 3 - Quotation of securities

*You need only complete this section if you are applying for quotation of securities*

- 34 Type of securities  
(tick one)
- (a) ☒ Securities described in Part 1
- (b) ☐ All other securities
- Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

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<sup>+</sup> See chapter 19 for defined terms.



## **Entities that have ticked box 34(a)**

### **Additional securities forming a new class of securities**

*Tick to indicate you are providing the information or documents*

- 35    ☐    If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders
- 36    ☐    If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories  
                          1 - 1,000  
                          1,001 - 5,000  
                          5,001 - 10,000  
                          10,001 - 100,000  
                          100,001 and over
- 37    ☐    A copy of any trust deed for the additional +securities

## **Entities that have ticked box 34(b)**

- 38    Number of securities for which +quotation is sought
- 39    Class of +securities for which quotation is sought
- 40    Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?
- If the additional securities do not rank equally, please state:

i) the date from which they do

ii) the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment

iii) the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

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+ See chapter 19 for defined terms.

## Appendix 3B

### New issue announcement

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- 41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

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- 42 Number and <sup>+</sup>class of all <sup>+</sup>securities quoted on ASX (*including* the securities in clause 38)

Number	<sup>+</sup> Class

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<sup>+</sup> See chapter 19 for defined terms.

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**Quotation agreement**

- 1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.
- 2 We warrant the following to ASX.
- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
  - There is no reason why those +securities should not be granted +quotation.
  - An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.  
Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty
  - Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
  - If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.



Sign here: .....  
Brett Dunnachie  
Company Secretary  
Print name: .....

Date: 15 September 2014

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+ See chapter 19 for defined terms.

# Appendix 3B – Annexure 1

## Calculation of placement capacity under rule 7.1 and rule 7.1A for +eligible entities

Introduced 01/08/12

### Part 1

Rule 7.1 – Issues exceeding 15% of capital	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>Insert</b> number of fully paid ordinary securities on issue 12 months before date of issue or agreement to issue	Not applicable
<b>Add</b> the following: <ul style="list-style-type: none"> <li>• Number of fully paid ordinary securities issued in that 12 month period under an exception in rule 7.2</li> <li>• Number of fully paid ordinary securities issued in that 12 month period with shareholder approval</li> <li>• Number of partly paid ordinary securities that became fully paid in that 12 month period</li> </ul> <b>Note:</b> <ul style="list-style-type: none"> <li>• <i>Include only ordinary securities here – other classes of equity securities cannot be added</i></li> <li>• <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	Not applicable
<b>Subtract</b> the number of fully paid ordinary securities cancelled during that 12 month period	Not applicable
<b>“A”</b>	Not applicable

+ See chapter 19 for defined terms.

<b>Step 2: Calculate 15% of “A”</b>	
<b>“B”</b>	0.15 <i>[Note: this value cannot be changed]</i>
<b>Multiply “A” by 0.15</b>	Not applicable
<b>Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used</b>	
<p><b>Insert</b> number of equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> <li>• Under an exception in rule 7.2</li> <li>• Under rule 7.1A</li> <li>• With security holder approval under rule 7.1 or rule 7.4</li> </ul> <p><i>Note:</i></p> <ul style="list-style-type: none"> <li>• <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i></li> <li>• <i>Include here (if applicable ) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	Not applicable
<b>“C”</b>	Not applicable
<b>Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1</b>	
<p><b>“A” x 0.15</b></p> <p><i>Note: number must be same as shown in Step 2</i></p>	Not applicable
<p><b>Subtract “C”</b></p> <p><i>Note: number must be same as shown in Step 3</i></p>	Not applicable
<b>Total [“A” x 0.15] – “C”</b>	<p>Not applicable</p> <p><i>[Note: this is the remaining placement capacity under rule 7.1]</i></p>

+ See chapter 19 for defined terms.

## Part 2

<b>Rule 7.1A – Additional placement capacity for eligible entities</b>	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>“A”</b>  <i>Note: number must be same as shown in Step 1 of Part 1</i>	Not applicable
<b>Step 2: Calculate 10% of “A”</b>	
<b>“D”</b>	0.10  <i>Note: this value cannot be changed</i>
<b>Multiply “A” by 0.10</b>	Not applicable
<b>Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used</b>	
<b>Insert</b> number of equity securities issued or agreed to be issued in that 12 month period under rule 7.1A  <b>Notes:</b> <ul style="list-style-type: none"> <li>• This applies to equity securities – not just ordinary securities</li> <li>• Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</li> <li>• Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</li> <li>• It may be useful to set out issues of securities on different dates as separate line items</li> </ul>	Not applicable
<b>“E”</b>	Not applicable

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+ See chapter 19 for defined terms.

<b>Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A</b>	
<b>“A” x 0.10</b>  <i>Note: number must be same as shown in Step 2</i>	Not applicable
<b>Subtract “E”</b>  <i>Note: number must be same as shown in Step 3</i>	Not applicable
<b>Total</b> [“A” x 0.10] – “E”	Not applicable  <i>Note: this is the remaining placement capacity under rule 7.1A</i>

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+ See chapter 19 for defined terms.