



**ASX ANNOUNCEMENT - CONTANGO CAPITAL PARTNERS  
RESPONSE TO CONTANGO MICROCAP TAKEOVER OFFER  
20 September 2011**

Contango Microcap Limited (**CTN**) today announced an off-market takeover offer at 90 cents per share for all the shares to which it is not entitled (**Offer**) in Contango Capital Partners Limited (**CCQ**).

CCQ shareholders will also retain the 3 cents per share final dividend that CCQ has announced it will declare with respect to the financial year ending 30 June 2011. CCQ and CTN have two common Executive Directors, Mr David Stevens and Mr Glenn Fowles. For this reason:

- CCQ has today appointed an Independent Takeover Committee of the Board comprising its two independent Directors, Mr Bill Beerworth (Chairman) and Mr Greg Bundy, with delegated power to deal with all matters relating to the Offer; and
- the Committee will appoint an expert as required by the Corporations Act to prepare a report on the Offer that states whether it is fair and reasonable in the expert's opinion

The independent Directors announced that the CCQ shareholders should await the expert's report which will be contained in the target's statement before deciding whether to accept the Offer.

They also announced that, subject to the expert's report and no higher offer being made for the CCQ shares, they propose to recommend the Offer to shareholders because the Offer price of 90 cents represents:

- a premium of 20 cents (28%) per share over the closing market price yesterday of 70 cents
- a premium of about 19% over the average market prices for CCQ shares since consolidation of its shares 2 years ago and over each of the last 6 months and 12 months

a discount of approximately 10% from CCQ's 31 August 2011 announced net tangible asset (**NTA**) value per share of 100.4 cents. At the 70 cents per share price at which CCQ traded yesterday, the NTA discount was 30%

By order of the Independent Takeover Committee,

Bill Beerworth  
Chairman