



15 April 2013

The Manager
Company Announcements Office
ASX limited

MINIMUM HOLDING SHARE BUY-BACK

Attached is a copy of the letter sent to eligible shareholders which details the terms and conditions of the buy-back.

Yours faithfully

A handwritten signature in black ink, appearing to read "Bruce Goulds".

Bruce Goulds
Company Secretary
Mesa Minerals Limited



12 April 2013

[Shareholder address]

Dear Shareholder

MINIMUM HOLDING SHARE BUY-BACK

As announced on 12th April 2013, Mesa Minerals Limited (**Mesa Minerals** or the **Company**) intends to complete a minimum holding share buy-back.

The directors of Mesa Minerals recognise that holders of Mesa Minerals shares with a value of \$500 or less may encounter difficulties selling their shares on the ASX and in order to reduce the Company's considerable costs of administering shareholdings, providing Annual Reports, Notice of Meetings, and other information to its shareholders, the directors have determined to undertake a buyback of unmarketable parcels of Mesa Minerals shares (**Buy-Back**).

This Buy-Back will be undertaken in accordance with clauses 2.4 and 2.10 of Mesa Minerals constitution. This letter operates as a notice of intention to undertake a buyback of unmarketable parcels.

The key terms of the Buy-Back are as follows:

- (a) The Buy-Back applies to all holders of 22,727 or less ordinary shares in Mesa Minerals (**Unmarketable Parcel**). The register of members of the company as at 8th April 2013 indicates that you hold an Unmarketable Parcel.
- (b) The 30 day Volume Weighted Average Price (VWAP) for Mesa Mineral shares as at the close of business on the 8th April 2013 was \$0.022. Having regard to the cost of undertaking and administering this Buy-Back, the Company has determined that Unmarketable Parcels will be bought back at \$0.020.
- (c) If you cease to be a Mesa Minerals shareholder or increase your holding so that you hold a marketable parcel on or before 24th May 2013, you will be unable to participate in the Buy-Back.
- (d) You are not obliged to participate in the Buy-Back. If you wish to retain your shares in Mesa Minerals, you must complete and return a Notice of Retention to The Company Secretary, Mesa Minerals Limited, 1 Sleat Road, Applecross WA 6153 by no later than 5:00pm on 24th May 2013. A Notice of Retention is **enclosed**. If you do not return a completed Notice of Retention, your shares in Mesa Minerals will be bought back at \$0.02 per share on 27th May 2013.
- (e) If you wish to participate in the Buy-Back you **do not need to do anything**.

1 Sleat Road, Applecross, Western Australia 6153. Locked Bag 3, Canning Bridge, Applecross, Western Australia 6153
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- (f) You will not be required to pay any brokerage on buy-back of your shares.
- (g) You will be notified by Mesa Minerals after 27th May 2013 to arrange payment to you.

A copy of today's announcement is **enclosed**.

Mesa Minerals makes no recommendation as to whether you should hold or sell your shares in Mesa Minerals. You should seek independent professional advice when deciding whether or not to elect to retain your Mesa Minerals shares or if you have any questions on how the sale of your Unmarketable Parcel may affect you.

Any taxation consequences that may arise as a consequence of the Buy-Back will be the responsibility of each Mesa Minerals shareholder. If you require information regarding the possible taxation implications of participation in the Buy-Back, please consult your legal, financial or taxation advisor.

If you require any further information in relation to the Buy-Back, please contact:

Investor Relations
Mesa Minerals Ltd
Phone: (08) 9329 3822
Email: corporate.registry@mesaminerals.com.au

Yours sincerely



Bruce Goulds
Company Secretary
Mesa Minerals Limited

Registry communications to:
Investor Relations
Mesa Minerals Limited
Locked Bag 3, Canning Bridge LPO
Applecross WA 6153
Australia
General Enquiries: +61 8 9329 3822



Mesa Minerals Limited
ABN 38 009 113 160

Name
Address 1
Address 2
Address 3
Address 4
Address 5

IMPORTANT NOTICE

Please complete this form if you do NOT wish your Shares in Mesa Minerals Limited (Mesa/MAS) to be bought back. If you do not understand this notice you should immediately consult your financial adviser.

Number of Shares held as at the Record Date, 5.00pm (AWST) on 08 April 2013 [XXXXX]

SHARE RETENTION FORM

If you wish to retain your shareholding in Mesa you must complete this form and return it to Mesa, so that it is received no later than 5.00pm (AWST) on 24 May 2013. Forms may be mailed or delivered to the addresses below.

Mailing Address

Mesa Minerals Limited
Locked Bag 3
Canning Bridge LPO
Applecross WA 6153

or

Hand Delivery

Mesa Minerals Limited
1 Sleat Road
Applecross WA 6153 (Do not use this address for mailing purposes)

This form must be received by Mesa no later than 5.00pm (AWST) on 24 May 2013, or your Shares will be bought back.

Retention of Shares

I/We the Shareholder(s) described above by signing this form, hereby give notice that I/we wish to retain my/our shareholding in MAS

Contact Details

Enter your telephone number(s) where we may contact you regarding this form.

Telephone Number – Business Hours

Telephone Number – After Hours

Contact Name (PRINT)

Shareholder Signature(s) – This MUST be completed

Shareholder 1

Individual or
Sole Director and Sole Company Secretary

Shareholder 2

Director

Shareholder 3

Director/Company Secretary

This form should be signed by the Shareholder. If a joint holding, all Shareholders should sign. If signed by the Shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the Corporations Act 2001 (Cth).

Date

Mesa Minerals Ltd advises that Chapter 2C of the Corporations Act 2001 requires information about you as a securityholder (including your name, address and details of the securities you hold) to be included in the public register of the entity in which you hold securities. Information is collected to administer your securityholding and if some or all of the information is not collected then it might not be possible to administer your securityholding. You can obtain access to your personal information by contacting Mesa Minerals Limited at the address or telephone number shown on this form.

**THIS FORM MUST BE RECEIVED BY MESA MINERALS LIMITED
BY NO LATER THAN 5.00PM (AWST) ON 24 MAY 2013**

If you require further information on how to complete this form, please contact Investor Relations at Mesa Minerals Limited on (08) 9329 3822 (within Australia) or +61 8 9329 3822 (from outside Australia) between 8.30am and 5.00pm (AWST) Monday to Friday