



ABN 48 116 296 541

## EXCHANGE RELEASE

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### SALE OF UNMARKETABLE PARCELS OF SHARES

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3 May 2013

The Board of Minemakers Limited (**Minemakers**) announces that it has established a Share Sale Facility (**Facility**) for holders of unmarketable parcels of shares in Minemakers.

At the record date, being 5.00pm WST on 30 April 2013 a unmarketable parcel of shares with a market value of less than \$500 is any shareholding of 3,571 shares or less. Minemakers has approximately 2,412 shareholders with an unmarketable parcel of shares.

Minemakers is offering the Facility to assist holders of unmarketable parcels to sell shares without having to use a broker or pay brokerage costs. Minemakers will pay for all costs of sale for shareholders who use the Facility. The Facility offers a convenient and cost effective way for shareholders to sell their shares, free of brokerage.

By facilitating the sale of unmarketable parcels, Minemakers will reduce the costs associated with maintaining small shareholdings (including the printing and mailing costs of distributing Annual Reports and Notices of Meetings and share registry costs).

Attached is a copy of the letter, terms and conditions plus share retention form to be mailed to shareholders holding an unmarketable parcel of Minemakers shares.

Cliff Lawrenson  
**Managing Director**

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#### **MINEMAKERS LIMITED**

ABN 48 116 296 541  
ASX & TSX: MAK  
Level 2, 34 Colin Street  
West Perth Western Australia 6005  
(PO Box 1704 West Perth WA 6872)  
Phone: +61 8 9264 7000  
Facsimile: +61 8 9264 7099  
Website: [www.minemakers.com.au](http://www.minemakers.com.au)

#### **CONTACTS**

**Mr Cliff Lawrenson**  
Managing Director and Chief Executive Officer  
Minemakers Limited



┌ 000001 000 MAK  
MR SAM SAMPLE  
UNIT 123  
SAMPLE STREET  
SAMPLETOWN NSW 2001

3 May 2013

Dear Shareholder

**Important Notice**

**Holders of Unmarketable Parcel of Shares - Share Sale Facility**

I am writing to offer all shareholders with a holding of Minemakers Limited (**Minemakers or the Company**) shares valued at less than \$500 (called an unmarketable parcel) a Share Sale Facility (**Facility**). As at close of business 30 April 2013, our records indicate that you are such a shareholder.

Minemakers has approximately 2,412 shareholders with an unmarketable parcel of shares. Due to the higher brokerage costs that you face in selling this number of shares and the expense to the Company associated with maintaining small shareholdings (including printing and mailing costs of distributing Annual Reports and Notices of Meeting together with share registry costs), Minemakers would like to take this opportunity to encourage you to sell your existing holding. Ultimately, it is your choice and you may elect to maintain your shareholding. The Facility is a convenient and cost effective way for you to sell your shares free of brokerage. The Facility is being conducted, for shareholders who, like you, hold shares with a market value of less than \$500. As at 30 April 2013 a marketable parcel was at least 3,572 shares.

Under the Facility, unless you elect to retain your shares, as soon as is practical the Company will arrange the sale of unmarketable parcels at the prevailing market price and the proceeds from that sale will be remitted to you via cheque in Australian dollars. The cheque will be sent by post to your address as shown on the share register at the time the share sale payment is run. All brokerage costs will be met by the Company if you sell your holding under the Facility.

**If you wish to sell your shares under the Facility, you do not need to take any action.**

If your shares remain in a CHESS holding at 5.00pm (WST) on 14 June 2013 the Company may move those shares to an issuer sponsored holding and the shares will be sold through the Facility.

**If you wish to retain your shares you must complete and return the enclosed form.**

Enclosed with this letter is a Share Retention Form which you **MUST** complete and return by no later than 5.00pm (WST) on 14 June 2013, if you wish to retain your Minemakers shares. If the form is not received by the due date, your shares will be sold. Minemakers will treat any purchase of additional shares to increase the value of your shareholding to \$500 or more as an indication that you do not want your shares to be sold through the Facility. For a purchase to be an effective notification that you wish to retain your shares, any additional shares must be registered by 5.00pm (WST) on 14 June 2013 **under the same name and address and with the same holder number (SRN or HIN)** as set out in this letter.

In respect to this Facility you should seek your own financial and taxation advice.

Should you have any questions concerning the Facility, please contact the Minemakers Limited Share Sale Facility Information Line on 1300 850 505 (within Australia) or +61 3 9415 4000 (outside Australia) from 8.30am to 5.00pm (WST), Monday to Friday, or the Company Secretary on +61 8 9264 7000 .

Yours faithfully

John Ribbons  
**Company Secretary**

## Terms and Conditions - Share Sale Facility

1. Minemakers Limited (*the Company*) is authorised under its constitution to operate the Share Sale Facility (**Facility**). This document, as well as the letter and Share Retention Form, which accompany this document, satisfy the notice requirements set out in the Company's constitution.
2. If you wish for the Company to have your Company shares **sold** for you with the proceeds being sent to you (without you paying any brokerage or handling charges), you do not need to respond to this correspondence. The opening date for the Facility is 3 May 2013.
3. The Company will bear the brokerage and handling costs associated with sales of Company shares under the Facility. However, you will bear any other tax or charge on the sale of your shares.
4. You can **retain** your Company shares if you wish to do so. If this is the case, before 5.00pm (WST) on 14 June 2013 you must do one of the following:
  - (a) Complete the enclosed Share Retention Form and return it in accordance with the instructions on the form so that it is received by 5.00pm (WST) on 14 June 2013;
  - (b) Purchase additional Company shares so that your shareholding becomes a marketable parcel. For such purchases to be an effective notification to the Company that you wish to retain your shares, any additional shares must be held in the same holding as your current shares (ie. you must advise your broker to purchase the shares under the same holder number (Holder Identification Number (HIN) or Securityholder Reference Number (SRN) that is stated on the enclosed forms) and must be registered by the time referred to above.

If none of those events occur before 5.00pm (WST) on 14 June 2013, the Company will be entitled to have your Company shares sold for you.
5. JM Financial Group Limited (ABN 68 007 364 132) (AFSL 238397) (**JMFG**) has been engaged by the Company to effect any sales under the Facility. Any sales are currently intended to take place as soon as practicable (after 5.00pm (WST) on 14 June 2013).
6. If your Shares are in a CHESS holding, the Company may, without further notice to you, initiate a holding adjustment to move those Shares to an issuer sponsored holding or a certificated holding for the purposes of sale under the Facility.
7. The price that you receive for your Company shares if they are sold under the Facility will be the volume weighted average price of all Company shares sold under the Facility.
8. You should note that the price obtained for your Company shares under the Facility will depend on a number of factors (including market conditions prevailing at the time) and that you will not have control over the time at which your Company shares are sold. The price you receive may be different to the price appearing in the newspaper or quoted by ASX on any day, and may not be the best execution price on the trading day or trading days that your shares are sold and may be less than the actual price achieved by JMFG for the shares. However, JMFG will use its best endeavours to sell any Company shares sold under the Facility at the best price reasonably obtainable for those Company shares at the time of the relevant sale.
9. If your Company shares are sold under the Facility, within 10 business days after the settlement of the last sale under the Facility:
  - (a) Sale proceeds calculated in accordance with clause 7 above will be paid to you in Australian dollars by cheque made out to your name as shown in the Company's share register; and
  - (b) Computershare will notify you, by way of a transaction confirmation statement of the number of your Company shares sold through the Facility and the total sale proceeds you have received.


The relevant cheque and transaction confirmation statement will be sent by post, at your risk, to your address as shown on the Company's share register.
10. In accordance with the Company's constitution, the Facility will lapse if a takeover bid for the Company is announced before sales under the facility are completed, although it may be started again after the close of offers made under the takeover.

**Return your Form to the Company's  
share registry:**

✉ **By Mail:**  
Computershare Investor Services Pty Limited  
GPO Box 52 Melbourne  
Victoria 3001 Australia


**For all enquiries:**

☎ **Phone:**  
(within Australia) 1300 850 505  
(outside Australia) +61 3 9415 4000



┌ 000001 000 MAK  
MR SAM SAMPLE  
UNIT 123  
SAMPLE STREET  
SAMPLETOWN NSW 2001

## Share Retention Form

 **If you wish to retain your shares, your form must be received by 5.00pm (WST) on 14 June 2013**

This is an important document that requires your immediate attention. It can only be used in relation to the shareholding represented by the details printed overleaf. If you are in doubt about how to deal with this form, please contact your financial or other professional adviser.

### Step 1: Shareholder Details

Use this form if you wish to retain your shares in Minemakers Limited. If you have recently bought or sold shares your holding may differ from that shown. If you have already sold all your shares in Minemakers Limited, do not complete or return this form. If you have more than one holding on Minemakers Limited's register and you do not sell your shares under the Small Shareholding Sale Facility, you should consider consolidating them. For further advice on how to do this, contact Computershare Investor Services Pty Limited ("CIS") on the number above.

Please check the details provided and update your address via [www.investorcentre.com](http://www.investorcentre.com) if any of the details are incorrect. If you have a CHESS sponsored holding, please contact your Controlling Participant to notify a change of address.

### Step 2: Signing Instructions

**Individual:** Where the holding is in one name, the shareholder must sign.

**Joint Holding:** Where the holding is in more than one name, all of the shareholders must sign.

**Power of Attorney:** Where signing as Power of Attorney (POA), you must attach an original certified copy of the POA to this form.

**Companies:** Where the holding is in the name of a Company, this form must be signed in accordance with the Corporations Act, either as:

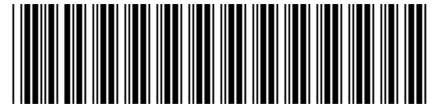
- a Sole Director and Sole Company Secretary **OR** a Sole Director (if no Company Secretary exists), **OR**
- two Directors, **OR**
- a Director and Secretary.

**Overseas Companies:** Where the holding is in the name of an Overseas company (companies incorporated outside Australia) the form must be signed as above, or documentation must be provided showing that the company can sign in an alternate manner.

**Deceased Estate:** All executors must sign and a certified copy of the Death Certificate and Will must accompany this form.

Entering contact details is not compulsory, but will assist us if we need to contact you.

**Turn over to complete the form** →



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# Share Retention Form

For your security keep your SRN/  
HIN confidential.

## STEP 1 Shareholder Details

MR SAM SAMPLE  
UNIT 123  
SAMPLE STREET  
SAMPLETOWN NSW 2001



**Change of Address**  
If incorrect, mark this box and  
make the correction in the  
space to the left.

Shares held as at Tuesday 30 April 2013:

**2000**

## STEP 2 Signature of Shareholder(s) *This section must be completed.*

By signing and returning this form, I/we confirm that I/we understand that my/our shares will NOT be sold under the Small Shareholding Sale Facility

Individual or Shareholder 1

Sole Director and Sole Company Secretary/  
Sole Director (cross out titles as applicable)

Shareholder 2

Director

Shareholder 3

Director/Company Secretary  
(cross out titles as applicable)

Contact Name \_\_\_\_\_

Contact  
Daytime  
Telephone \_\_\_\_\_

Date / /

Email Address \_\_\_\_\_

## Privacy Statement

Personal information is collected on this form by Computershare Investor Services Pty Limited (CIS) as registrar for the securities issuers (the issuer), for the purpose of maintaining registers of securityholders, facilitating distribution payments and other corporate actions and communications. Your personal information may be disclosed to our related bodies corporate, to external service companies such as print or mail service providers, or as otherwise permitted by law. If you would like details of your personal information held by CIS, or you would like to correct information that is inaccurate, incorrect or out of date, please contact CIS. In accordance with the Corporations Act 2001, you may be sent material (including marketing material) approved by the issuer in addition to general corporate communications. You may elect not to receive marketing material by contacting CIS using the details provided above or email [privacy@computershare.com.au](mailto:privacy@computershare.com.au)