



**INCA MINERALS LTD**

ACN: 128 512 907

**ASX ANNOUNCEMENT**

ASX Code: ICG

6 August 2018

## **Inca Rights Issue Prospectus – Letters to Inca Shareholders**

As announced 2 August 2018, Inca Minerals Limited (**Inca** or **Company**) lodged a Prospectus for a non-renounceable pro rata entitlement offer on the basis that shareholders may subscribe for 1 new share in the Company (**New Share**) for every 10 existing shares held, at an issue price of \$0.005 per New Share and also receive 1 free attaching option (**New Option**), for every New Share issued, which is exercisable at \$0.012 at any time on or before 7 August 2020 (**Entitlement Offer**).

The Entitlement Offer is made to all Inca Shareholders with a registered address in Australia, Germany or New Zealand on the Record Date (being 5.00pm Wednesday 8 August 2018 (WST)) (**Eligible Shareholders**). A letter has been despatched to Eligible Shareholders and a sample is attached overleaf.

Shareholders with a registered address outside Australia, Germany or New Zealand (**Ineligible Shareholders**) are ineligible to participate in the Entitlement Offer for reasons outlined in a letter despatched to Ineligible Shareholders a sample of which is attached overleaf.

A Prospectus and a personalised Entitlement and Acceptance Form will be mailed to Eligible Shareholders on or around 10 August 2018.

Justin Walawski  
**Director & Company Secretary**



## INCA MINERALS LTD

6 August 2018

### Letter to Eligible Shareholders – SAMPLE ONLY

[Shareholder Name]  
[Shareholder Address]

Dear Shareholder

#### Participation in Non-Renounceable Entitlement Offer

The Board of Inca Minerals Limited (**Inca** or **Company**) is pleased to invite shareholders to participate in a non-renounceable pro rata entitlement offer on the basis that shareholders may subscribe for 1 new share in the Company (**New Share**) for every 10 existing shares held, at an issue price of \$0.005 per New Share and also receive 1 free attaching option (**New Option**), for every New Share issued, which is exercisable at \$0.012 at any time on or before 7 August 2020 (**Entitlement Offer**).

This Entitlement Offer is made only to all Inca Shareholders with a registered address in Australia, Germany or New Zealand on the Record Date (being 5.00pm Wednesday 8 August 2018 (WST)) (**Eligible Shareholders**). A Prospectus and a personalised Entitlement and Acceptance Form (**E & A Form**) will be mailed to you, as an Eligible Shareholder, on or around 10 August 2018.

In addition to the Entitlement Offer, there may be a separate and independent offer (**Shortfall Offer**) to subscribe for New Shares and New Options not otherwise taken up in the Entitlement Offer (**Shortfall Securities**) on the same terms, price and conditions as the Entitlement Offer. Eligible Shareholders wishing to subscribe for Shortfall Securities, over and above their entitlement, may apply for Shortfall Securities using their personalised Entitlement & Acceptance Form. Inca will apply for ASX official quotation of the New Shares and New Options as described in the timetable (below).

#### Other Key Information Regarding the Entitlement Offer

Entitlements under the Entitlement Offer are non-renounceable meaning that rights will not be tradable on ASX or otherwise transferable. To the extent shareholders do not take up their entitlement, their interest in the Company will be diluted.

As an Eligible Shareholder, you may take one of the following actions:

- Take up all your entitlement to New Shares and New Options (**New Securities**);
- Take up all your entitlement to New Securities and and apply for Shortfall Securities;
- Decline to exercise part or all of your entitlement and allow it to lapse.

The Company is undertaking the Entitlement Offer to raise up to \$1,310,144 (before associated costs) to conduct exploration and evaluation programs at the Company's Cerro Rayas and Greater Riqueza projects in Peru and to provide the Company with additional working capital. The Entitlement Offer is not underwritten.

## Important Dates for the Entitlement Offer

The indicative timetable\* for the Entitlement Offer is as follows:

Event	Date
ASX Announcement of Entitlement Offer and Appendix 3B	Thursday, 2 August 2018
Lodgement of Prospectus with ASIC and provision of a copy to ASX	Thursday 2 August 2018
Company sends letter to Foreign Shareholders	Monday 6 August 2018
Company sends letter to Eligible Shareholders	Monday 6 August 2018
"Ex" Date	Tuesday 7 August 2018
Record Date (at 5.00pm WST)	Wednesday 8 August 2018
Prospectus despatched to Eligible Shareholders	Friday 10 August 2018
Opening Date	Friday 10 August 2018
Closing Date (at 5.00pm WST)	Friday 24 August 2018
Notify ASX of any Shortfall	Wednesday 29 August 2018
Anticipated issue date of New Securities	Friday 31 August 2018
Anticipated date for despatch of holding statements	Friday 31 August 2018
Deferred settlement trading ends	Friday 31 August 2018
Anticipated date for commencement of trading of New Securities <sup>1</sup>	Monday 3 September 2018

\* The above timetable is indicative only and subject to change. Subject to the Listing Rules, the Directors reserve the right to vary these dates, including the Closing Date, without prior notice. Any extension of the Closing Date will have a consequential effect on the anticipated date for issue of the New Shares and New Options. The Directors also reserve the right not to proceed with the whole or part of the Offers at any time prior to allotment. In that event, the relevant Application Monies will be returned without interest.

<sup>1</sup> Note: Trading of the New Options will be subject to ASX Official Quotation

## The Prospectus

Details of the Entitlement Offer are contained in the Prospectus lodged with ASIC and ASX on 2 August 2018. The Prospectus will be mailed to Eligible Shareholders on or about Friday 10 August 2018 along with their personalised Entitlement & Acceptance Form. The Directors encourage you to read the Prospectus carefully and seek advice from your professional adviser if you have any queries. This notice is to inform you of the Entitlement Offer. You are not required to do anything in respect to this letter.

If you have any questions in relation to this letter or the Entitlement Offer, please contact me or the Company Secretary by email on [info@incaminerals.com.au](mailto:info@incaminerals.com.au).

Yours faithfully



Ross Brown  
**Managing Director**



## INCA MINERALS LTD

6 August 2018

### Letter to Ineligible Shareholders – SAMPLE ONLY

[Shareholder Name]  
[Shareholder Address]

Dear Shareholder,

#### Non-Renounceable Pro Rata Entitlement Offer

As recently announced, Inca is undertaking a non-renounceable pro rata entitlement offer on the basis that Eligible Shareholders may subscribe for 1 new share in the Company (**New Share**) for every 10 existing shares held, at an issue price of \$0.005 per New Share and also receive 1 free attaching option (**New Option**), for every New Share issued, which is exercisable at \$0.012 at any time on or before 7 August 2020 (**Entitlement Offer**). The Entitlement Offer will be undertaken through a prospectus issued in accordance with section 713 of the *Corporations Act 2001* (Cth) (**Prospectus**).

The Entitlement Offer is being made to existing shareholders of the Company registered in Australia, Germany and New Zealand. The Company has determined, pursuant to ASX Listing Rule 7.7.1(a) that it would be unreasonable to make offers under the Prospectus to all shareholders with addresses outside of Australia, Germany and New Zealand (**Foreign Holders**) due to legal limitations in some countries, the cost of complying with regulatory requirements in those countries, the relatively small number of shares held by shareholders in other countries and the likely funds that would be raised from shareholders in those countries. Accordingly, the Company has not appointed a nominee in respect of the entitlements of Foreign Holders pursuant to section 615 of the Corporations Act. Further, in compliance with ASX Listing Rule 7.7.1(b), the Company advises that it will not be extending the Entitlement Offer to Foreign Holders.

The Prospectus does not constitute an offer in any place in which, or to any person to whom, it would not be lawful to make such an offer other than for Shareholders in Australia, Germany and New Zealand. The Company is not required to make offers under the Prospectus to Shareholders outside Australia, Germany and New Zealand. Where the Prospectus has been despatched to Shareholders domiciled outside Australia, Germany or New Zealand and where the country's securities code or legislation prohibits or restricts in any way the making of the offer contemplated by the Prospectus, the Prospectus is provided for information purposes only.

Shareholders resident in Australia, Germany and New Zealand holding Shares on behalf of persons who are resident overseas are responsible for ensuring that taking up Entitlements under the Entitlement Offer does not breach regulations in the relevant overseas jurisdiction. Return of a completed Entitlement and Acceptance Form will be taken by the Company to constitute a representation that there has been no breach of those regulations.

**This letter is not an offer to you for the subscription of New Shares.** You are not required to do anything in response to this letter. If you have any questions in relation to this letter or the Entitlement Offer, please contact me or the Company Secretary by email on [info@incaminerals.com.au](mailto:info@incaminerals.com.au).

Yours faithfully

Ross Brown  
**Managing Director**