

ASX Release

Wednesday 30 April 2014

ASX: ACB

Despatch of Notice to Eligible Security Holders

A-Cap Resources Limited (“A-Cap” or the “Company”) (ASX: ACB) has despatched notices to its eligible security holders in accordance with its timetable for the non-renounceable rights issue announced on 28 April 2014.

A copy of the notice which was despatched on Tuesday 29 April 2014 to eligible security holders is attached.

For and on behalf of the board of
A-Cap Resources Limited



DENIS RAKICH
Company Secretary

29 April 2014

(Name)
(Address)
(Address)
(Address)

Dear Shareholder

NON RENOUNCEABLE ENTITLEMENT ISSUE

On 7 April 2014, A-Cap Resources Limited (ASX: ACB) (**Company**) announced that it will be offering eligible shareholders the opportunity to acquire additional fully paid ordinary shares in the capital of the Company (**New Shares**) via a pro rata non-renounceable rights issue (**Offer**) on the basis of 1 New Share for every 3.5 shares held on Friday, 2 May 2014 (**Record Date**).

Shares under the Offer will be offered at 5.5 cents per New Share. The maximum number of New Shares which may be issued under the Entitlement Issue is approximately 81,824,282. The Company has made application to ASX for the quotation of the New Shares.

A prospectus relating to the Offer (**Prospectus**) was lodged with ASX on Thursday 24 April 2014 a Supplementary Prospectus was lodged with ASX on Monday 28 April 2014 both are available on the ASX website at www.asx.com.au.

The Prospectus and Supplementary Prospectus will be sent to Shareholders after the Record Date.

The Offer is fully underwritten.

In addition to being able to apply for New Shares, shareholders who subscribe for their full Entitlement will also have the opportunity to apply for New Shares that are not subscribed for by other shareholders under the Offer (**Additional Shares**). The offer to subscribe for Additional Shares is separate to the Offer.

The issue price of any Additional Shares shall be 5.5 cents per share, being the price at which the New Shares have been offered to shareholders pursuant to the Prospectus. As permitted by the ASX Listing Rules, the Directors reserve the right to issue the Additional Shares at their discretion including to investors who are not currently shareholders. Accordingly, the Company does not guarantee that shareholders will receive any Additional Shares that are applied for.

The Additional Shares are offered on the basis of the Prospectus.





The proposed timetable for the Offer is as follows:

Event	Date
Lodgment of Prospectus with ASIC and lodgment of Appendix 3B with ASX	Thursday, 24 April 2014
Lodgment of Supplementary Prospectus with ASIC	Monday, 28 April 2014
Shares quoted on an "ex" basis	Wednesday, 30 April 2014
Record Date (date for determining entitlements of eligible shareholders to New Shares)	Friday, 2 May 2014
Prospectus and Entitlement and Acceptance Forms despatched	Tuesday, 6 May 2014
Last day for acceptance and payment (Closing Date) 5pm (WST)	Tuesday, 27 May 2014
New Shares quoted on ASX on deferred settlement basis	Wednesday, 28 May 2014
Issue of New Shares and despatch of holding statements	Tuesday, 3 June 2014
Trading in New Shares commences	Wednesday, 4 June 2014

*These dates are subject to change and are indicative only. Subject to the Corporations Act and ASX Listing Rules the Company reserves the right to amend this timetable including by extending or bringing forward the Closing Date.

Use of Funds

The Company intends to apply the funds raised from the Offer to:

-  allow the Company to complete further feasibility work necessary for a mining licence application in the first half of next year at the Company's Letlhakane Uranium Project in Botswana;
-  enable the company to advance its coal projects following positive reports received from independent consultants on the development potential of these assets;
-  enable Shareholders to participate further in the ownership and growth potential of the Company; and
-  meet the costs associated with the Offer.

Overseas Shareholders

Only eligible Shareholders registered as holders of Shares at the record date with a registered address in Australia, New Zealand or China (including Hong Kong) may participate in the Offer.

The Company considers it unreasonable on this occasion to extend the Offer to Shareholders with a registered address outside of Australia, New Zealand or China (including Hong Kong (**Ineligible Overseas Shareholders**), having regard to the costs of complying with legal and regulatory requirements in each of those.

For further information regarding the Offer, please contact Mr Denis Rakich, Director on (+61 8) 9220 9882.

Yours faithfully

A-CAP RESOURCES LIMITED



DENIS RAKICH

Company Secretary