



**ASX Release**

16 September 2019

**ZAMANCO MINERALS LIMITED TO BE DELISTED FROM ASX**

Zamanco Minerals Limited (ASX: ZAM) (“Zamanco” or the “Company”) wishes to advise that ASX will delist the Company from the Official List effective on 27 September 2019.

The Company has been evaluating and progressing a potential transaction, however, it has not been able to demonstrate compliance with Chapter 12 of the Listing Rules to the satisfaction of ASX and has been unable to re-comply with Chapters 1 and 2 of the Listing Rules within the timeframe set by ASX.

The consequences of Zamanco’s removal from the Official List of the ASX include:

- Zamanco’s Shares will no longer be quoted on the ASX and will no longer be traded on the ASX.
- Your shareholding in the Company will be automatically converted into an Issuer Sponsored Holding, if your shares are not already held in that manner (i.e. CHESS Sponsored). An Issuer Sponsored Holding Statement will be mailed to your registered address. You are not required to do or pay anything to facilitate this.
- Shareholders will only be able to sell their Zamanco Shares via off-market private transactions in accordance with the Company’s constitution. Shareholders who wish to sell their Shares after the Company is delisted will need to find a buyer for their Shares and complete a standard off-market transfer form, and provide it to the Company’s share registry, Computershare, for processing.
- It is the Company’s intention to assist, where possible, shareholders who may wish to sell their Zamanco Shares post-delisting.
- the ASX Listing Rules will no longer apply to Zamanco and shareholder protections contained in the ASX Listing Rules will no longer apply, including certain restrictions on the issue of Shares by Zamanco, certain restrictions in relation to transactions with persons in a position of influence and the requirement to address the ASX Corporate Governance Principles and Recommendations on an annual basis. However, Zamanco will continue to be subject to, and the Shareholders will still have the benefit of, certain provisions of the Corporation Act 2001 (Cth) (“Corporations Act”) applicable to unlisted public companies including, among other things, the related party provisions in Chapter 2E of the Corporations Act.
- While the Company continues to have in excess of 300 shareholders, Zamanco will be an ‘unlisted disclosing entity’ for the purposes of the Corporations Act, and will therefore

remain subject to the continuous disclosure provisions in section 675 of the Corporations Act, which require an entity to lodge certain material information with the Australian Securities and Investments Commission (“ASIC”).

- The Company will also continue to be subject to obligations to prepare audited annual and half-yearly financial statements under Part 2M.3 of the Corporations Act and will be required to hold an AGM at least once each calendar year and within five months after the end of its financial year in accordance with section 250N of the Corporations Act. Moreover, Shareholders will continue to receive the benefit of the protections under Chapter 6 of the Corporations Act (for so long as the Company has 50 shareholders or more).

The Company will continue to progress the potential transaction currently under evaluation, and, if suitable, will proceed with relisting on the ASX via an IPO in the near future.

Shareholders should refer to the Company website, [zamancominerals.com.au](http://zamancominerals.com.au) for further information and updates on the activities of the Company from the Delisting date onwards.

Shareholders are invited to contact the Company if they have any queries in respect of the matters set out above.

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