



Unmarketable Parcel Sale Facility

ASX ANNOUNCEMENT

8 June 2018

**Australian Securities
Exchange Code: RND**

Board of Directors:

Mr Otakar Demis
*Chairman and Joint Company
Secretary*

Mr Anton Billis
Managing Director

Mr Gordon Sklenka
Non-Executive Director

Mr Roland Berzins
Joint Company Secretary

Rand Mining Limited (ACN 004 669 658) (**RND** or **Company**) is pleased to announce that it has instituted the sale of ordinary shares for holders of unmarketable parcels of the Company's shares.

The ASX Listing Rules define an unmarketable parcel as those with a market value of less than A\$500. As at 5.00pm (WST) on 7 June 2018 (**Record Date**), an unmarketable parcel of shares is any shareholding of 181 shares or less, based on the Company's closing share price of \$2.75 on the Record Date. This represents 8,112 shares, held by 80 shareholders (**Minority Members**).

The Company is offering this sale to assist holders of unmarketable parcels to sell their shares without having to use a broker or pay brokerage. The Company will pay for all the costs of the sale for shareholders who use this facility, excluding tax consequences from the sale which remain the shareholder's responsibility.

The Company values all of its shareholders; however, it incurs significant administration costs maintaining such a large number of unmarketable parcels. By facilitating this sale, the Company expects to reduce the administrative costs associated with maintaining a large number of very small holdings.

If Minority Members wish to sell their shares through this facility, they do not have to take any action.

If Minority Members **do not wish** to sell their shares through this facility, they **must** complete and return a Notice of Retention Form to the Company's share registry, Advanced Share Registry by 5.00pm (WST) on 23 July 2018.

Upon the sale of the unmarketable parcel shares, proceeds shall be forwarded to Minority Members as soon as possible.

Attached to this announcement is a copy of the letter and the Notice of Retention that is currently being mailed to shareholders that held an unmarketable parcel in the Company on the Record Date.

If you have any queries, please contact the Company on (08) 9474 2113 or your professional advisers.

Roland Berzins
Company Secretary
Rand Mining Limited

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South Perth WA 6151
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8 June 2018

Dear Shareholder

IMPORTANT NOTICE

Sale of your Unmarketable Parcel of Rand Mining Limited Shares

I am writing to you to advise that Rand Mining Limited (ACN 004 669 658) (**RND** or **Company**) has established a share sale facility (**Facility**) for holders of parcels of shares valued at less than A\$500 as at close of trade on 7 June 2018. (**Unmarketable Parcels**).

The Company is offering this sale to assist holders of unmarketable parcels to sell their shares. Holders of Unmarketable Parcels who take advantage of the Facility will have their shares sold without having to use a broker or pay brokerage. The Company will pay for all the costs of the sale for shareholders who use the Facility, excluding tax consequences from the sale (which remain the shareholder's responsibility).

Our records show that you held an Unmarketable Parcel based on the Company's closing share price of \$2.75 on 7 June 2018 (**Record Date**). Unless you advise the Company that you **DO NOT WISH** to sell your shares within six (6) weeks of the date of this letter, the Company intends to sell your shares through the Facility in accordance with clause 14.2 of the Company's constitution and the ASX Listing Rules. Proceeds of the sale will be sent to you following settlement of the sale or otherwise as soon as is practicable. The shares will be sold at the authorised price, being the market price of the Company's shares on the day of sale.

If you DO NOT WISH to sell your shares through the Facility, you must complete and return the enclosed Notice of Retention Form to the Company's share registry, Advanced Share Registry by 5.00pm (WST) on 23 July 2018 (**Retention Date**). Please read the instructions on your personalised Retention Form carefully before completing it.

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

By refraining from taking any action, after expiration of the time prescribed in the ASX Listing Rules and the Company's Constitution, you will be deemed to have irrevocably appointed the Company as your agent:

(a) to sell your shares at a price to be determined by when and how the shares are sold and without any cost being incurred by you; and

(b) to deal with the proceeds of the sale as set out in the attached information pack.

Important information

The Company has determined that you hold an Unmarketable Parcel, based on the Company's closing share price the Record Date. The Company will not consider any increase in the share price after the Record Date, or re-value your holding on the Retention Date, in determining whose shares may be bought or sold pursuant to the Facility.

As you have an Unmarketable Parcel at the Record Date, unless you complete and return the Notice of Retention Form, the Company will be entitled to sell your shares under the Facility.

If you take no action, and do not return a Notice of Retention Form, the Company will be entitled to sell your shares under the facility, and you will receive the proceeds of sale by cheque, posted to your address as shown in the share register at the time the share sale is completed. Payment of the sale proceeds in this manner is at your own risk.

The Company does not make any recommendations or provide any advice to you regarding whether to buy, sell or hold your shares, nor that this Facility is the best way to sell your shares.

If you need help deciding what to do, or if you require information regarding the financial, legal or tax consequences of participating in the Facility, you should consult your legal, financial or taxation adviser.

The attached information pack sets out further details of the Facility, which you should read carefully before making any decision. If you require any further information you can also contact the Company's share registry, Advanced Share Registry on (08) 9389 8033 between the hours of 9.00am (WST) and 5.00pm (WT) Monday to Friday.

Yours Sincerely,



ROLAND BERZINS

Company Secretary

Rand Mining Limited

UNMARKETABLE PARCEL INFORMATION PACK

1. What is an Unmarketable Parcel of Shares

An unmarketable parcel of shares is a holding of shares in Rand Mining Limited (ACN 004 669 658)(ASX:RND) valued at less than \$500 as at close of trade on the Record Date. The Record Date for the purposes of establishing holders of unmarketable parcels has been set by the Company at close of trade on 7 June 2018. Based on the price of the Company's shares at the Record Date, this is a holding of 181 shares or less.

2. What Price will I receive for shares sold through the Facility?

The price you will receive for your shares under the Facility will be determined by when and how the shares are sold. The shares will be sold at the authorised price, being the market price of the Company's shares at the time they are sold.

The Company's directors have engaged Mainbreak Securities Pty Ltd to sell your shares on market or in any other way they consider fair and reasonable in the circumstances. You will not have control over the time at which your shares are sold.

The price you receive may be different from the price appearing in news sources or quoted by ASX on any day, may not be the best price on the day your shares are sold, and may be an average price per share based on the price obtained for all the shares sold under the Facility.

3. What is the price of RND's shares?

The last sale price of RND shares on 7 June 2018 was \$2.75. The share price changes frequently and more recent prices are available in news sources and from the ASX website (www.asx.com.au) under the ASX code RND.

4. When will the proceeds from the sale of shares be sent to me?

Payment will be sent to you following settlement of the sale or otherwise, as soon as is practicable. Payment will be made in Australian dollars by cheque. You will be notified by way of a transaction confirmation statement of the number of shares sold, and the price and total sale proceeds. A cheque will be sent by post to your address as shown in the share register at the time the share sale payment is completed.

5. If I buy more shares, will I retain my holding?

Yes, the Company will treat any purchase of additional shares to increase the value of your RND shareholding to more than \$500 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 23 July 2018 under the same name and address and with the same holder number (SRN or HIN) as set out in this letter.

6. What if my shares are held in a CHESS holding?

If your shares remain in a CHESS holding at 5.00pm (WST) on 23 July 2018 the Company may move those shares to an issuer sponsored holding and the shares will be sold through the Facility.

7. Where can I get further information?

If you have any further questions concerning your shareholding or how the facility will operate, please contact the Company's share registry, Advanced Share Registry on (08) 9389 8033 between the hours of 9.00am (WST) and 5.00pm (WST) Monday to Friday.

8. Important notes

RND reserves the right to vary, delay or terminate the Facility by notice to the ASX.

RND is not bound to sell any or all of the shares that may be available for it to sell under this Facility, and there is no guarantee that RND will be able to sell your shares.

In addition, the sale proceeds may differ from the market value of your shares on the Record Date, depending on movements in the market price of the shares and on Mainbreak Securities' ability to procure purchasers.

Please also note that the Company will not sell your shares in the event that a third party announces a takeover offer for the Company. Consistent with its continuous disclosure obligations, the Company may release to the ASX information that may be material to a shareholder's decision as to whether they wish to retain their shares. This information will, if released, be available on the ASX website at www.asx.com.au (ASX code "RND") and on the Company's website www.randmining.com.au.

RND reserves the right to change any of the dates referred to in this letter by notice to the ASX. If you are in any doubt about what to do, you should consult your legal, financial or taxation adviser.

NOTE:

If you currently have more than one holding on RND's register, you may wish to consider amalgamating your multiple holdings, as this may result in your amalgamated holding no longer being an Unmarketable Parcel. Under these circumstances, your shares will not be sold as part of the Facility. Any such amalgamation needs to be effective on the register by 5.00pm (WST) on 23 July 2018. Contact your professional advisors if you have any queries.



**All correspondence to:
Advanced Share Registry**

PO Box 1156, Nedlands, WA 6909
110 Stirling Hwy, Nedlands, WA 6009
P: +61 8 9389 8033 | F: +61 8 9262 3723
E: admin@advancedshare.com.au
W: www.advancedshare.com.au

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|--------------|--|
| Sub-Register | |
| HIN / SRN | |

Please Complete the form in Capital Letters.

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| A | B | C |
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Where a choice is required, mark the box with an 'X'

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| X |
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SHARE RETENTION FORM

IMPORTANT: If you wish to retain your ordinary shares ('Shares') in the Company, you must complete this form and return it so that it is received by no later than 23 July 2018. You should also refer to the detailed terms and conditions and other documents that accompanied this form. If you are in any doubt as to how to deal with this form, please consult a professional advisor.

Number of Shares as at Record Date

The number of Shares that you held at 07 June 2018

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| XXXXX |
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Retention of Shares

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I/we refer to the notice from the Company dated 08 June 2018 and record my/our wish to retain my/our Shares.

Contact details - Please provide your contact details in case we need to speak to you about this form.

Name of contact person

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Contact person's daytime telephone number

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Email Communications

Please assist us in our commitment to the environment by providing your email address and elect to receive communications electronically.

By entering my email address and sending it back in I, acknowledge and agree that I have read and understood Advanced Share's Terms and Conditions of use which I can obtain on the Advanced Share website (www.advancedshare.com.au/investors), or alternatively by calling the Advanced Share Registry.

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Sign here - This section must be signed before we can process this form.

By signing and returning this form, I/we confirm that I/we understand that my/our Shares will not be sold under the Unmarketable Parcel Share Sale Facility.

Individual or Securityholder 1

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Sole Director and Sole Company Secretary

Securityholder 2

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Director

Securityholder 3

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Director/Company Secretary

Date Month Year

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SHARE RETENTION FORM

Securityholders who wish to retain their shares must lodge a Share Retention form.

Number of Shares as at Record Date

This is the total number of Shares you held at 07 June 2018.

Retention of Shares

If you would like to retain your shares, please mark the box on the front of the form and return it in accordance with the lodgement instructions below.

If this form is not received by that time, and you have not otherwise validly notified the Company that you wish to retain your Shares by that time, the Company will be entitled to have your Shares sold for you.

If you wish to sell your Shares under the Share Sale Facility, you should not complete this form.

Contact details

Enter the name of a contact person and telephone number. These details will only be used in the event that the registry has a query regarding this form.

Email Communications

Enter your email address. Your email address will be used to send you your shareholder communications electronically.

Signatures

You must sign and date the form as follows in the space provided:

Joint holding: where the holding is in more than one name all of the securityholders must sign.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held.

Consolidation of shareholdings

If you have more than one holding on Rand Mining Limited's register and you do not sell your Shares under the Unmarketable Parcel Share Sale Facility, you should consider consolidating them. For further advice in this regard, please contact ADVANCED SHARE REGISTRY.

Lodgement of Form

If you wish to retain your Shares, this Share Retention Form must be completed and received by ADVANCED SHARE REGISTRY Perth **by no later than 23 July 2018**.

It is your responsibility to allow sufficient time for this form to be received by ADVANCED SHARE REGISTRY.

Your Share Retention Form must be sent to the Company's share registry by:

Mail: Rand Mining Limited, C/: Advanced Share Registry Services, PO Box 1156, Nedlands WA 6909
Hand Delivery: Advanced Share Registry Services, 110 Stirling Highway, Nedlands WA 6009
Facsimile: +61 9262 3723
Email: admin@advancedshare.com.au

Neither ADVANCED SHARE REGISTRY nor the Company accepts any responsibility if you lodge the Share Retention Form at any other address or by any other means.

Privacy Statement

Personal information is collected on this form by ADVANCED SHARE REGISTRY, as registrar for the Company, for the purpose of effecting your instructions in relation to the Share Sale Facility, maintaining registers of security holders, facilitating distribution payments and other corporate actions and communications. Your personal information may be disclosed to our related bodies corporate, to the Company and its professional advisers, to external service companies such as print or mail service providers, or as otherwise required or permitted by law. If you would like details of your personal information held by ADVANCED SHARE REGISTRY, or you would like to correct information that is inaccurate, incorrect or out of date, please contact ADVANCED SHARE REGISTRY. In accordance with the Corporations Act 2001(Cth), you may be sent material (including marketing material) approved by the Company in addition to general corporate communications. You may elect not to receive marketing material by contacting ADVANCED SHARE REGISTRY.

This form may not be used to notify your change of address. For information please contact ADVANCED SHARE REGISTRY on (618) 9389 8033 or visit the share registry at www.advancedshare.com.au.