



9 December 2014

Proposed selective capital return to shareholders and delisting - confirmed list of Continuing Shareholders

We refer to our previous ASX announcements in relation to the proposed selective capital return of five cents per share to shareholders and delisting (**Proposed Transaction**) and the documents sent to shareholders on Monday 27 October 2014, including the Shareholder Booklet explaining the Proposed Transaction and resolutions to approve the Proposed Transaction.

As stated in the Shareholder Booklet, the final date and time for the Company to receive Election Forms from Shareholders who hold at least 500,000 Shares was 5.00 pm on Friday, 5 December 2014.

Announcement of Continuing Shareholders

The Company has now reviewed all received Election Forms and can confirm the final list of Continuing Shareholders is set out in Appendix A attached to this announcement that together hold a total of 199,689,684 fully paid shares in the company.

All other Shareholders are Exiting Shareholders and will receive the capital return and have their shares cancelled, subject to the necessary shareholder approvals.

Deciding how to vote at the Meetings

We encourage Shareholders to read the Shareholder Booklet in its entirety before making a decision on how to vote on the resolutions to be considered at the Meetings.

An explanation of the choices available to Exiting Shareholders and Continuing Shareholders in deciding how to vote and their eligibility to vote at each of the Meetings is set out in the "Voting at Meetings" section of the Shareholder Booklet (pages 11 and 12). These are:

- a Special Meeting of Exiting Shareholders only to approve the capital return and cancellation of shares, by special resolution
- a General Meeting to approve:
 - the capital return and cancellation of shares, by special resolution which can only be voted on by Continuing Shareholders;
 - the removal of Vantage from the official list of the ASX, by ordinary resolution which can be voted on by all shareholders

The Special Meeting of Exiting Shareholders will be held at **11 am on Friday 12 December 2014**.

The General Meeting for all Shareholders will be held at **11.30 am on Friday 12 December 2014**.

The Meetings will be held at the offices of **Baker & McKenzie at Level 27, 50 Bridge Street, Sydney NSW**.

We remind Shareholders that the date and time for lodgement of proxy forms are:

- for the Special Meeting of Exiting Shareholders - 11 am Wednesday 10 December 2014
- for the General Meeting of all Shareholders - 11.30 am Wednesday 10 December 2014.

Please contact Wayne Kernaghan on 02 8298 2006 if you have any questions.

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VANTAGE GOLDFIELDS LIMITED

List of Continuing Shareholders

CELTIC TRUST CO LIMITED
STIRLING NOMINEES LIMITED
ASIAN INVESTMENT MANAGEMENT SERVICES LIMITED
ASIAN INVESTMENT MANAGEMENT SERVICES LIMITED
MR CHRISTOPHER HOLDSWORTH
IAL INTERNATIONAL AVIATION LOGISTICS LIMITED
BONA FIDES NOMINEES LTD
EGH LIMITED
BUCKFAST ENTERPRISES LIMITED
MOUNT BAY HOLDINGS LIMITED
MR TIM PARSONS
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED
NATIONAL NOMINEES LIMITED
J P MORGAN NOMINEES AUSTRALIA LIMITED
CITICORP NOMINEES PTY LIMITED
MR DAVID TIMBS
MR KEVIN T RYAN
MR DAVID MICHAEL BEGG
NALMOR PTY LTD
ABN AMRO CLEARING SYDNEY NOMINEES PTY LTD

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