



SOVEREIGN GOLD  
COMPANY LIMITED

Sovereign Gold Company Limited  
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**Latest News**

[www.sovereigngold.com.au](http://www.sovereigngold.com.au)

**Directors / Officers**

John Dawkins AO  
Simon Bird MD  
Michael Leu  
Bruce Dennis  
Jacob Rebek

**ASX Symbol: SOC**

## Non-Renounceable Rights Issue

Sovereign Gold Company Limited (**Sovereign Gold** or the **Company**) is pleased to announce a non-renounceable rights issue to Eligible Shareholders, on the basis of 1 new fully paid ordinary share for every 1 share held, at an issue price of \$0.002 per share (**New Shares**), to raise approximately \$790,000, based on Sovereign Gold's undiluted share capital (**Rights Issue**).

396,845,499 fully paid ordinary shares will be offered under the Rights Issue.

Shareholders who hold shares at 7.00 pm (Sydney Time) on 1 June 2015 (**Record Date**), and have a registered address in Australia or New Zealand will be eligible to participate in the Rights Issue. Shares issued pursuant to the Rights Issue will rank equally with all shares on issue (**Eligible Shareholders**).

The purpose of the Rights Issue is to raise approximately \$790,000, excluding the costs of the Rights Issue. The funds raised from the Rights Issue will be used to fund debt retirement and to provide working capital.

The proposed timetable for the Rights Issue is set out below. The dates are indicative only and the Company reserves the right to vary the dates including the right to extend the Closing Date or to withdraw the right issue (subject to the *Corporations Act 2001 (Cth)* and the ASX Listing Rules).

|   |                      |
|---|----------------------|
| Announcement of Entitlement Offer   |                      |
| Submit Appendix 3B to ASX   | Monday, 18 May 15    |
| Information Booklet lodged with ASX   |                      |
| Notice of Entitlement Offer sent to Shareholders                                  | Tuesday, 19 May 15   |
| Trading on Ex basis   | Thursday, 28 May 15  |
| Record Date for the Entitlement Offer<br>(7:00 pm Sydney Time)                    | Monday, 1 June 15    |
| Completion of despatch of Information Booklet announced                           | Thursday, 4 June 15  |
| Opening Date of Entitlement Offer   | Thursday, 4 June 15  |
| Closing Date of Entitlement Offer<br>(5:00 pm Sydney Time)                        | Friday, 3 July 15    |
| Trading on deferred settlement basis commences                                    | Monday, 6 July 15    |
| ASX notified of under subscriptions   | Wednesday, 8 July 15 |
| Issue date of New Shares  | Friday, 10 July 15   |
| Despatch of New Shares holding statements and deferred<br>settlement trading ends | Friday, 10 July 15   |
| Normal trading begins   | Monday, 13 July 15   |

The Rights Issue is being made without a disclosure document, pursuant to the exemption granted in section 708AA of the *Corporations Act 2001 (Cth)* as modified by ASIC Class Order 08/35.

Sovereign Gold will send an Information Booklet and personalised Application Form by 4 June 2015.

Any person considering acquiring shares under the Rights Issue should read the Information Booklet carefully. Applications for shares under the Rights Issue may only be made using the Application Form to be attached to, or accompanying the Information Booklet. Securities will only be issued on the basis of an Application Form issued together with the Information Booklet.

Nothing contained in this announcement constitutes investment, legal, tax or other advice. You should make your own assessment and take independent professional advice in relation to the information and any action taken on the basis of the information.



**Excluded information**

Sovereign Gold advises that, as at the date of this notice there is no information:

- 1) that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
- 2) that investors and their professional advisors would reasonably require for the purpose of making an informed assessment of:
  - a) the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
  - b) the rights and liabilities attaching to the New Shares.

**Cleansing Notice**

Pursuant to section 708AA(7) of the *Corporations Act*, Sovereign Gold provides notice of the following:

- 1) Sovereign Gold will offer the New Shares for issue without disclosure to investors under Part 6D.2 of the *Corporations Act*.
- 2) Sovereign Gold is providing this notice under section 708AA2(f) of the *Corporations Act*.
- 3) As at the date of this notice, Sovereign Gold has complied with:
  - a) the provisions of Chapter 2M of the *Corporations Act* as they apply to Sovereign Gold; and
  - b) section 674 of the *Corporations Act*.
- 4) As at the date of this notice there is no information:
  - a) that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
  - b) that investors and their professional advisors would reasonably require for the purpose of making an informed assessment of:
    - i) the assets and liabilities, financial position and performance, profits and losses and prospects of Sovereign Gold; or
    - ii) the rights and liabilities attaching to the New Shares.
- 5) If all shareholders take up their entitlement under the Rights Issue, the Rights Issue will have no effect on the control of Sovereign Gold. However, the proportional shareholdings of shareholders who are not residents in Australia or New Zealand may be diluted, as those shareholders are not entitled to participate in the Rights Issue. Additionally, if an eligible shareholder does not take up their entitlement in full there may be a dilutionary effect on that shareholder's proportionate shareholdings. The Rights Issue is not underwritten. In the event of a shortfall, the directors of Sovereign Gold reserve the right to place the shortfall at their sole discretion.

**Further information**

Up to 396,845,499 fully paid ordinary shares may be issued.

The New Shares will be issued for \$0.002 each.

Upon completion of the Rights Issue the issued capital of Sovereign Gold will comprise:

|         |             |
|---------|-------------|
| Shares  | 793,690,998 |
| Options | 1,800,000   |

The New Shares will rank equally in all respects with Sovereign Gold's existing shares. If an eligible shareholder's entitlement results in a fraction of a New Share, the shareholder's entitlement will be rounded up to the nearest whole number.

Trading in the New Shares is expected to commence on 13 July 2015.

An Appendix 3B applying for quotation of the New Shares will be lodged with the ASX today.

Unless defined within, capitalised terms used in this announcement have the same meaning given to those terms in the Information Booklet.

Sovereign Gold encourages all Eligible Shareholders to participate in the capital raising.

**For further information please contact:**

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