



30 May 2016

Notice Under ASX Listing Rule 3.10.5 and Section 708A(5)(e) of the Corporations Act

Inca Minerals Limited [ASX: ICG] (**Inca**) advises that it has today issued 35,565,000 fully paid ordinary shares at \$0.003 per share to raise a total of A\$106,695.00 (**Placement**). The Placement was made, without a disclosure document, to sophisticated investors under s.708(8) of the Corporations Act 2001 (**Act**) (8,500,000 Placement shares) and to existing shareholders under s.708(1) of the Act (27,065,000 Placement shares).

The Placement was completed using 6,886,818 shares under Inca's 15% capacity pursuant to ASX Listing Rule 7.1 and 28,678,182 shares under Inca's 10% placement capacity pursuant to ASX Listing Rule 7.1A as approved by shareholders at Inca's Annual General Meeting on 30 November 2015.

Pursuant to ASX Listing Rules 3.10.5 and 3.10.5A, Inca provides the following information:

1. The issue of 28,678,182 fully paid ordinary shares described above diluted the voting power of existing shareholders by 0.24%.
2. Inca elected to make the Placement under ASX Listing Rules 7.1 and 7.1A rather than a pro rata issue (or other type of issue) due to the cost-benefits of such an issue.
3. There were no underwriting agreements in connection with the Placement.
4. There were no broker commissions/corporate advisory fees in connection with the Placement.

Notice Under Section 708A of the Corporations Act

Inca gives this notice pursuant to Section 708A(5)(e) of the Corporations Act. The 35,565,000 fully paid ordinary Placement shares (described above) were issued without disclosure to investors under Part 6D.2 of the Corporations Act. As at the date of this notice Inca has complied with:

- (a) The provisions of Chapter 2M of the Corporations Act; and
- (b) Section 674 of the Corporations Act.

As at the date of this notice, there is no excluded information for the purposes of Sections 708A(7) and (8) of the Corporations Act.

Justin Walawski
Director & Company Secretary