



INCA MINERALS LTD

27 September 2019

Dear Shareholder,

RENOUNCEABLE RIGHTS ISSUE – NOTIFICATION TO ELIGIBLE SHAREHOLDERS

On 27 September 2019 Inca Minerals Limited (**Company**) announced a renounceable pro rata offer of approximately 780 million fully paid ordinary shares (**New Shares**) at an issue price of \$0.002 per New Share, with 2 attaching options (exercise price \$0.007 expiring 3 years from issue) (**New Options**) for every 3 New Share issued (**Rights Issue**).

The Rights Issue is offered to holders of the Company's fully paid shares held as at 7:00pm (EST) on 3 October 2019 (**Record Date**) with a registered address in Australia or New Zealand, on the basis of 1 New Share for every 4 shares held, and will raise up to approximately \$1.6 million (before costs).

The Rights Issue is partially underwritten by CPS Capital Group Pty Limited for \$600,000. The Directors intend to apply the proceeds from the Rights Issue as follows:

Use of funds (\$'000) (approx.) ¹	Underwritten Amount ²	Full Subscription
Peru Exploration	51	133
Queensland Exploration	89	265
Northern Territory Exploration	82	422
New Projects/East Timor Exploration	15	50
Working Capital	259	518
Costs of the Offer	104	219
Total use of funds	600	1,600

- ¹ This table is a statement of the proposed application of the funds raised as at the date of the Prospectus. As with any budget, intervening events and new circumstances have the potential to affect the Company's decisions. The Company reserves the right to vary the way funds are applied.
- ² Funds raised will, in the event less than Fully Subscription is received, be allocated firstly towards the costs of the Offer and then proportionally as set about above and subject to exploration success and timing for when projects become available for exploration.

The Company expects the Rights Issue to be conducted in accordance with the following timetable:

Ex date – Shares trade ex Entitlement (Ex Date) Rights trading commences on deferred settlement basis	2 October 2019
Record date to determine Entitlement (Record Date)	5pm WST, 3 October 2019

Prospectus with Entitlement and Acceptance Form dispatched Offer opens for receipt of Applications	No later than 8 October 2019
Rights trading ends	15 October 2019
Closing date for acceptances	22 October 2019
Notify ASX of under-subscriptions	25 October 2019
Issue of New Shares	29 October 2019
Dispatch of shareholding statements Normal trading of New Shares expected to commence	30 October 2019

The Directors may extend the Closing Date subject to the Corporations Act and Listing Rules.

The New Shares issued pursuant to the Rights Issue will rank equally with existing fully paid ordinary shares in the Company. Application has been made for the quotation of the New Shares and New Options.

The Rights Issue will be offered under a prospectus which was lodged with ASIC on 27 September 2019 (**Prospectus**), and which will be sent to Eligible Shareholders shortly after the Record Date. Shareholders should consider the Prospectus carefully in deciding whether to acquire securities offered under the Rights Issue.

The Company's capital structure before and after completion of the Rights Issue is set out below:

	Underwritten Amount	Full Subscription
Shares currently on issue ¹	3,134,350,366	3,134,350,366
Total Options currently on issue (ASX:ICGO)	408,662,207	408,662,207
New Shares offered ¹	300,000,000	783,587,592
New Options offered ²	200,000,000	522,391,728

¹ This assumes no further Shares are issued prior to the Record Date.

² The Company has also agreed to issue the Underwriter up to 72 million New Options. See the Prospectus for more information

The Company reserves the right to issue further securities in conjunction with the Offer using its existing 15% capacity.

Please contact the Company on +61 419 997 171 or email info@incaminerals.com.au if you have any queries, or consult your stockbroker or professional adviser.

We look forward to your participation in the Rights Issue.

Yours faithfully



Ross Brown
Managing Director
Inca Minerals Limited



INCA MINERALS LTD

27 September 2019

Dear Shareholder,

RENOUNCEABLE RIGHTS ISSUE – NOTIFICATION TO INELIGIBLE SHAREHOLDERS

On 27 September 2019 Inca Minerals Limited (**Company**) announced a renounceable pro rata offer of approximately 780 million fully paid ordinary shares (**New Shares**) at an issue price of \$0.002 per New Share, with 2 attaching options (exercise price \$0.007 expiring 3 years from issue) (**New Options**) for every 3 New Share issued (**Rights Issue**).

The Rights Issue is offered to holders of the Company's fully paid shares held as at 5:00pm (WST) on 3 October 2019 (**Record Date**) with a registered address in Australia or New Zealand, on the basis of 1 New Share for every 4 shares held, and will raise up to approximately \$1.6 million (before costs).

The Company has decided that it is impractical to make offers under the Rights Issue to shareholders with a registered address outside Australia or New Zealand (**Ineligible Shareholders**), having regard to the number of such shareholders, their holdings and the compliance costs required to offer the Shares under the Rights Issue to those shareholders.

Unfortunately, since you are an Ineligible Shareholder, no offer is being made to you and the offer document prepared by the Company in relation to the Rights Issue will not be sent to you. In accordance with the Listing Rules, the Company has appointed CPS Capital Group Pty Limited to sell Ineligible Shareholders' entitlements, and to account to them for the net proceeds of sale (if any).

This letter is neither an offer to issue new shares to you, nor an invitation for you to apply for new shares, and you do not have to take any further action in relation to the Rights Issue.

Please contact the Company on +61 419 997 171 or email info@incaminerals.com.au if you have any queries, or consult your stockbroker or professional adviser.

Yours faithfully

Ross Brown
Managing Director
Inca Minerals Limited