



## ASX Announcement

26 September 2014

---

ASX Code: VKA

### Auminco Takeover Closes – Compulsory Acquisition Notice Issued

---

Viking Mines Limited (**Viking**) advises that the off-market takeover bid for all the fully paid ordinary shares in Auminco Mines Limited (**Auminco**) (**Offer**) closed at 5.00pm (WST) on 26 September 2014. The Offer received overwhelming support and Viking has received acceptances in respect of 97.93% of Auminco shares.

As the relevant thresholds have been reached, compulsory acquisition of the outstanding Auminco shares will proceed.

Accordingly, we **enclose** a copy of ASIC form 6021 for the Offer (Notice of compulsory acquisition following takeover bid) (**Compulsory Acquisition Notice**) and the accompanying letter to be sent to remaining Auminco shareholders in accordance with section 661B(1)(d) of the Corporations Act.

The Compulsory Acquisition Notice was lodged with the Australian Securities and Investments Commission (**ASIC**) today in accordance with section 661B(1)(b) of the Corporations Act. The Compulsory Acquisition Notice and accompanying letter will be sent to remaining Auminco shareholders by no later than close of business, 30 September 2014.

We also **enclose** a copy of ASIC form 6022 (Notice of right of buy out to remaining holder of securities following a takeover bid). As permitted by the Corporations Act, a copy of this notice will not be sent to remaining Auminco shareholders who are to receive a Compulsory Acquisition Notice. The notice has, however, been lodged with ASIC today.

**ENDS**



## VIKING MINES COMPANY INFORMATION

### Directors

Jack Gardner	Non-Executive Chairman
Peter McMickan	Managing Director
Trygve Kroepelien	Non-Executive Director

### Company Secretary

Michael Langoulant

### Shareholder Enquiries

Company	Peter McMickan
Telephone:	+618 6313 5151
Facsimile:	+618 9324 2977
Email:	<a href="mailto:info@vikingmines.com">info@vikingmines.com</a>
Website:	<a href="http://www.vikingmines.com">www.vikingmines.com</a>

### Corporate Advisor

	Emerald Partners Limited
	Matthew Howison
Telephone:	+61 414 505 919
Facsimile:	+61 2 9251 5067
Email:	<a href="mailto:m.howison@emeraldpartners.com.au">m.howison@emeraldpartners.com.au</a>

## AUMINCO MINES COMPANY INFORMATION

Contact	Andrew Whitten, Chairman
Telephone:	+61 2 9929 5122
Facsimile:	+61 2 9283 1970
Email:	<a href="mailto:awhitten@auminco.com.au">awhitten@auminco.com.au</a>

### Corporate Adviser

	Inteq Limited
	Kim Jacobs
Telephone:	+61 2 9229 2700
Facsimile:	+61 2 9229 2727
Email:	<a href="mailto:kjacobs@inteq.com.au">kjacobs@inteq.com.au</a>



# Cover page: Notice of right of buy out to remaining holder of securities following a takeover bid

If there is insufficient space in any section of the form, you may attach an annexure and submit as part of this lodgement

## Lodgement details

Who should ASIC contact if there is a query about this form?

Name

Will Moncrieff

ASIC registered agent number (if applicable)

Company/entity name

Jackson McDonald

ACN/ABN/ARBN/ARSN

N/A

Telephone number

(08) 9426 6611

Postal address

GPO Box M971

PERTH WA 6000

Email address (optional)

wmoncrieff@jacmac.com.au

## How to complete this form

1. Complete this COVER page and the notice pages.
2. Send copies of notice pages to holders. **DO NOT INCLUDE THIS COVER PAGE or GUIDE.**
3. Lodge COVER page and notice pages with ASIC.

## Lodgement

Send completed and signed forms to:  
Australian Securities and Investments Commission,  
PO Box 9827 in your capital city.

Or lodge the form in person at an ASIC Service Centre  
(see [www.asic.gov.au/servicecentres](http://www.asic.gov.au/servicecentres))

### For more information

Web [www.asic.gov.au](http://www.asic.gov.au)  
Need help? [www.asic.gov.au/question](http://www.asic.gov.au/question)  
Telephone 1300 300 630

# Notice of right of buy out to remaining holder of securities following a takeover bid

## Notice

Description of class of securities to which the bid relates.

To each holder of:

Fully paid ordinary shares in Auminco Mines Limited  
(‘Bid Class Securities’)

Name of target company

in

Name (‘the Company’)

Auminco Mines Limited

ACN/ARBN/ARSN

159 575 863

Name of bidder.

1. Under a takeover bid offers were made by

Viking Mines Limited ACN 126 200 280 (‘Viking’)

in respect of the acquisition of Bid Class Securities in the company.

2. You are, or are entitled to be, registered as the holder of securities in respect of which the takeover offers were made, but have not accepted the offer. (If you have accepted the offer but have received this notice you do not need to do anything in response to this notice—the bidder will acquire your securities under the offer.)

3. The bidder gives you notice under subsection 662B(1) of the Corporations Act 2001 (‘the Act’) that the bidder and their associates have relevant interests in at least 90% (by number) of the securities in the bid class.

4. You, (or anyone who acquires the securities after the day on which this notice is given) as the holder of remaining securities in the bid class, have the right, under section 662C of the Act, within one month after this notice is given to give the bidder a written notice requiring the bidder to acquire your securities in the bid class. A notice sent by post to you is taken to be given to you 3 days after it is posted.

5. Unless otherwise agreed, the terms on which the securities will be acquired by the bidder will be the same as the terms which applied to the acquisition of securities under the bid immediately before the end of the offer period.

Insert paragraph 6 only where alternative forms of consideration were offered under the bid

6. You are entitled, in your notice to the bidder under paragraph 4, to elect which of the following forms of consideration will apply to the acquisition of your securities

Details of alternative terms.


If you do not elect which of the alternative forms of consideration will apply to the acquisition of your securities, the form of consideration that will apply will be


**Signature**

Name of person signing

Michael Langoulant

Capacity

Company Secretary

Signature



Date signed

2 0 / 0 9 / 1 4  
[D D] [M M] [Y Y]



# Cover page: Notice of compulsory acquisition following takeover bid

If there is insufficient space in any section of the form, you may attach an annexure and submit as part of this lodgement

## Lodgement details

Who should ASIC contact if there is a query about this form?

Name

Will Moncrieff

ASIC registered agent number (if applicable)

Company/entity name

Jackson McDonald

ACN/ABN/ARBN/ARSN

N/A

Telephone number

(08) 9426 6611

Postal address

GPO Box M971

PERTH WA 6000

Email address (optional)

wmoncrieff@jacmac.com.au

## How to complete this form

1. Complete this COVER page and the notice pages.
2. Send copies of notice pages to holders. **DO NOT INCLUDE THIS COVER PAGE or GUIDE.**
3. Lodge COVER page and notice pages with ASIC.

## Lodgement

Send completed and signed forms to:  
Australian Securities and Investments Commission,  
PO Box 9827 in your capital city.

Or lodge the form in person at an ASIC Service Centre  
(see [www.asic.gov.au/servicecentres](http://www.asic.gov.au/servicecentres))

**For more information**  
Web [www.asic.gov.au](http://www.asic.gov.au)  
Need help? [www.asic.gov.au/question](http://www.asic.gov.au/question)  
Telephone 1300 300 630

# Notice of compulsory acquisition following takeover bid

**Notice**

Description of class of securities to which the bid relates

To each holder of:

Fully paid ordinary shares in Auminco Mines Limited  
(‘Bid Class Securities’)

Name of target company or body

in  
Name (‘the Company’)

Auminco Mines Limited

ACN/ARBN/ARSN

159 575 863

Tick applicable box(es)

- and each holder of securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid related.
- and each holder of non-transferable securities issued under an employee incentive scheme referred to in paragraph 2.

Name of bidder

1. Under a takeover bid offers were made by

Viking Mines Limited ACN 126 200 280 (‘Viking’)

in respect of the acquisition of Bid Class Securities in the company.

Tick one box

The offers

- closed
- are scheduled to close

Date offers closed or are scheduled to close

on

Date

2 6 / 0 9 / 1 4  
[D D] [M M] [Y Y]

Tick applicable box(es).

(See subsection 661A(4) and (4A))

2. You are, as at the date of this notice, the holder of one or more of the following

- securities in respect of which the takeover offer was made, but have not accepted the offer. (If you have accepted the offer but have received this notice you do not need to do anything in response to this notice—the bidder will acquire your securities under the offer.)
- securities to which the bid related issued after the end of the offer period and before the date of this notice
- securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid related
- securities issued under an employee incentive scheme to which restrictions on transfer apply under the company’s constitution or the terms of issue, being

Description of securities

Description of securities

the following securities in the bid class in which the bidder has a relevant interest

Tick one box

3. The bidder gives you notice under subsection 661B(1) of the Corporations Act 2001 (‘the Act’) that the bidder has become entitled pursuant to subsection

- 661A(1)
- 661A(3)

of the Act to compulsorily acquire your securities and desires to acquire those securities.

4. Under section 661D of the Act, you have the right, by notice in writing given to the bidder within **one month** after this notice is lodged with ASIC, to ask the bidder for a written statement of the names and addresses of everyone else the bidder has given this notice to.

This notice was lodged with ASIC on

Date of lodgement

Date

3	0	/	0	9	/	1	4
[D]	[D]		[M]	[M]		[Y]	[Y]

Insert paragraph 4A only where alternative forms of consideration were offered under the bid.

- 4A. You are entitled, within one month after being given this notice (see paragraph 8), or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is the later, by notice in writing to the bidder, to elect which of the following forms of consideration will apply to the acquisition of your securities:

Details of alternative terms.


If you do not elect which of the alternative forms of consideration will apply to the acquisition of your securities, the form of consideration that will apply will be:

Set out the terms that will apply


5. Under section 661E of the Act, you have the right, within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is later, to apply to the Court for an order that the securities not be compulsorily acquired.

6. The bidder is entitled and bound to acquire the securities on the terms that applied under the takeover bid immediately before

Tick one box

- this notice was given.  
 the end of the offer period.

7. Unless the Court otherwise orders, on application made by you under section 661E of the Act within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement under section 661D (as referred to in paragraph 4 of this notice), whichever is the later, the bidder must comply with paragraph 6 of this notice.

8. A notice sent by post to you is taken to be given to you 3 days after it is posted.

## Signature

Name of person signing

Michael Langoulant

Capacity

Company Secretary

Signature



Date signed

3	0	/	0	9	/	1	4
[D]	[D]		[M]	[M]		[Y]	[Y]