



Kingsgate

Consolidated Limited

18 March 2014

Via ASX Online
Mr James Rowe
Listings Manager (Perth)
ASX Compliance Pty Ltd
Level 8 Exchange Plaza
2 The Esplanade Perth 6000

Copy to: Company Announcements Office
Australian Securities Exchange
Dear Sir

Kingsgate Consolidated Limited (ASX Code: KCN) - Notice under section 708AA(2)(f) of the Corporations Act 2001 (Clth) as modified by ASIC Class Order 08/35

Kingsgate Consolidated Limited (KCN) advises that:

1. it has today announced an accelerated non-renounceable entitlement offer (**Entitlement Offer**) of three KCN ordinary shares (**New Securities**) for every 11 ordinary shares held as at 7.00pm (AEST) on Friday 21 March 2014 to security holders with an address in Australia, New Zealand and certain other jurisdictions;
2. contemporaneously with the Entitlement Offer, KCN announced an underwritten unconditional institutional placement of 14,661,220 fully paid New Securities;
3. this notice is given by KCN under section 708AA(2)(f) of the Corporations Act 2001 (Clth)(**Corporations Act**) as modified by the Australian Securities and Investments Commission Class Order 08/35 (**CO 08/35**);
4. the New Securities will be offered for issue without disclosure to investors under Part 6D.2 of the Corporations Act and without a Prospectus or a Product Disclosure Statement for the New Securities being prepared;

5. as a disclosing entity, KCN is subject to regular reporting and disclosure obligations;
6. as at the date of this notice, KCN has complied with:
 - (a) the provisions of Chapter 2M of the Corporations Act as they apply to KCN; and
 - (b) section 674 of the Corporations Act as it applies to KCN;
7. as at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8) or 708AA(9) of the Corporations Act as modified by CO 08/35; and
8. the potential effect that the issue of New Securities will have on the control of KCN and the consequences of that effect, will depend on a number of factors including investor demand. However, given the structure of the Entitlement Offer as a pro-rata issued and the fact that no KCN securityholder has voting power exceeding 19.9% of KCN's issued securities, the Entitlement Offer is not expect to have any material effect or consequence on the control of KCN.

Yours sincerely
KINGSGATE CONSOLIDATED LIMITED



Ross Coyle
Company Secretary