



**ASX/Media Release**  
**3 October 2017**

## **NON-RENOUNCEABLE 1 FOR 2 RIGHTS ISSUE TO ELIGIBLE SHAREHOLDERS**

Chapmans Limited (ASX: CHP) is pleased to announce a non-renounceable one (1) for two (2) rights issue of fully paid ordinary shares in the capital of the Company (**Offer**).

The Company will offer Eligible Shareholders one (1) share for every two (2) shares held as at the record date of 6 October 2017 at \$0.005 per share (**Entitlement**).

Compared to the weighted average price of the Company's shares on the ASX in the five trading days up to and including 2 October 2017, of \$0.005 (rounded to three decimal places), the offer price represents a discount of approximately 0.5%. The offer price is equal to the last closing price of the Company's shares on the ASX on 2 October 2017 (this price being \$0.005).

### **Offer is non-renounceable**

The Offer is non-renounceable meaning that Eligible Shareholders who do not take up their Entitlement will not be able to transfer or receive any value for those Entitlements, and their equity interest in the Company will be diluted.

Eligible Shareholders may choose to accept all or part of their Entitlement or none at all. Entitlements of Eligible Shareholders which are not taken up will form part of the Shortfall.

The Offer is being conducted in accordance with section 708AA of the Corporations Act (Cth) 2001 (**Act**), which means the Company is not required to lodge a prospectus with ASX or ASIC or provide one to shareholders. The Company has prepared a document explaining the Offer in more detail (**Offer Document**). The Offer Document and personalised acceptance forms will be mailed to Eligible Shareholders on Tuesday, 11 October 2017. The Offer Document is available on the Company's website at <http://www.chapmansltd.com/> and from the Company's registered office at Level 10, 52 Phillip Street, Sydney NSW 2000.

The closing date for the Offer will be 20 October 2017 (**Closing Date**).

### **Effect on Capital Structure**

The Company currently has 815,000,057 shares on issue. The maximum number of securities that may be issued under the Offer is 407,500,028 shares. Shares issued under the rights issue will rank equally with existing shares. The Company will apply for official quotation on ASX of the new shares issued under the Offer.

The maximum amount raised by the Offer would be \$2,037,500 if every Eligible Shareholder exercised its rights to purchase New Shares, before expenses.

### **Shortfall**

There is no minimum acceptance amount and Eligible Shareholders are also invited to apply for additional New Shares which will be allocated from any Shortfall. The Company's shortfall allocation policy will be set out in the Offer Document. The Directors may at their discretion place any Shortfall to third parties, at not less than the issue price within 3 months of the Closing Date.



# CHAPMANS

HIGH CONVICTION INVESTMENT & FINANCE

LEVEL 10, 52 PHILLIP STREET  
SYDNEY NSW 2000 AUSTRALIA  
T +612 9300 3605 F +612 9300 3677  
WWW.CHAPMANSLTD.COM  
ABN 34 000 012 386

## Purpose of the Offer

The Company will use the proceeds raised under the Rights Issue to:

- fund the Syn Dynamics Australia Pty Ltd pilot plant and associated operating costs;
- provide capital for the Company to use in respect of new investments which have not been identified as at the date of this document; and
- provide working capital to the Company generally (including to fund the costs of the Offer).

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

## Timetable

The following timetable is indicative only. All dates are subject to change and accordingly are indicative only. The Company has the right to vary the dates of the Offer, without prior notice, subject to the Corporations Act and the ASX Listing Rules.

Event	Date
Announcement of Offer, lodgment of Appendix 3B and Section 708AA cleansing notice released to ASX	3 October 2017
Notice to Shareholders containing information required by Listing Rules	4 October 2017
"Ex" Date	5 October 2017
Record Date to determine Entitlement to New Shares	6 October 2017
Despatch of Offer Document and Entitlement and Acceptance Form and announcement that despatch completed	11 October 2017
Last day to extend Offer Closing Date	17 October 2017
Closing Date	20 October 2017
Securities quoted on a deferred settlement basis	23 October 2017
ASX notified of Shortfall	25 October 2017
Issue of New Shares, despatch date of holding statements	27 October 2017
Trading commences for New Shares on a normal settlement basis	30 October 2017



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\*The above dates are indicative only and may change without notice. The Directors reserve the right to amend this indicative timetable at any time (subject to the Corporations Act and ASX Listing Rules), to extend the Closing Date or to cancel the Offer without prior notice in its absolute discretion. The commencement of quotation of new securities is subject to confirmation from the ASX.

Shareholders should consult their professional advisors in regards to the definition of 'Ex' Date and Record Date to ensure that their entitlement to participate in the Offer is assured. Where fractions arise in the calculation of entitlements, they will be rounded up to the nearest whole number.

## **Read Offer Document Carefully**

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

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## **For further information please contact:**

Peter Dykes  
Executive Chairman  
Chapmans Limited  
E: [peter.dykes@chapmansltd.com](mailto:peter.dykes@chapmansltd.com)  
T: 02 9300 3605

Anthony Dunlop  
Executive Director  
Chapmans Limited  
E: [anthony.dunlop@chapmansltd.com](mailto:anthony.dunlop@chapmansltd.com)  
T: 02 9300 3605

## **About Chapmans**

Chapmans Limited (ASX: CHP) is an ASX listed diversified investment company engaged in special situation investments across a diverse range of industries, with a focus and expertise in the mobile and advanced industrial technology sectors. It seeks to be an active strategic investor in high growth areas of the market, and to identify and work with emerging high growth companies. The Company's investment philosophy and approach are based on a unique mix of high conviction and special situation features, characterised by advisory and equity investments structured around specific events and assets for both public and large private corporates.