



**Fertoz Limited (ASX: FTZ)**

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ASX RELEASE / MEDIA RELEASE

## Fertoz announces Rights Issue

### Highlights

- **One (1) for seven (7) fully underwritten non-renounceable pro rata entitlement offer of new shares in Fertoz at \$0.15 per new share, together with one (1) new free option for every one (1) new share subscribed for under the Entitlement Offer. Each new option is exercisable for one (1) share at \$0.15.**
- **The Entitlement Offer is intended to raise approximately \$1,000,000.**
- **If the Entitlement Offer is oversubscribed or Fertoz receives interest from third party investors, Fertoz may, in its absolute discretion, raise up to an additional \$840,000 under the Discretionary Placement.**
- **The net proceeds of the Entitlement Offer will be used to purchase or lease the equipment that will allow the Company to process mined rock phosphate from the Company's Wapiti and Fernie Projects in Canada and sell direct application rock phosphate (also known as direct application natural fertilizer) to potential customers in North America, further bulk sample collection at the Fernie Project and to cover general corporate costs.**

Fertoz Ltd. ("**Fertoz**" or the "**Company**") (ASX: **FTZ**) is pleased to announce a one (1) for seven (7) fully underwritten non-renounceable entitlement offer of fully paid ordinary shares in Fertoz, together with one (1) new free option for every one (1) new share subscribed for under the Entitlement Offer. Each new option is exercisable for one (1) share at \$0.15 ("**Entitlement Offer**"). Fertoz lodged the prospectus for the Entitlement Offer with the Australian Securities and Investments Commission today.

The Entitlement Offer is intended to raise approximately \$1,000,000.

If the Entitlement Offer is oversubscribed or Fertoz receives interest from third party investors, Fertoz may, in its absolute discretion, raise up to an additional \$840,000 by way of the issue of new shares at \$0.15 per new share, together with one (1) new option free of charge for every one (1) new share subscribed for by investors nominated by Company in consultation with the Underwriter (**Discretionary Placement**).

The Entitlement Offer is fully underwritten by Blackwood Capital Pty Ltd (**Underwriter**). The Underwriter has appointed sub-underwriters. The sub-underwriters include Terra Capital Pty Ltd (a substantial shareholder of Fertoz), and Lenark Pty Ltd, a company associated with the Executive Chairman, James Chisholm.

Stephen Keith, Managing Director of Fertoz, stated "*The Board of Directors of Fertoz is very pleased with both our ability to finance in this volatile market and with the support of our existing shareholders in this. This financing represents a critical catalyst for Fertoz as we move into project development and a view towards product sales in 2016. Moving forward, our strategy is to focus on getting Wapiti into production and getting our Fernie projects further down the development process with increased exploration, development and bulk sampling.*"

A maximum of 12,319,164 new shares and 12,319,164 new options may be issued under the Entitlement Offer and Discretionary Placement. New shares issued under the Entitlement Offer and Discretionary Placement will rank equally with existing ordinary shares.

The net proceeds of the Entitlement Offer will be used to enhance the value of Fertoz's Canadian phosphate projects through purchase of equipment that will allow the Company to process mined rock phosphate from the Company's Wapiti and Fernie Projects in Canada and sell direct application rock phosphate (also known as direct application natural fertilizer) to potential customers in North America, further bulk sample collection at the Fernie Project and to cover general corporate costs.

Eligible shareholders will receive the Prospectus in relation to the Entitlement Offer and Discretionary Placement including a personalised entitlement and acceptance form which will provide further details of how to participate in the Entitlement Offer. **A copy of the Prospectus will also be lodged with ASX today and will then be available on both the ASX website and the Company's website.** Persons should consider the Prospectus before deciding whether to acquire securities.

Those shareholders who the Company determines to be ineligible shareholders will also be notified that they are ineligible to participate in the Offer.

### Timetable

The timetable for the Entitlement Offer is as follows:

| Event  | Date                              |
|--|-----------------------------------|
| Prospectus lodged with ASIC and ASX  | 30 October 2015                   |
| Appendix 3B lodged with ASX  | 30 October 2015                   |
| "Ex" date (date from which Shares trade on ASX without the entitlement to participate in the Offer)                                      | 3 November 2015                   |
| <b>Record Date</b> to determine Entitlement to New Shares and New Options  | 7:00 pm AEDT<br>5 November 2015   |
| Prospectus dispatched to Shareholders and Company announces dispatch has been completed  | 9 November 2015                   |
| <b>Opening Date</b> for Entitlement Offer  | 9 November 2015                   |
| <b>Closing Date</b> for applications under the Offer and payment in full of Application Money (by 5.00pm AEDT)                           | 24 November 2015                  |
| ASX notified of under-subscriptions  | 27 November 2015                  |
| Issue date of new securities issued under the Entitlement Offer and, if applicable, the Discretionary Placement                          | 30 November 2015                  |
| Dispatch of holding statements for new securities issued under the Entitlement Offer and if applicable under the Discretionary Placement | 1 December 2015                   |
| Trading commences for New Shares   | 1 December 2015                   |
| Expiry date of New Options   | 5:00pm AEDT on<br>1 December 2017 |

All dates are indicative and subject to change. Fertoz reserves the right to withdraw or vary the timetable without notice. All references to time are to Australian Eastern Daylight Time (AEDT). The commencement of quotation of new shares and new options issued under the Entitlement Offer and any Discretionary Placement is subject to confirmation from ASX.

## About Fertoz

Fertoz is an emerging agribusiness progressing towards commercial production in North America and an expanding fertiliser distribution business in Australia.

Fertoz is exploring for high-grade phosphate resources in Canada and the United States of America, two of the largest agricultural economies in the world and both of which are net phosphate rock importers. Fertoz has two projects in Canada – Wapiti (East and West), and Fernie (Marten, Barnes Lake, Crows Nest), which are all proximate to infrastructure – and an option on a project in Idaho, USA, again proximate to infrastructure. Fertoz is targeting small, high-grade resources in the Americas that can be commercialised quickly and inexpensively, with high-grade product sold to organic farmers, conventional farmers or third-party fertiliser plants.

Fertoz also has the FertAg JV in Australia set up to distribute fused calcium magnesium silicate phosphate products to counter the acidic soils found across much of Australia's key farming regions. FertAg products provide valuable macronutrient conditioning to soils while reducing unnecessary contamination of creek and reef systems through its slow release properties

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Chairman

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## Important Information

This announcement does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States, or in any jurisdiction in which such an offer would be illegal. The securities referred to herein have not been and will not be registered under the United States Securities Act of 1933 (the "**Securities Act**"), or under the securities laws of any state or jurisdiction of the United States, unless the securities have been registered under the Securities Act or an exemption from the registration requirements of the Securities Act is available. This document may not be distributed or released in the United States.

## Forward-looking statements

This document may contain forward-looking statements. Sentences and phrases are forward looking statements when they include any tense from present to future or similar inflection words, such as (but not limited to) "believe," "estimate," "anticipate," "plan," "predict," "may," "hope," "can," "will," "should," "expect," "intend," "is designed to," "with the intent," "potential," the negative of these words or such other variations thereon or comparable terminology, may indicate forward looking statement.

Forward looking statements are only predictions and are subject to risks, uncertainties and assumptions which are outside the control of Fertoz. These risks, uncertainties and assumptions include (but are not limited to) commodity prices, currency fluctuations, economic and financial market conditions in various countries and regions, environmental risks and legislative, fiscal or regulatory developments, political risks, project delay or advancement, approvals and cost estimates.

Actual values, results or events may be materially different to those expressed or implied in this document. Given these uncertainties, readers are cautioned not to place reliance on forward looking statements. Any forward looking statement in this document is valid only at the date of issue of this document.

Subject to any continuing obligations under applicable law and the ASX Listing Rules, or any other Listing Rules or Financial Regulators' rules, Fertoz, its agents, directors, officers, employees, advisors and consultants do not undertake any obligation to update or revise any information or any of the forward looking statements in this document if events, conditions or circumstances change or that unexpected occurrences happen to affect such a statement.