



Rum Jungle Resources Ltd  
ABN 33 122 131 622  
20/90 Frances Bay Drive  
Stuart Park NT 0820  
GPO Box 775  
Darwin NT 0801  
  
Tel: (08) 8942 0385  
Fax: (08) 8942 0318

24 May 2013  
ASX Announcement

## Rum Jungle Resources increases and improves its Offer for Central Australian Phosphate Limited

CEN shareholders are encouraged to ACCEPT RUM's Offer by 7pm Melbourne time on Wednesday 19 June 2013

- Offer increased to 1 cent per CEN share plus 1 RUM share for every 13 CEN shares<sup>1</sup>
  - Offer implies a value of approximately **\$17m for CEN** and **2.88 cents per CEN share**<sup>2</sup>
  - The Offer is within the valuation range assessed by CEN's independent expert
  - CEN shareholders will receive approximately 15.9% of the combined company (in addition to 1 cent per CEN share)
- Rum Jungle Resources will free its Offer of all conditions<sup>3</sup> if: (a) it receives acceptances representing 50% of CEN's shares on issue by no later than 7pm (Melbourne time) Wednesday 19 June 2013; and (b) there are no breaches of any conditions of the Offer before that time (other than those breaches of which Rum Jungle Resources is presently aware<sup>4</sup>)
- Central Australian Phosphate shareholders with queries can call the Offer Information Line on 1800 810 891 (For callers in Australia) or +61 2 8256 3353 (for callers outside of Australia)

Rum Jungle Resources Limited (ASX: RUM) ("Rum Jungle Resources" or "RUM") is pleased to announce that it is increasing its Offer for Central Australian Phosphate Limited (ASX: CEN) ("Central Australian Phosphate Limited" or "CEN") to 1 cent per CEN share plus 1 RUM share for every 13 CEN shares.

### **In Rum Jungle Resources' opinion, the proposed joint venture agreement with Monument Mining Limited (Monument) is significantly inferior to Rum Jungle Resources' Offer.**

Based on CEN's announcement of 15 May 2013 concerning the proposed joint venture with Monument, Rum Jungle Resources considers the joint venture will effectively transfer management and control of CEN's Arganara, Lucy Creek and Warrabri phosphate projects to Monument for just **\$4m**.

The proposed joint venture allows Monument to implement its own manager of the project<sup>5</sup> and facilitates CEN's board remaining in place. It appears to provide Monument with the right (but no obligation) to contribute a further \$4.8m over 4½ years to increase its interest in these phosphate projects to 51%.

<sup>1</sup> One RUM share for every 13 CEN shares equates to approximately 0.0769 RUM shares for every CEN share.

<sup>2</sup> Implied Offer value is calculated on the basis of the Preferred Value of \$0.245 per RUM share ascribed by the independent expert appointed by CEN to opine on the Offer.

<sup>3</sup> The conditions are set out in clause 11.1 of the Offer Terms (see Appendix A of Rum Jungle Resources' Bidder's Statement).

<sup>4</sup> If Rum Jungle Resources receives acceptances representing 50% of CEN's shares on issue by no later than 7pm (Melbourne time) Wednesday 19 June 2013, Rum Jungle Resources will waive any breach arising from CEN having entered into the heads of agreement with Monument as announced on 15 May 2013 and any liabilities incurred before the date of this announcement in relation to the appointment of CEN's takeover advisers, being the all the breaches of which Rum Jungle Resources is presently aware.

<sup>5</sup> After consulting with CEN.

Rum Jungle Resources believes it is better placed to move to production in the Northern Territory quicker than either CEN or Monument. The development of its Northern Territory resource is Rum Jungle Resources primary focus.

In contrast, Monument is a Canadian listed gold explorer and producer and does not have any operations in Australia, nor any expertise in the Northern Territory. Under the proposed joint venture agreement, Monument is obliged to spend no more than \$4m.

A comparison of Rum Jungle Resources and Monument and their respective proposals:

	<b>Rum Jungle Resources</b>	<b>Monument</b>
Cash being offered to CEN shareholders	\$5.9m, 1.0 cents per share	Zero
Implied value of respective proposal based on committed consideration once the respective proposal is unconditional	\$17m, 2.88 cents per share	\$15.07m <sup>6</sup> , 2.55 cents per share
Head Office	Darwin, Northern Territory	Vancouver, Canada
Location of current assets and operations	Darwin, Northern Territory	Malaysia
Principal Activity	Phosphate development	Gold exploration and development

It is understood from CEN's announcement that CEN will be calling a meeting of CEN shareholders to seek shareholder approval for the joint venture with Monument Mining Limited in late June.

**If you do not wish for the joint venture with Monument to proceed, then you should**

**ACCEPT the Offer from Rum Jungle Resources by no later than 7pm (Melbourne time) on Wednesday 19 June 2013**

**or**

**vote against the joint venture proposal**

Attached to this announcement is the notice provided by RUM pursuant to section 650D(1) of the Corporations Act. This notice will be sent to Central Australian Phosphate shareholders shortly.

The Offer Period will close on Friday, 19 July 2013, unless extended.

If you have misplaced your Acceptance Form or have any other questions relating to the Takeover Offer, please refer to the Bidder's Statement or contact the Offer Information Line: 1800 810 891 (within Australia) or +61 2 8256 3353 (outside Australia).

<sup>6</sup> Calculated as follows: \$13.3m being the value implied by Monument's offer of \$4m for 30% of Arganara, Lucy Creek and Warrabri plus \$1.7m represented by other Net Assets not forming part of the joint venture, being the Eva Uranium Resource: \$140k, Uranium exploration: \$120k, Cash: \$1.0m, Receivables: \$452k, Property, Plant & Equipment: \$110k, and Trade Payables: (\$125k) (using, in each case, the Preferred Value ascribed by the Independent Expert appointed by CEN).

A copy of this notice was lodged with the Australian Securities and Investments Commission ("**ASIC**") on 24 May 2013. ASIC takes no responsibility for the contents of the notice.

**NOTICE OF VARIATION OF TAKEOVER OFFER  
FOR ORDINARY SHARES IN CENTRAL AUSTRALIAN PHOSPHATE LIMITED**

**TO:** Australian Securities and Investments Commission

Central Australian Phosphate Limited  
ABN 91 120 787 859 ("**CEN**")

The holders of all of the fully paid ordinary shares in CEN registered at 7.00pm (Melbourne time) on 3 April 2013 (the "**Offerees**").

ASX Limited

**IMPROVEMENT IN OFFER CONSIDERATION**

Under sections 650B and 650D of the Corporations Act, Rum Jungle Resources Limited ABN 33 122 131 622 ("**Rum Jungle Resources**" or "**RUM**") **VARIES** its Offers dated 12 April 2013 (as previously varied by notices of variation dated 9 May 2013 and 21 May 2013) for all the CEN Shares by increasing the number of RUM Shares offered from one RUM Share for every 20 CEN Shares to one RUM Share for every 13 CEN Shares. The cash component of the consideration remains unchanged at one cent for each CEN Share. Accordingly, the following new clause is substituted for the existing clause 1.3 of the Offer Terms:

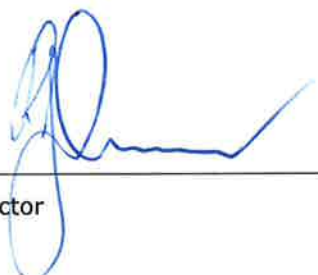
*"Rum Jungle Resources offers:*

- (a) one RUM Share for every 13 of your CEN Shares (approximately 0.0769 RUM Shares for each of your CEN Shares); plus*
- (b) one cent cash for each of your CEN Shares."*

Unless the context requires otherwise, defined terms in this notice have the same meanings as in Rum Jungle Resources' Bidder's Statement dated 26 March 2013 (as supplemented and amended).

**DATED 24 May 2013**

**SIGNED** on behalf of Rum Jungle Resources Limited by Rob Annells being a director of Rum Jungle Resources Limited who is authorised to so sign by a unanimous resolution of the directors of Rum Jungle Resources Limited

  
\_\_\_\_\_  
Director