

18 October 2013

Company Announcements Platform  
ASX Limited  
20 Bridge Street  
Sydney NSW 2000

## Compulsory Acquisition of Ordinary Shares in Rockwell Minerals Limited

**Elementos Limited (ASX: ELT) ("Elementos" or the "Company")** refers to the off-market takeover bid made by Elementos Limited for all of the ordinary shares on issue in Rockwell Minerals Limited ("Rockwell") ("Offer"). The Offer closed at 5:00pm (Brisbane time) on 14 October 2012.

On 28 August 2014, Elementos announced that it had a relevant interest in 90% of all of the ordinary shares in Rockwell.

In accordance with section 661B(1)(d) of the Corporations Act 2001 (Cth) ("Corporations Act"), we enclose an ASIC Form 6021 ("Compulsory Acquisition Notice") and the accompanying cover letter to be sent to remaining Rockwell shareholders. The Compulsory Acquisition Notice was lodged with the Australian Securities and Investments Commission today in accordance with section 661B(1)(b) of the Corporations Act. The Compulsory Acquisition Notice and the accompanying cover letter will be sent to Rockwell shareholders who have not validly accepted the Offer.

### For more information please contact

**Calvin Treacy**  
Managing Director  
Phone: +61 (7) 3221 7770  
Email: [admin@elementos.com.au](mailto:admin@elementos.com.au)

Please visit us at [www.elementos.com.au](http://www.elementos.com.au)



18 October 2013

Dear Rockwell Minerals Limited Shareholder

**NOTICE OF COMPULSORY ACQUISITION – ELEMENTOS LIMITED TO ACQUIRE REMAINING ORDINARY SHARES IN ROCKWELL MINERALS LIMITED**

As announced to the market on 18 August 2013, Elementos Limited (“Elementos”) has acquired a relevant interest in over 90% of the ordinary shares in Rockwell Minerals Limited (“Rockwell”) pursuant to the offer set out in the Bidder’s Statement dated 7 August 2013 (“Offer”). The Offer closed on 14 October 2013.

Elementos is now moving to acquire the balance of the Rockwell shares through the compulsory acquisition provisions in the Corporations Act 2001 (Cth) (“Corporations Act”). This compulsory acquisition process entitles Elementos to acquire all of your Rockwell shares, with 3.5 new Elementos shares being issued for each Rockwell share acquired.

We enclose an ASIC Form 6021 (“Compulsory Acquisition Notice”) to compulsorily acquire your Rockwell shares. The Compulsory Acquisition Notice was lodged with ASIC and the ASX on 18 October 2013. As well as providing formal notice of Elementos’ intention to compulsorily acquire your Rockwell shares, the Compulsory Acquisition Notice sets out certain rights available to you under the Corporations Act in response to the Compulsory Acquisition Notice and provides that your Rockwell shares will be acquired by Elementos on the terms of the Offer that applied immediately before the end of the Offer Period.

The issue of Elementos shares under the compulsory acquisition process will be made on a timeline consistent with Corporations Act requirements.

Please disregard this letter and the Compulsory Acquisition Notice if you have accepted the Offer or otherwise disposed of all of your Rockwell shares.

If you have any questions or require additional assistance please contact me on +61 (7) 3221 7770 or email [ct@elementos.com.au](mailto:ct@elementos.com.au).

Yours sincerely,

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Calvin Treacy



# 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

LINDA SCOTT

ASIC registered agent number (if applicable)

Company/entity name

ELEMENTOS LIMITED

ACN/ABN/ARBN/ARSN

138 468 756

Telephone number

07 3221 7770

Postal address

PO Box 10555

Brisbane Adelaide Street, QLD 4000

Email address (optional)

admin@elementos.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.

## Notice

Description of class of securities to which the bid relates

ORDINARY

(Bid Class Securities)

Name of target company or body

**in**

Name ('the Company')

ROCKWELL MINERALS LIMITED

ACN/ARBN/ARSN

149 804 062

Name of bidder

1. Under a takeover bid offers were made by

ELEMENTOS LIMITED

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

The offers

closed

are scheduled to close

Tick one box

Date offers closed or are scheduled to close

on

Date

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

Tick applicable box(es).  
(see subsection 661A(4) and (4A))

Description of securities

Description of securities

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

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.

Date of lodgement

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

/   /

[D] [D] [M] [M] [Y] [Y]

Tick one box

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

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

Capacity

Signature

Date signed

/   /

[D] [D] [M] [M] [Y] [Y]