

ASX ANNOUNCEMENT

12 June 2013

URANIUM EQUITIES LIMITED ACN 009 799 553



URANIUM
EQUITIES

ASX Market Announcements Office
via electronic lodgement

Small Shareholding Sale Facility

The Board of Uranium Equities Limited (the Company) announces that it has established a share sale facility for holders of small parcels of the company's shares.

The Record Date for the purposes of establishing holders of parcels with a market value of less than \$500 (Small Shareholding) has been set at the close of trade on Tuesday 11 June 2013. A Small Shareholding will be any shareholding of 19,230 shares or less. 1,016 of the Company's approximately 1,899 shareholders hold Small Shareholdings making up approximately 2.44% of the Company's fully paid ordinary shares on issue.

Shareholders with Small Shareholdings should be aware that if their shares are sold through this facility they will not be able to participate in any demerger of the Company's ownership in the PhosEnergy Process should this proceed and be approved by shareholders (see ASX announcement dated 28 May 2013).

The Company is offering this facility to assist shareholders of Small Shareholdings (determined as at the Record Date) to sell their shares without having to use a broker or pay a brokerage. By facilitating the sale of Small Shareholdings the Company expects to reduce the administrative costs associated with maintaining a large number of shareholdings.

The Company will organise payment of all the costs of sale for those shareholders who take advantage of the facility (although any tax consequences from the sale will be the shareholder's responsibility). The shares will be sold at market price for the relevant shares as long as this price equals or exceeds the Minimum Sale Price of 2.5 cents per share, being the weighted average sale price during the last 5 trading days, rounded to the nearest half a cent.

Attached is a copy of the letter, information pack and Share Retention Form being despatched to all shareholders holding a Small Shareholding on the Record Date.

Yours faithfully,

Bryn Jones
Managing Director

Our Strengths

- Breakthrough PhosEnergy Process
- Nabarlek – rare near mine exploration portfolio
- Multiple near term growth opportunities

ASX: UEQ

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29 King William Street
Adelaide, SA 5000
T: +61 8 8110 0700
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Uranium Equities Limited

Level 5 29 King William Street
Adelaide SA 5000

P +61 8 8110 0700 F +61 8 8110 0777

www.uel.com.au ACN 009 799 553

12 June 2013

Dear Shareholder,

IMPORTANT NOTICE – Sale of your small holding of shares in Uranium Equities Limited

I am writing to advise you that Uranium Equities Limited (ASX:UEQ) ('the Company') has established a Small Shareholding Sale Facility ('Facility') for holders of shares in the Company ('Shares') valued at less than \$500 as at close of trade on Tuesday 11 June 2013 ('Small Shareholding'). The Facility will enable those Small Shareholdings to be sold without cost to you or you having to instruct a broker. The Facility is being established in accordance with the Company's Constitution and the ASX Listing Rules.

The Company will organise payment of all costs associated with the sale (although any tax consequences from the sale of your Shares will be your responsibility).

Based on the UEQ share price of 2.6 cents as at close of trade on Tuesday 11 June 2013 ('Record Date') a Small Shareholding is 19,230 Shares or less. Our records show that you held a Small Shareholding on the Record Date.

Unless you advise the Company that you do NOT wish to sell your shares by Wednesday 24 July 2013, the Company intends to sell your Shares through the Facility in accordance with Rule 6 of the Company's Constitution. The Shares, however, will not be sold at less than 2.5 cents per Share. Accordingly, there is no guarantee that your Shares will be sold.

It is important to be aware that if your Shares are sold through this Facility, you will not be able to participate in any demerger of the Company's ownership in the PhosEnergy Process should this proceed and be approved by shareholders. In this regard, please see the Company's ASX announcement of 28 May 2013 in which the Board advised it was exploring the possibility of demerging the Company's exploration interests and its PhosEnergy Process.

Should your Shares be sold under the Facility, payment will be sent to you following settlement as soon as is practicable following the sale of all the Shares, but in any event no later than Wednesday 18 September 2013.

What should you do?

If you wish to sell your Shares through the Facility, you do not need to do anything. The Company will arrange for your Shares to be sold on your behalf.

If you do NOT wish to sell your Shares through the Facility, you must complete and return the attached Share Retention Form to the address on the form so that it is received by 6.30 pm (Adelaide time) on Wednesday 24 July 2013 ('Closing Date'). Please read the instructions on your personalised Share Retention Form carefully before completing it.

If you need help deciding what to do, or if you require information regarding the financial, legal or tax consequences of participating in the Facility you should consult your legal, financial or taxation adviser. The attached information pack sets out further details of the Facility, which you should read before making any decision.

You can also contact Computershare Investor Services on 1300 556 161 (within Australia) or +613 9415 4000 (outside Australia) from 8.30am to 5.00pm (Adelaide time), Monday to Friday, or the Company Secretary on +61 8 8110 0700 if you have any queries about lodging your form or the practical operation of the Facility.

Yours faithfully,

BRYN JONES
Managing Director



SMALL SHAREHOLDING SALE FACILITY INFORMATION PACK

1. Background

Uranium Equities Limited ('**UEQ**') values all of its shareholders. However, UEQ incurs significant administrative costs in maintaining many small shareholdings, including the costs of preparing and mailing shareholder statements, annual reports and other forms of communications. The cost of maintaining small shareholder accounts can be disproportionately high. In addition, UEQ recognises that small shareholders may find it difficult or expensive to dispose of their Shares.

Under Rule 6 of the UEQ Constitution, UEQ may notify shareholders who hold a Small Shareholding that it intends to sell their Shares unless they elect to retain them.

The Facility is an easy, convenient and cost-effective way to sell all of your Shares without paying brokerage or other transaction costs.

You do not have to participate in the Facility. In order to retain your Shares you must complete and return the enclosed Share Retention Form to the address on the form so that it is received by the Closing Date of 24 July 2013. Alternatively, you could buy more Shares, or if relevant, amalgamate your holdings (see section 6 below).

Though, if you do nothing in response to this notice, UEQ will be entitled to have your Shares sold for you under the Facility, as detailed below.

The Facility is not the only way to sell your Shares. You can also sell your Shares through the ASX by contacting a broker or by selling your Shares off-market if you can find a buyer.

You should read this information pack carefully and consult your professional adviser if you are unsure whether or not to participate in the Facility.

2. What is a Small Shareholding?

A Small Shareholding is a holding of UEQ shares less than a 'Marketable Parcel' as defined by the ASX Listing Rules, being a shareholding valued at less than \$500 as at close of trade on the Record Date of 11 June 2013.

Based on the closing price of UEQ Shares at the Record Date, this constitutes a holding of 19,230 Shares or less.

3. What price will I receive for Shares sold through the Facility?

Under the Facility, shareholders appoint UEQ as their agent to sell the Shares. UEQ will appoint a broker ('**Broker**') to sell the Shares under the Facility.

Sales by the Broker (as an execution only broker) will occur in the ordinary course of trading on the ASX. The price payable for a Share sold through the Facility ('**Sale Price**') will be the volume weighted average price of all Shares sold through the Facility. However, the Sale Price will not be less than the Minimum Sale Price of 2.5 cents per Share, being the weighted average sale price during the 5 trading days leading up to the Record Date, rounded to the nearest half cent.

The Broker will take all reasonable steps to ensure that the Shares are sold for the best price reasonably obtainable at the time of the relevant sale. The Sale Price will be calculated by the Broker and may not be challenged in the absence of manifest error.

The price of Shares may change during the course of a day or during the time of the Sale Period, and the Sale Price may be different to the price quoted by public sources and may not be the highest price obtainable on the day on which individual Shares are sold. Also, as the Sale Price is an average, it may be more or less than the actual price at which individual Shares are sold.

All participating shareholders will receive the same Sale Price per Share. The sale proceeds to which you will be entitled will be calculated by multiplying the Sale Price by the number of Shares you held, rounded to the nearest cent. Interest will not be paid on any proceeds of the sale of Shares through the Facility.

You will incur no brokerage or transaction costs. UEQ will pay all brokerage and other applicable transaction costs on your behalf. Any tax consequences arising from the sale of Shares are the responsibility of shareholders. You should consult your professional adviser for the appropriate tax advice.



In the event that all the Shares cannot be sold under the Facility – either because the Minimum Sale Price cannot be obtained or there are no buyers for the Shares, the Shares will not be sold and you will continue to hold your Small Shareholding. The Company will advise you if this occurs.

4. What is the price of UEQ Shares?

The last sale price of UEQ Shares on Tuesday 11 June 2013 was 2.6 cents. The share price changes frequently and more recent prices are available in newspapers and from the ASX website (www.asx.com.au) under the ASX code 'UEQ'.

5. When will the proceeds from the sale of Shares be sent to me?

Payment will be sent to you following settlement of the sale or otherwise as soon as is practicable. In any event, the sale proceeds will be paid by no later than eight weeks from the Closing Date. Payment will be made in Australian dollars by cheque. You will be notified by way of a transaction confirmation statement of the number of your shares sold, and the price and total sale proceeds. The cheque will be sent by post to your address as shown in the UEQ share register at the time the share sale payment is run.

6. If I buy more Shares or amalgamate my holdings, will my Shares be sold?

The Company will treat any purchase of additional shares to increase the value of a shareholding to more than \$500 as an indication that you do not want your shares to be sold through the Facility.

For a purchase to be an effective notification that you wish to retain your shares, any additional shares must be registered by 6.30 pm (Adelaide time) on Wednesday 24 July 2013 **under the same name and address and with the same holder number (SRN or HIN)** as set out on your personalised Share Retention Form.

If you currently have more than one holding on the UEQ share register, you may wish to consider amalgamating them. This may result in your amalgamated holding no longer being a Small Shareholding. Under these circumstances your shares will not be sold as part of this Facility.

7. What if my Shares are held in a CHESS holding?

If your Shares remain in a CHESS holding at 6.30pm on Wednesday 24 July 2013, the Company may move those Shares to an issuer sponsored holding and the Shares may be sold through the Facility.

8. Where can I get further information?

If you have any questions concerning your shareholding or how the Facility will work, please contact Computershare Investor Services ('Computershare') on 1300 556 161 (within Australia) or +613 9415 4000 (outside Australia) from 8.30am to 5.00pm (Adelaide time), Monday to Friday, or the Company Secretary on +61 8 8110 0700.

9. Important notes

UEQ reserves the right, subject to the ASX Listing Rules, to change any of the dates referred to in this letter by notice to the ASX. This letter does not constitute advice or a recommendation to buy, sell or hold UEQ shares nor does the Company advise that the Facility is the best way to sell your Shares.

UEQ and Computershare may (but are not obliged to) accept a Share Retention Form as valid even if it is late, incomplete or is otherwise defective.

The terms of the Facility (set out in the Managing Director's letter, the information pack and the Share Retention Form) may be changed by UEQ by giving notice to the ASX and posting such notice on UEQ's website (www.uel.com.au), but no such change will apply to any completed sale of Shares through the Facility. Shareholders are bound by any such change whether or not they receive notice of the change.

In accordance with UEQ's constitution, the Facility will become unavailable following the announcement of a takeover bid for UEQ. However the Facility may be recommenced after the close of the offers made under any takeover.

Personal information may be collected on the Share Retention Form by UEQ, the Broker and Computershare for the purpose of the administration of, and the sale of shares through, the Facility. That information may be used by each of them and may be disclosed by each of them to each other, to their respective related or associated bodies corporate, to external service companies such as mail service providers, for those purposes, or as otherwise required or permitted by law.

The terms of the Facility are governed by the laws in force in South Australia.

If you are in any doubt about what to do, you should consult your legal, financial or taxation adviser.



URANIUM
EQUITIES
LIMITED

ACN 009 799 553

— 000001 000 UEQ
MR SAM SAMPLE
UNIT 123
SAMPLE STREET
SAMPLETOWN NSW 2001



**Return your Form to the Company's
share registry:**



By Mail:

Computershare Investor Services Pty Limited
GPO Box 1326
Adelaide South Australia 5001
Australia

For all enquiries:

Phone:



(within Australia) 1300 5560161
(outside Australia) +61 3 9415 4000

Small Shareholding Sale Facility - Share Retention Form

 **If you wish to retain your shares, your form must be received by 6:30pm (Adelaide time) on 24 July 2013**

This is an important document that requires your immediate attention. It can only be used in relation to the shareholding represented by the details printed overleaf. If you are in doubt about how to deal with this form, please contact your financial or other professional adviser.

Step 1: Shareholder Details

Use this form if you wish to retain your shares in Uranium Equities Limited. If you have recently bought or sold shares your holding may differ from that shown. If you have already sold all your shares in Uranium Equities Limited, do not complete or return this form. If you have more than one holding on Uranium Equities Limited's register and you do not sell your shares under the Small Shareholding Sale Facility, you should consider consolidating them. For further advice on how to do this, contact Computershare Investor Services Pty Limited ("CIS") on the number above.

Please check the details provided and update your address via www.investorcentre.com if any of the details are incorrect. If you have a CHESS sponsored holding, please contact your Controlling Participant to notify a change of address.

Step 2: Signing Instructions

Individual: Where the holding is in one name, the shareholder must sign.

Joint Holding: Where the holding is in more than one name, all of the shareholders must sign.

Power of Attorney: Where signing as Power of Attorney (POA), you must attach an original certified copy of the POA to this form.

Companies: Where the holding is in the name of a Company, this form must be signed in accordance with the Corporations Act, either as:

- a Sole Director and Sole Company Secretary **OR** a Sole Director (if no Company Secretary exists), **OR**
- two Directors, **OR**
- a Director and Secretary.

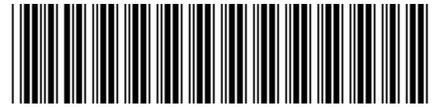
Overseas Companies: Where the holding is in the name of an Overseas company (companies incorporated outside Australia) the form must be signed as above, or documentation must be provided showing that the company can sign in an alternate manner.

Deceased Estate: All executors must sign and a certified copy of the Death Certificate and Will must accompany this form.

Entering contact details is not compulsory, but will assist us if we need to contact you.

Turn over to complete the form →

Small Shareholding Sale Facility Share Retention Form



I 1111111111

I ND

STEP 1 Shareholder Details

For your security keep your SRN/
HIN confidential.

MR SAM SAMPLE
UNIT 123
SAMPLE STREET
SAMPLETOWN NSW 2001



Change of Address
If incorrect, mark this box and
make the correction in the
space to the left.

Securities held as at close of trade
on Tuesday 11 June 2013:

2000

STEP 2 Signature of Shareholder(s) *This section must be completed.*

By signing and returning this form, I/we confirm that I/we understand that my/our securities will **NOT** be sold under the Small Shareholding Sale Facility

Individual or Securityholder 1

Sole Director and Sole Company Secretary/
Sole Director (cross out titles as applicable)

Securityholder 2

Director

Securityholder 3

Director/Company Secretary
(cross out titles as applicable)

Contact Name _____

Contact
Daytime
Telephone _____

Date / /

Email Address _____

Privacy Statement

Personal information is collected on this form by Computershare Investor Services Pty Limited (CIS) as registrar for the securities issuers (the issuer), for the purpose of maintaining registers of securityholders, facilitating distribution payments and other corporate actions and communications. Your personal information may be disclosed to our related bodies corporate, to external service companies such as print or mail service providers, or as otherwise permitted by law. If you would like details of your personal information held by CIS, or you would like to correct information that is inaccurate, incorrect or out of date, please contact CIS. In accordance with the Corporations Act 2001, you may be sent material (including marketing material) approved by the issuer in addition to general corporate communications. You may elect not to receive marketing material by contacting CIS using the details provided above or email privacy@computershare.com.au