



Cannindah Resources
Limited

ASX RELEASE

16 February 2017

ASX Code: CAE

**CANNINDAH RESOURCES RAISES \$225,000 IN
CONVERTIBLE NOTE PLACEMENT**

Cannindah Resources Limited (ASX: CAE) is pleased to announce that it has entered into a Convertible Note agreement for A\$225,000 (the Note) with Hong Kong based EKG Limited.

The key terms of the Note are set out in the attached Appendix 3B. Funds drawn down from the Note will be applied to the Company's project activities and to provide working capital.

The Board considers the terms of the Note are commercially reasonable and represents a price conversion marginally higher than the current market price of CAE shares trading on the ASX

For further information, please contact:

Tom Pickett
Executive Chairman
Ph: 61 7 3357 3988

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

CANNINDAH RESOURCES LIMITED

ABN

35 108 146 694

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

1	+Class of +securities issued or to be issued	Convertible Notes														
2	Number of +securities issued or to be issued (if known) or maximum number which may be issued	15 million														
3	Principal terms of the +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion)	<table border="1"> <tr> <td>Interest Rate</td> <td>8% per annum payable on conversion</td> </tr> <tr> <td>Maturity Date</td> <td>16 February 2018</td> </tr> <tr> <td>Price</td> <td>\$0.015 per note</td> </tr> <tr> <td>Conversion rate</td> <td>Each note may be converted into one ordinary share. The notes cannot be redeemed for cash.</td> </tr> <tr> <td>Redemption</td> <td>At the option of the holder or on the Maturity Date.</td> </tr> <tr> <td colspan="2">The notes may not be traded or on sold.</td> </tr> <tr> <td colspan="2">The notes carry no voting rights</td> </tr> </table>	Interest Rate	8% per annum payable on conversion	Maturity Date	16 February 2018	Price	\$0.015 per note	Conversion rate	Each note may be converted into one ordinary share. The notes cannot be redeemed for cash.	Redemption	At the option of the holder or on the Maturity Date.	The notes may not be traded or on sold.		The notes carry no voting rights	
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+ See chapter 19 for defined terms.

4	Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?	On conversion the shares will rank equally with all other ordinary shares.
	<p>If the additional +securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	
5	Issue price or consideration	\$0.015 each (\$225,000)
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Working capital and project expenditure
6a	Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A? If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i	yes
6b	The date the security holder resolution under rule 7.1A was passed	24 November 2016
6c	Number of +securities issued without security holder approval under rule 7.1	15,000,000 (convertible notes)
6d	Number of +securities issued with security holder approval under rule 7.1A	nil

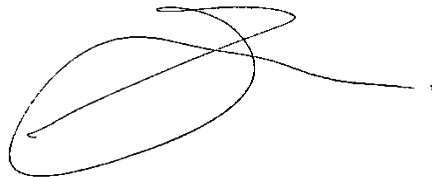
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	nil				
6f	Number of +securities issued under an exception in rule 7.2	nil				
6g	If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.	n/a				
6h	If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	n/a				
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	Listing Rule 7.1 11,359 shares Listing Rule 7.1A 10,007,573 shares				
7	<p>+Issue dates</p> <p>Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.</p> <p>Cross reference: item 33 of Appendix 3B.</p>	16 February 2017				
8	Number and +class of all +securities quoted on ASX (<i>including</i> the +securities in section 2 if applicable)	<table border="1"> <thead> <tr> <th data-bbox="772 1525 1070 1565">Number</th> <th data-bbox="1070 1525 1361 1565">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="772 1565 1070 1792">100,075,733</td> <td data-bbox="1070 1565 1361 1792">Fully paid ordinary shares</td> </tr> </tbody> </table>	Number	+Class	100,075,733	Fully paid ordinary shares
Number	+Class					
100,075,733	Fully paid ordinary shares					

+ See chapter 19 for defined terms.

9	Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)	Number 15,000,000	+Class Convertible notes
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	n/a	

Part 2 - Pro rata issue N/A Deleted

Part 3 - Quotation of securities N/A Deleted



Sign here:

Garry Gill
Company Secretary

Date: 16 February 2017

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Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
Insert number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	92,160,663
Add the following: <ul style="list-style-type: none"> • Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2 • Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval • Number of partly paid +ordinary securities that became fully paid in that 12 month period <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>Include only ordinary securities here – other classes of equity securities cannot be added</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	Nil 7,915,070 nil
Subtract the number of fully paid +ordinary securities cancelled during that 12 month period	nil
“A”	100,075,733

+ See chapter 19 for defined terms.

Step 2: Calculate 15% of “A”	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
Multiply “A” by 0.15	15,011,359
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used	
<p>Insert number of +equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	15,000,000
“C”	15,000,000
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	
“A” x 0.15 <i>Note: number must be same as shown in Step 2</i>	15,011,359
Subtract “C” <i>Note: number must be same as shown in Step 3</i>	15,000,000
Total [“A” x 0.15] – “C”	11,359 <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	100,075,733
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	10,007,573
Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
Insert number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A <i>Notes:</i> <ul style="list-style-type: none"> • <i>This applies to equity securities – not just ordinary securities</i> • <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	nil
“E”	nil

+ See chapter 19 for defined terms.

Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A	
“A” x 0.10 <i>Note: number must be same as shown in Step 2</i>	10,007,573
Subtract “E” <i>Note: number must be same as shown in Step 3</i>	nil
Total [“A” x 0.10] – “E”	10,007,573 <i>Note: this is the remaining placement capacity under rule 7.1A</i>