No:

ASX Circular

Date: 18 October 2011

Key topics

1. Catalpa Resources Limited
2. Scheme of Arrangement
3. ASX Code: CAH

Reading List

Client Advisers
Compliance Managers
Corporate Advisory
DTR Operators
Issuers
Institutions
ASTC Participants
Operations Managers (back office)
ACH Participants
Market Participants

Authorised by

Mauro Piccini

Contact

Mauro Piccini

Telephone

(08)9224 0000

ASX Limited
ABN 98 008 624 691
Exchange Centre
20 Bridge Street
Sydney NSW 2000
PO Box H224
Australia Square NSW 1215

Internet: http://www.asx.com.au

CATALPA RESOURCES LIMITED / CONQUEST MINING LIMITED

Shareholders in Catalpa Resources Limited (the “Company”) voted in favour of the Scheme of Arrangement (the “Scheme”) giving effect to the merger with Conquest Mining Limited (“Conquest”), at a meeting held on 14 October 2011. The Scheme was approved by the Federal Court of Australia on 17 October 2011.

Under the Scheme, the Company will acquire all shares in Conquest in exchange for issuing 0.3 New Company Shares for each Conquest share. The merged entity will be renamed Evolution Mining Limited (“EVN”). The Company (through its wholly owned subsidiaries) will purchase 70% of the Cracow gold project and 100% of the Mt Rawdon gold project from Newcrest Mining Limited (“Newcrest”) in exchange for New Catalpa Shares, giving Newcrest an initial interest in Evolution Mining of 38%.

The following timetable applies to the Scheme:

18 October 2011	Scheme becomes effective. Last day of trading in Conquest shares.
19 October 2011	New Catalpa shares to be issued as consideration under the Scheme (“New Catalpa Shares”) commence trading on deferred settlement basis.
25 October 2011	Scheme record date – date for determining Conquest shareholders who will participate in the Scheme (“Scheme Participants”).
2 November 2011	Implementation of Scheme – Conquest shares transferred to Catalpa and New Catalpa Shares issued to Scheme Participants; • Completion of Asset Purchase and Share Issue • Despatch of holding statements for Scheme Consideration.
3 November 2011	New Catalpa Shares start normal T+3 trading.

For further information please refer to the Company’s recent announcements, including the scheme booklet released on ASX on 13 September 2011.