Phoenix Copper Limited
ABN 67 127 446 271
Level 1, 135 Fullarton Road
Rose Park, SA 5067
Australia
Telephone +61 (0)8 8364 3188
Facsimile +61 (0)8 8364 4288
info@phoenixcopper.com.au
www.phoenixcopper.com.au

ASX ANNOUNCEMENT, 21 OCTOBER 2014

COMPLETION OF NON-RENOUNCEABLE RIGHTS ISSUE AND SHORTFALL NOTIFICATION

Phoenix Copper Limited (ASX: PNX) (**Phoenix Copper**) refers to its partially underwritten one (1) for two (2) non-renounceable pro rata rights issue at an issue price of $0.023, which was announced on 25 September 2014 (**Rights Issue**) and closed on 16 October 2014.

Phoenix Copper is pleased to announce that valid acceptances were received for 79,316,073 new shares at an issue price of $0.023 per share, for a total of $1,824,270. This represents an approximate 68% take-up (including overscriptions) of the maxiumum number of new shares available of 117,314,179. New shares will be allotted and issued on 23 October 2014.

The total shortfall under the Rights Issue was 37,998,106 new shares, or $873,956. Applications will be received from CPS Capital Group Pty Ltd (**CPS**) for 31,538,935 of those shares ($725,396) in accordance with its Underwriting Agreement with Phoenix Copper.[1]

The Rights Issue will therefore raise a total of $2,549,665 (before costs and expenses and subject to receipt of the underwritten subscription monies). The directors of Phoenix Copper intend to place the remainder of the shortfall at $0.023 per share (total $148,561) within 3 months of the 16 October 2014 Rights Issue Closing Date, as stated in the Rights Issue Offer Memorandum and in accordance with ASX Listing Rule 7.2.

In what has been a very difficult period for Junior Explorers to raise funds, it is very encouraging to see such strong support with the high level of uptake reflecting shareholders' appreciation of the potential value of the Northern Territory assets.

The directors of Phoenix Copper express their appreciation to all shareholders participating in the Rights Issue.

For further information contact Phoenix Copper Limited on +618 8364 3188.

Sincerely,

Tim Moran
Company Secretary

[1] CPS agreed to underwrite 58,681,815 shares, or $1.35 million, representing approximately 50% of the Rights Issue for a fee equal to 5% of the total amount underwritten by it. Any shares validly subscribed for by Shareholders in excess of 52,173,193 (approximately $1.2 million) reduce the Underwriter's obligations and therefore CPS is only obliged to subscribe for 31,538,935 new shares (58,681,815 less (79,316,073-52,173,193))