

NON-RENOUNCEABLE RIGHTS OFFER

The directors of Caravel Minerals Limited ("Caravel" or "Company") (ASX:CVV) advise they are seeking to raise up to approximately \$1,032,399, by a pro-rata non-renounceable rights offer ("Offer") of up to approximately 25,809,971 shares on the basis of 1 new share ("New Share") for every 7 shares held at an issue price of 4 cents per New Share. The Company expects to lodge an offer document for the Offer ("Offer Document") with the ASX on 10 September 2019.

As announced on 22 August 2019, following the completion of a successful scoping study in June 2019, Caravel has engaged with a range of potential investors including mining investment funds, mining companies and copper smelters and has engaged in discussions regarding funding structures for the next stages of feasibility studies. Whilst proposals have been offered to Caravel they remain preliminary confidential discussions subject to ongoing negotiation. The Company will keep the market informed in the event of a material development from ongoing discussions.

The funds raised under the Offer will be used to continue feasibility and approvals work for the Caravel Copper Project; for working capital and to meet Offer expenses.

The Offer is not underwritten. Minimum subscription under the Offer is \$250,000.

The timetable for the Offer is as follows:

Pro-rata Offer announced	2 September 2019
New Shares quoted on an "ex" basis (date from which the New Shares commence trading without the entitlement to participate in the Offer).	4 September 2019
Record Date (date for identifying Shareholders entitled to participate in the Offer).	5 September 2019
Offer Document with Entitlement Form sent to Eligible Shareholders	10 September 2019
Offer opens	10 September 2019
Closing Date (last date for lodgement of Entitlement Forms and Application Money)	24 September 2019
Trading of New Shares commence on a deferred settlement basis	25 September 2019

Company to notify ASX notified of the Shortfall (if any)	27 September 2019
Issue of New Shares and end of deferred settlement trading	1 October 2019

Subject to the Listing Rules, the above dates may be changed without notice.

The Offer will be made to the Company's shareholders with a registered address in Australia or New Zealand on the Record Date ("Eligible Shareholders").

Assuming that no Options are exercised before the Record Date and the cancellation of employee plan shares before the Record Date, the effect of the Offer on the Company's share capital at Minimum Subscription and Full Subscription is shown in the following table:

Shares	Minimum Subscription	Full Subscription
Existing Shares	180,669,795	180,669,795
New Shares issued under the Offer	6,250,000	25,809,971
Total Shares on issue after completion of the Offer	186,919,795	206,479,766

Shareholders may view all the Company's ASX announcements, including those relating to the Offer, on the ASX's website at www.asx.com.au or alternatively on the Company's website at www.caravelminerals.com.au.

It is anticipated that the Offer Document offering New Shares for subscription will be mailed to Eligible Shareholders on 10 September 2019 and will be available on the ASX and Company's website on this day.

Application will be made to ASX for official quotation of the New Shares. No shareholder approval is required to the Offer.

Overseas Shareholders

The offer is only made to Eligible Shareholders (shareholders with a registered address in Australia or New Zealand at the Record Date). Therefore, if you are a shareholder with a registered address other than Australia or New Zealand, no offer will be made to you. In making this decision, the directors have taken into account the small number of overseas shareholders and the costs and administrative complexity of complying with applicable regulations in jurisdictions outside Australia and New Zealand.

If you have any questions please do not hesitate to contact the Company.

Yours faithfully,



Wayne Trumble
Non-Executive Chairman
Caravel Minerals Limited