



Fertoz Limited (ASX: FTZ)

ACN 145 951 622

Principal Office

40 Balgowlah St
Wakerley Qld 4154

Phone: +61 7 3396 0024

Fax: +61 7 3396 0024

Email: office@ferto.com

Webpage: www.ferto.com

31 July 2015

ASX RELEASE / MEDIA RELEASE

Fertoz appoints Canadian Managing Director

- Canadian director Stephen Keith appointed as Managing Director to focus on commercialising North American assets
- Les Szonyi continues as a director and a consultant reporting to Mr Keith
- Dry Ridge exploration permit granted in Idaho

Fertoz Limited (ASX:FTZ; "Fertoz" or the "Company") is pleased to announce that Canadian director Stephen Keith will take over as Managing Director effective immediately. Les Szonyi will continue as a director of Fertoz and support Stephen as a technical consultant, reporting to him.

Chairman James Chisholm said *"I would like to take this opportunity to thank Les for leading us through the IPO, the exploration of both Wapiti and Fernie, the submission of the small scale mine for Wapiti, the completion of the Wapiti Scoping Study and the bulk samples and trials associated with the two Canadian projects, and finally, the approval of the Dry Ridge exploration permit. With so much work going on in Canada, Les decided it was time to appoint an MD who was in-country, and has stepped down from the role of MD, to focus instead on progressing the Australian FertAg joint venture. He will assist Stephen with the handover of our North American activities and the many phosphate trials and relationships that have been developed over the last two years. Stephen's focus moving forward is commercializing our Wapiti and Fernie projects by securing off-take agreements for the rock phosphate we will produce from those resources and engaging with local contractors and suppliers to establish mining operations. We plan to keep capital requirements low by running with a contract mining model and start by just producing bulk rock phosphate. Later development will entail bagging operations and blending our rock phosphate with other resources to make additional fertiliser products, and also moving to an owner-operator model; but all of this will occur once we have cash flow from our Canadian operations.*

We will also seek a joint venture partner to bring forward exploration of our Dry Ridge project in Idaho."

Stephen Keith was appointed to the Fertoz board in July 2014. He lives in Toronto and is well known to the fertiliser and investment community in Canada, having led TSX listed Rio Verde Minerals Development Corp. to a sale in 2013. Rio Verde was progressing the development of a direct application rock phosphate project in Brazil at the time of the acquisition. Stephen holds a BSC in Applied Science, and an MBA. He is a registered professional engineer (P. Eng) in British Columbia and Ontario and has been involved in numerous feasibility studies and resource project developments in his career over the last twenty years.

Mr Keith's key terms of employment are as follows:

Term

Mr Keith has been appointed as Managing Director for a minimum term of six months until terminated by either party.

Remuneration

The remuneration payable to Mr Keith will be an annual base salary of C\$250,000 plus 3% superannuation and subject to shareholder approval the following option and performance rights package:

- a) 100,000 options at A\$0.15 for 24 months for signing on to the role as Managing Director and remaining in the role for a minimum of 6 months
- b) 1,000,000 options as below:
 - a. 250,000 unquoted options at A\$0.20c for 12 months vesting when the VWAP of the Company's shares exceeds A\$0.25 for 21 consecutive trading days;
 - b. 250,000 unquoted options at A\$0.30c for 18 months vesting when the VWAP of the Company's shares exceeds A\$0.40 for 21 consecutive trading days;
 - c. 250,000 unquoted options at A\$0.40c for 24 months vesting when the VWAP of the Company's shares exceeds A\$0.50c for 21 consecutive trading days; and
 - d. 250,000 unquoted options at A\$0.50c for 30 months vesting when the VWAP of the Company's shares exceeds A\$0.65c for 21 consecutive trading days.
- c) 1,000,000 Performance Rights, converting to fully paid ordinary shares, with hurdles as below:
 - a. 500,000 Performance Rights converting to fully paid ordinary shares once the share price has exceeded A\$0.50 for at least 21 consecutive trading days
 - b. 250,000 Performance Rights converting to fully paid ordinary shares on completion of a A\$2m minimum capital raise
 - c. 250,000 Performance Rights converting to fully paid ordinary shares on signing of a 10,000tpa offtake agreement from any of the Company's wholly-owned or joint-ventured projects

Termination

Mr Keith on termination, except for termination by the Company for cause and other certain conditions, will be paid the amount equal to four (4) months base salary; (ii) one (1) additional months base salary for every year of employment and (iii) a sum equal to fifteen (15%) percent of the total amount of salary calculated pursuant to (i) and (ii) above.

About Fertoz

Fertoz is an emerging agribusiness progressing towards commercial production in North America and an expanding fertiliser distribution business in Australia.

Fertoz is exploring for high-grade phosphate resources in Canada and the United States of America, two of the largest agricultural economies in the world and both of which are net phosphate rock importers. Fertoz has two projects in Canada – Wapiti (East and West), and Fernie (Marten, Barnes Lake, Crows Nest), which are all proximate to infrastructure – and an option on a project in Idaho, USA, again proximate to infrastructure. Fertoz is targeting small, high-grade resources in the Americas that can be commercialised quickly and inexpensively, with high-grade product sold to organic farmers, conventional farmers or third-party fertiliser plants.

Fertoz also has the FertAg JV in Australia set up to distribute fused calcium magnesium silicate phosphate products to counter the acidic soils found across much of Australia's key farming regions. FertAg products provide valuable macronutrient conditioning to soils while reducing unnecessary contamination of creek and reef systems through its slow release properties

For further information contact:

Stephen Keith
Managing Director
Fertoz Limited
M: +1 647 299 0046

James Chisholm
Chairman
Fertoz Limited
M: +61 419 256 690

Forward-looking statements

This document may contain forward-looking statements. Sentences and phrases are forward looking statements when they include any tense from present to future or similar inflection words, such as (but not limited to) "believe," "estimate," "anticipate," "plan," "predict," "may," "hope," "can," "will," "should," "expect," "intend," "is designed to," "with the intent," "potential," the negative of these words or such other variations thereon or comparable terminology, may indicate forward looking statement.

Forward looking statements are only predictions and are subject to risks, uncertainties and assumptions which are outside the control of Fertoz. These risks, uncertainties and assumptions include (but are not limited to) commodity prices, currency fluctuations, economic and financial market conditions in various countries and regions, environmental risks and legislative, fiscal or regulatory developments, political risks, project delay or advancement, approvals and cost estimates. Actual values, results or events may be materially different to those expressed or implied in this document. Given these uncertainties, readers are cautioned not to place reliance on forward looking statements. Any forward looking statement in this document is valid only at the date of issue of this document.

Subject to any continuing obligations under applicable law and the ASX Listing Rules, or any other Listing Rules or Financial Regulators' rules, Fertoz, its agents, directors, officers, employees, advisors and consultants do not undertake any obligation to update or revise any information or any of the forward looking statements in this document if events, conditions or circumstances change or that unexpected occurrences happen to affect such a statement.