Golden Rim Resources

ASX/Media Announcement

12 August 2013

SECONDARY TRADING NOTICE

Golden Rim Resources Limited (**Company,** ASX:GMR) has today allotted and issued 85,000,000 fully paid ordinary shares (**Shares**) at an issue price of 2.2 cents each. The Shares were issued to a number of institutional and sophisticated investor clients of Patersons Securities Limited amd Melbourne Capital Limited (as defined in Section 708 of the Corporations Act 2001 (**Corporations Act**)). These securities are in a class of securities quoted on the Australian Securities Exchange (**ASX**).

The Corporations Act restricts the on-sale of securities issued without disclosure, unless the sale is exempt under section 708 or 708A. By the Company giving this notice, sale of the Shares noted above will fall within the exemption in section 708A(5) of the Corporations Act.

The Company hereby notifies under section 708A(5)(e) of the Corporations Act that:

(a) the Shares were issued without disclosure to investors under Part 6D.2 of the Corporations Act;

(b) as at the date of this notice, the Company has complied with the provisions of Chapter 2M of the Corporations Act as it applies to the Company;

(c) as at the date of this notice, the Company has complied with section 674 of the Corporations Act as it applies to the Company; and

(d) as at the date of this notice, there is no information:

  (i) that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and

  (ii) that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:

    A. the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or

    B. the rights and liabilities attaching to the Shares.

An Appendix 3B is attached in respect to the issue of the Shares.

-ENDS-

For further information, please contact:

Hayley Butcher
Golden Rim Resources
Company Secretary
+61 8 9481 5758

Further Company Information

E: info@goldenrim.com.au
W:goldenrim.com.au

Capital Structure

Issued Shares: 653,006,923
Unlisted Options: 33,650,000

Share Registry

Security Transfer Registrars Pty Ltd
770 Canning Highway
APPLECROSS WA 6153
AUSTRALIA

T: + 61 8 9315 2333
F: + 61 8 9315 2233
E: registrar@securitytransfer.com.au
W: securitytransfer.com.au

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

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 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003.

Name of entity

GOLDEN RIM RESOURCES LTD

ABN

39 006 710 774

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	ORDINARY FULLY PAID SHARES
2	Number of +securities issued or to be issued (if known) or maximum number which may be issued	85,000,000 ordinary fully paid shares
3	Principal terms of the +securities (eg, 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)	Ordinary fully paid shares

+ See chapter 19 for defined terms.

4	Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities? If the additional securities do not rank equally, please state: • 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	The securities will rank equally in all respects with the existing class of quoted securities of the Company.
5	Issue price or consideration	2.2 cents per share
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	The funds raised will enable Golden Rim to undertake further work at the Balogo Project (Burkina Faso) including reverse circulation drilling of the new gold anomalies identified at Balogo; diamond drilling at Netiana to update the current resource estimate; commencement of a bankable feasibility study and environmental studies. The funds will also assist with working capital.
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	12/08/13

8 Number and +class of all +securities quoted on ASX (*including* the securities in clause 2 if applicable)

Number	+Class
653,006,923	Fully paid ord shares

+ See chapter 19 for defined terms.

		Number	+Class
9	Number and +class of all +securities not quoted on ASX (*including* the securities in clause 2 if applicable)	4,000,000	Options exercisable at $0.15 and expiring on 07/05/14
		600,000	Options exercisable at $0.21 and expiring on 05/10/14
		7,000,000	Options exercisable at $0.27 and expiring on 22/11/14
		1,000,000	Options exercisable at $0.21 and expiring on 10/07/15
		15,000,000	Options exercisable at $0.29 and expiring on 21/11/15
		3,900,000	Options exercisable at $0.29 and expiring on 21/11/15
		2,150,000	Options exercisable at $0.14 and expiring on 12/01/17

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A

Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	N/A
12	Is the issue renounceable or non-renounceable?	N/A
13	Ratio in which the +securities will be offered	N/A
14	+Class of +securities to which the offer relates	N/A
15	+Record date to determine entitlements	N/A
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A
17	Policy for deciding entitlements in relation to fractions	N/A

+ See chapter 19 for defined terms.

18	Names of countries in which the entity has +security holders who will not be sent new issue documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	N/A
19	Closing date for receipt of acceptances or renunciations	N/A
20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	N/A
25	If the issue is contingent on +security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	N/A
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do +security holders sell their	N/A

+ See chapter 19 for defined terms.

	entitlements *in full* through a broker?	
31	How do +security holders sell *part* of their entitlements through a broker and accept for the balance?	N/A
32	How do +security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	+Despatch date	N/A

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of securities
(*tick one*)

(a) ☒ Securities described in Part 1

(b) ☐ All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

35 ☒ If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

36 ☒ If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over

37 ☐ A copy of any trust deed for the additional +securities

+ See chapter 19 for defined terms.

Entities that have ticked box 34(b)

38 Number of securities for which +quotation is sought

39 Class of +securities for which quotation is sought

40 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?

If the additional securities do not rank equally, please state:
- 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

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

42 Number and +class of all +securities quoted on ASX (*including* the securities in clause 38)

Number	+Class

+ See chapter 19 for defined terms.

Quotation agreement

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.

- There is no reason why those +securities should not be granted +quotation.

- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

  Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.

- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the +securities to be quoted, it has been provided at the time that we request that the +securities be quoted.

- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: .... Date: 12/08/13...........
(Company Secretary)

HAYLEY BUTCHER
Print name: ....

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+ See chapter 19 for defined terms.

Golden Rim Resources Ltd
20 Largest Holders

Holder Name		Number of securities	% of issued capital
1	TECHNOLOGY SVCS LLC	52,521,875	8.04%
2	CRABB RICK	18,108,601	2.77%
3	J P MORGAN NOM AUST LTD	16,746,820	2.56%
4	HSBC CUSTODY NOM AUST LTD	15,897,101	2.43%
5	UBS WEALTH MGNT AUST NOM	13,615,384	2.09%
6	FITEL NOM LTD	11,487,667	1.76%
7	ZADNIK HLDGS PL	9,998,963	1.53%
8	OREGON NOM PL	8,833,334	1.35%
9	METALLICA INV PL	8,364,955	1.28%
10	CHIFLEY PORTFOLIOS PL	7,000,000	1.07%
11	LIM KENG HOCK JONATHAN	6,250,000	.96%
12	VIRGIN JUSTIN ANTHONY	5,500,000	.84%
13	GRAZIANI ANGELO + MARTHA	5,462,216	.84%
14	JANSEN WILLIAM + M G	5,400,000	.83%
15	REGENCY DVLMTS WA PL	5,111,653	.78%
16	GONG XINHUI	5,001,209	.77%
17	HAO YUN LTD	4,985,641	.76%
18	HSBC CUSTODY NOM AUST LTD	4,804,105	.74%
19	CITICORP NOM PL	4,751,976	.73%
20	EARTH SCIENCE SOLUTIONS	4,547,223	.70%
Top 20 total		214,388,723	32.83%

Distribution Schedule

	Number of holders	Number of Securities	% of issued capital
1-1,000	351	112,519	0.02
1,001 – 5,000	516	1,583,790	0.24
5,001 – 10,000	330	2,748,487	0.42
10,001 – 100,000	1,499	63,113,721	9.67
100,001 and over	746	585,448,406	89.65
	3,442	653,006,923	**100.00**