bvRule 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, 24/10/2005.

Name of entity

Resource Star Limited

ABN

71 098 238 585

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	Fully Paid Ordinary Shares
2	Number of +securities issued or to be issued (if known) or maximum number which may be issued	Approximately 56,928,182 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)	Fully Paid Ordinary Shares rank equally

+ 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	Shares issued will rank equally with existing Fully Paid Ordinary Shares on issue.
5	Issue price or consideration	$0.02per Share for a total consideration of approximately $1.14m
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Funds from the Rights Issue will be used to • complete a new round of exploration at the Livingstonia JV Uranium Project in Malawi; • advance its other exploration projects in Malawi and Australia; • repay funding made available by Red Rock Resources; and • remaining funds will be allocated to working capital and costs of the issue
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	Around 14 March 2012

		Number	+Class
8	Number and +class of all +securities quoted on ASX (*including* the securities in clause 2 if applicable)	113,096,364	Ordinary Shares
		10,532,905	September 2012 Listed Options exercisable at 20 cents per Option (Entitlement Allotment)
		20,000,000	September 2012 Listed Options exercisable at 20 cents per Options (Lead Manager Allotment)
		15,431,186	September 2012 Listed Options (Shortfall Options from Entitlement Allotment)

9	Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	760,000	Restricted Ordinary Shares
		550,000	CEO Unlisted Incentive Options expiring on 15 July 2012
		2,000,000	September 2012 Unlisted Options exercisable at 20 cents per Option
		1,500,000	December 2013 Class A Unlisted Options exercisable at 15 cents per Option
		750,000	December 2013 Class B Unlisted Options exercisable at 20 cents per Option
		750,000	December 2013 Class C Unlisted Options exercisable at 25 cents per Option

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	No dividend policy has been established

Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	No
12	Is the issue renounceable or non-renounceable?	Non-Renounceable Entitlement Issue
13	Ratio in which the +securities will be offered	1 New Share for every 1 Share held by Shareholders
14	+Class of +securities to which the offer relates	Ordinary Shares
15	+Record date to determine entitlements	15 February 2012
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	Not Applicable
17	Policy for deciding entitlements in relation to fractions	Rounded up to the nearest whole number

+ 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.	Shareholders in Australia, New Zealand and the United Kingdom only are entitled to participate
19	Closing date for receipt of acceptances or renunciations	6 March 2012
20	Names of any underwriters	Red Rock Resources Plc
21	Amount of any underwriting fee or commission	The Offer is partially underwritten to the first $500,000 of any shortfall in the Issue. There is the payment of an Underwriting Fee of 2.5% of that amount which Red Rock ultimately underwrites.
22	Names of any brokers to the issue	Not Applicable
23	Fee or commission payable to the broker to the issue	Not Applicable
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	Not Applicable
25	If the issue is contingent on +security holders' approval, the date of the meeting	Not Applicable
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	20 February 2012
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	8 February 2012
28	Date rights trading will begin (if applicable)	Not Applicable
29	Date rights trading will end (if applicable)	Not Applicable

+ See chapter 19 for defined terms.

30	How do +security holders sell their entitlements *in full* through a broker?	Not Applicable
31	How do +security holders sell *part* of their entitlements through a broker and accept for the balance?	Not Applicable
32	How do +security holders dispose of their entitlements (except by sale through a broker)?	Not Applicable
33	+Despatch date	14 March 2012

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

Questions 35 to 42 not applicable

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.

+ See chapter 19 for defined terms.

- 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: 2 February 2012

Print name: **Eryn Kestel**
Company Secretary

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