

byRule2.7, 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; and
Unlisted Incentive Options |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 50 Shares; and
(550,000) Unlisted Incentive Options |
| 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;
Lapse of Unlisted Incentive Options |

+ See chapter 19 for defined terms.

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<p>4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • 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 	<p>Shares issued as a result of exercise of Listed Options will rank equally with existing Fully Paid Ordinary Shares on issue.</p>										
<p>5 Issue price or consideration</p>	<p>\$0.20 per Share for a total consideration of \$10 Nil consideration</p>										
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Exercise of 30 September 2012 Listed Options; and Lapse of the Unlisted Incentive Options</p>										
<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>31 August 2012</p>										
<p>8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th data-bbox="678 1265 965 1310">Number</th> <th data-bbox="965 1265 1359 1310">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="678 1310 965 1355">113,856,414</td> <td data-bbox="965 1310 1359 1355">Ordinary Shares</td> </tr> <tr> <td data-bbox="678 1355 965 1467">10,532,855</td> <td data-bbox="965 1355 1359 1467">September 2012 Listed Options exercisable at 20 cents per Option (Entitlement Allotment)</td> </tr> <tr> <td data-bbox="678 1467 965 1624">20,000,000</td> <td data-bbox="965 1467 1359 1624">September 2012 Listed Options exercisable at 20 cents per Options (Lead Manager Allotment)</td> </tr> <tr> <td data-bbox="678 1624 965 1715">15,431,186</td> <td data-bbox="965 1624 1359 1715">September 2012 Listed Options (Shortfall Options from Entitlement Allotment)</td> </tr> </tbody> </table>	Number	+Class	113,856,414	Ordinary Shares	10,532,855	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)
Number	+Class										
113,856,414	Ordinary Shares										
10,532,855	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)										

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9	Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	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
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Part 2 - Bonus issue or pro rata issue

Questions 11 to 33 are applicable for this Issue

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.

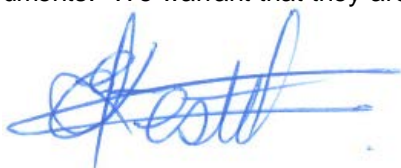
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Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- 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.
 - 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: 31 August 2012

Print name: **Eryn Kestel**
Company Secretary

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