



3rd March 2006

Manager Company Announcements
Company Announcements Office
Australian Stock Exchange Limited
Level 10, 20 Bond Street
SYDNEY NSW 2000

By e-Lodgement

PLACEMENT TO FUND EXPLORATION OF COPPER AND URANIUM PROSPECTS

- **27 million shares at 5¢, raising \$1.35m**
- **15% placement pursuant to ASX Listing Rule 7.1**
- **funds to be applied to;**
 - i. drilling of Maitland supergene copper zone**
 - ii. testing for extension of Oasis uranium zone**

The Directors of Glengarry Resources Limited are pleased to announce that the Company has arranged a placement of 27,000,000 ordinary shares fully paid at 5 cents per share which will raise \$1,350,000, through Sydney-based junior resource specialist, Far East Capital Limited.

The funds will be used to continue exploration on the advanced Maitland and Oasis prospects located on the Company's wholly-owned Greenvale Project in North Queensland. Drilling is planned to recommence in mid-March 2006.

Maitland Copper Prospect

Drilling will initially focus on the Maitland copper prospect where recent work has identified a potential shallow, high grade supergene zone and a deeper, primary sulphide system which remains open at depth and along strike. Exploration reports from the 1960's record intervals of 11.8 metres @ 10.2% copper and 17.7 metres @ 4.7% copper from the supergene zone which is approximately 30 metres below the surface. Drilling into the primary zone by Glengarry in late 2005 intersected up to 12 metres @ 4.3% copper from 160 metres depth.

Oasis Uranium Prospect

Follow up drilling is also planned for the Oasis uranium prospect where exploration drilling by Esso Minerals in 1978 defined strongly anomalous mineralisation over 300 metres strike with better intersections including 9.5 metres @ 0.23% U₃O₈ and 6.7 metres @ 0.23% U₃O₈. Drilling by Glengarry in 2005 intersected up to 10 metres @ 0.12% U₃O₈ and confirmed the presence of significant uranium mineralisation. The mineralisation at Oasis is structurally controlled similar to the Mary Kathleen uranium deposit (9 million tonnes @ 0.13% U₃O₈) in western Queensland and exploration in 2006 will target extensions of the mineralised host structure.



The Company intends to issue the securities under section 708(8) of the Corporations Act 2001 and accordingly, the Company does not propose to issue a prospectus or other disclosure document in connection with the issue.

We enclose Appendix 3B, "New issue announcement, application for quotation of additional securities and agreement".

Yours faithfully,

DAVID RICHARDS
Managing Director

The information in the report that relates to Exploration Results, Mineral Resources or Ore Reserves is based on information compiled by David Richards who is a member of the Australian Institute of Geoscientists. David Richards is a full time employee of Glengarry Resources Limited. David Richards has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the Australian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. David Richards consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

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, 24/10/2005.

Name of entity

Glengarry Resources Limited

ABN

40 009 468 099

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 shares fully paid |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 27,000,000 |
| 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) | Placement of ordinary shares fully paid |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

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	Yes					
5 Issue price or consideration	5 cents per share					
6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Working capital to fund exploration expenditure on the Company's uranium, gold and base metal projects.					
7 Dates of entering ⁺securities into uncertificated holdings or despatch of certificates	10 March 2006					
8 Number and ⁺class of all ⁺securities quoted on ASX (including the securities in clause 2 if applicable)	<table border="1"> <thead> <tr> <th>Number</th> </tr> </thead> <tbody> <tr> <td>208,566,528</td> </tr> </tbody> </table>	Number	208,566,528	<table border="1"> <thead> <tr> <th>⁺Class</th> </tr> </thead> <tbody> <tr> <td>ordinary</td> </tr> </tbody> </table>	⁺ Class	ordinary
Number						
208,566,528						
⁺ Class						
ordinary						

⁺ See chapter 19 for defined terms.

9 Number and ⁺class of all ⁺securities not quoted on ASX (including the securities in clause 2 if applicable)	<table border="1"> <thead> <tr> <th data-bbox="762 244 1066 293">Number</th><th data-bbox="1066 244 1356 293">⁺Class</th></tr> </thead> <tbody> <tr> <td data-bbox="762 293 1066 510">2,600,000</td><td data-bbox="1066 293 1356 510">Employee options</td></tr> </tbody> </table>	Number	⁺ Class	2,600,000	Employee options
Number	⁺ Class				
2,600,000	Employee options				
10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	The company is not paying dividends				

Part 2 - Bonus issue or pro rata issue

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

⁺ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

20	Names of any underwriters	
21	Amount of any underwriting fee or commission	
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of *security holders	
25	If the issue is contingent on *security holders' approval, the date of the meeting	
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	
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	
28	Date rights trading will begin (if applicable)	
29	Date rights trading will end (if applicable)	
30	How do *security holders sell their entitlements <i>in full</i> through a broker?	
31	How do *security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	

+ See chapter 19 for defined terms.

- 32 How do *security holders dispose of their entitlements (except by sale through a broker)?
- 33 *Despatch date

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 (<i>including</i> the securities in clause 38)	<table border="1"><thead><tr><th>Number</th><th>+Class</th></tr></thead><tbody><tr><td></td><td></td></tr></tbody></table>	Number	+Class		
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.
- 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:

Managing Director

Date: 3 March 2006

Print name: DAVID ROSS RICHARDS

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+ See chapter 19 for defined terms.