Refresh

Refresh Group Limited (ACN 079 681 244)
17 Denninup Way, Malaga WA 6090
Tel: (08) **9248 3006** Fax: (08) 9248 7233
Email: info@refreshwater.com.au
Website: www.refreshgroup.com.au

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Name of entity

Refresh Group Limited

ABN

28 079 681 244

We, Refresh Group Limited, give ASX the following information.

Part 1 - All issues

1	+Class of +securities issued or to be issued	**Ordinary shares**
2	Number of +securities issued or to be issued or maximum number which may be issued	**302,115**
3	Principal terms of the +securities	**New issue**
4	Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?	**Yes**
5	Issue price or consideration	**$0.1655**
6	Purpose of the issue	**Part consideration for the acquisition Sun Shower Springs**
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	**2 July 2007**

		Number	+Class
8	Number and +class of all +securities quoted on ASX	**27,174,828**	**ordinary**

		Number	+Class
9	Number and +class of all +securities not quoted on ASX	**17,186,405**	**ordinary**
		1,140,000	**Options – exercise price $0.15 each; expiring 28 Mar 08**

10	Dividend policy on the increased capital (interests)	**Nil**

Part 2 - Bonus issue or pro rata issue

Questions 11 to 33 – **Not applicable**

Part 3 - Quotation of securities

34 Type of securities

(a) ☐ Securities described in Part 1

(b) ☒ All other securities

Entities that have ticked box 34(a)

Questions 35 to 37 – **Not applicable**

Entities that have ticked box 34(b)

38	Number of securities for which +quotation is sought	**302,115 shares**
39	Class of +securities for which quotation is sought	**Ordinary**
40	Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?	**Yes**
41	Reason for request for quotation now	**New issue**

		Number	+Class
42	Number and +class of all +securities quoted on ASX (*including* the securities in clause 38)	**26,872,713**	**ordinary**

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.

- 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: 4 July 2007
Executive Chairman

Print name: Henry Heng