ROYAL
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ABN: 34 108 102 432

31 January 2013

The Manager
Companies Announcement Office
Australian Stock Exchange Limited
Level 4
20 Bridge Street
SYDNEY NSW 2000

Via Electronic Lodgement

Dear Sir/Madam

Incentive Options - Amended exercise price

I wish to advise you that an administrative error has resulted in the options issued to directors on 27 November 2012 with an incorrect exercise price of $0.17.

Pursuant to shareholder approval granted at the Annual General Meeting held on 27 November 2012 the 6,500,000 options issued to directors had an exercise price of $0.16.

The Appendix 3Y and Appendix 3B that had been issued have subsequently been corrected to reflect the correct exercise price of the options.

Yours faithfully
ROYAL RESOURCES LIMITED

Tony Heslop
COMPANY SECRETARY

Rule 3.19A.2

Appendix 3Y

Change of Director's Interest Notice

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 30/09/01 Amended 01/01/11

Name of entity	**ROYAL RESOURCES LIMITED**
ABN	**34 108 102 432**

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Frank DeMarte
Date of last notice	30/06/2012

Part 1 - Change of director's relevant interests in securities
In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	BOTH DIRECT AND INDIRECT
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Relevant interests arise by virtue of the power to control the voting rights attached to the securities of the entities.
Date of change	29/11/2012

No. of securities held prior to change	
Frank DeMarte	320,833 ordinary shares. 45,833 quoted options exercisable at 12 cents each on or before 31 October 2013.
The DeMarte Family Trust	2,953,730 ordinary shares. 329,104 quoted options exercisable at 12 cents each on or before 31 October 2013. 750,000 unquoted options exercisable at 30 cents each on or before 30 November 2013. 1,250,000 unquoted options exercisable at 55 cents each on or before 26 November 2014. 1,500,000 unquoted options exercisable at 28 cents each on or before 29 November 2015. 1,750,000 unquoted options exercisable at 21 cents each on or before 27 November 2016.
Grandeur Holdings Pty Ltd	45,297 ordinary shares. 6,471 options exercisable at 12 cents each on or before 31 October 2013.
The DeMarte Superannuation Fund	368,275 ordinary shares 138,325 options exercisable at 12 cents each on or before 31 October 2013.
Class	Unquoted options exercisable at 16 cents each on or before 27 November 2017.
Number acquired	1,500,000
Number disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil.

No. of securities held after change	
Frank DeMarte	320,833 ordinary shares. 45,833 quoted options exercisable at 12 cents each on or before 31 October 2013.
The DeMarte Family Trust	2,953,730 ordinary shares. 329,104 quoted options exercisable at 12 cents each on or before 31 October 2013. 750,000 unquoted options exercisable at 30 cents each on or before 30 November 2013. 1,250,000 unquoted options exercisable at 55 cents each on or before 26 November 2014. 1,500,000 unquoted options exercisable at 28 cents each on or before 29 November 2015. 1,750,000 unquoted options exercisable at 21 cents each on or before 27 November 2016. 1,500,000 Unquoted options exercisable at 16 cents each on or before 27 November 2017.
Grandeur Holdings Pty Ltd	45,297 ordinary shares. 6,471 quoted options exercisable at 12 cents each on or before 31 October 2013.
The DeMarte Superannuation Fund	368,275 ordinary shares. 138,325 quoted options exercisable at 12 cents each on or before 31 October 2013.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of unquoted options.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	Not applicable

Nature of interest	-
Name of registered holder (if issued securities)	-
Date of change	-
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	-
Interest acquired	-
Interest disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	-
Interest after change	-

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No.
If so, was prior written clearance provided to allow the trade to proceed during this period?	-
If prior written clearance was provided, on what date was this provided?	-

+ See chapter 19 for defined terms.

Rule 3.19A.2

Appendix 3Y

Change of Director's Interest Notice

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 30/09/01 Amended 01/01/11

Name of entity	**ROYAL RESOURCES LIMITED**
ABN	**34 108 102 432**

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Malcolm Randall
Date of last notice	30/06/2012

Part 1 - Change of director's relevant interests in securities
In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	BOTH DIRECT AND INDIRECT
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Relevant interests arise by virtue of the power to control the voting rights attached to the securities of the entities.
Date of change	29/11/2012

No. of securities held prior to change Renique Holdings Pty Ltd (Randall Super Fund A/C)	1,387,383 ordinary shares. 198,197 quoted options exercisable at 12 cents each on or before 31 October 2013. 500,000 quoted options exercisable at 30 cents each on or before 30 November 2013. 500,000 unquoted options exercisable at 55 cents each on or before 26 November 2014. 750,000 unquoted options exercisable at 28 cents each on or before 29 November 2015. 1,000,000 unquoted options exercisable at 21 cents each on or before 27 November 2016.
Class	Unquoted options exercisable at 16 cents each on or before 27 November 2017.
Number acquired	1,500,000
Number disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil.

No. of securities held after change		
Renique Holdings Pty Ltd (Randall Super Fund A/C)	1,887,383	ordinary shares.
	198,197	quoted options exercisable at 12 cents each on or before 31 October 2013.
	500,000	quoted options exercisable at 30 cents each on or before 30 November 2013.
	500,000	unquoted options exercisable at 55 cents each on or before 26 November 2014.
	750,000	unquoted options exercisable at 28 cents each on or before 29 November 2015.
	1,000,000	unquoted options exercisable at 21 cents each on or before 27 November 2016.
	1,500,000	Unquoted options exercisable at 16 cents each on or before 27 November 2017.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of unquoted options.	

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	Not Applicable
Nature of interest	Not Applicable
Name of registered holder (if issued securities)	Not Applicable
Date of change	-
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	Not Applicable
Interest acquired	-
Interest disposed	-

+ See chapter 19 for defined terms.

Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	-
Interest after change	-

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No.
If so, was prior written clearance provided to allow the trade to proceed during this period?	-
If prior written clearance was provided, on what date was this provided?	-

Rule 3.19A.2

Appendix 3Y

Change of Director's Interest Notice

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 30/9/2001.

Name of entity	**ROYAL RESOURCES LIMITED**
ABN	**108 102 432**

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Marcus Flis
Date of last notice	10/04/2012

Part 1 – Change of director's relevant interests in securities
In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Direct or indirect interest	BOTH DIRECT AND INDIRECT
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Relevant interests arise by virtue of the power to control the voting rights attached to the securities of the entities.
Date of change	29/11/2012

+ See chapter 19 for defined terms.

No. of securities held prior to change Mr Marcus Ferdinand Flis (M & S Flis Super Fund A/C) Susan Flis Rowan Tree Fund Account	 266,700 ordinary shares. 38,100 quoted options exercisable at 10 cents each on or before 31 October 2011. 1,500,000 options expiring 6 April 2013 exercisable at 50 cents each. 233,333 ordinary shares. 33,333 quoted options exercisable at 10 cents each on or before 31 October 2011. 1,000,000 options expiring 30 April 2013 exercisable at 8 cents each. 1,333,333 ordinary shares. 333,333 quoted options exercisable at 10 cents each on or before 31 October 2011. 1,500,000 unquoted options exercisable at 55 cents each on or before 26 November 2014. 1,750,000 unquoted options exercisable at 28 cents each on or before 29 November 2015. 2,000,000 unquoted options exercisable at 21 cents each on or before 27 November 2015.
Class	Unquoted options exercisable at 16 cents each on or before 27 November 2017.
Number acquired	2,000,000
Number disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil.

+ See chapter 19 for defined terms.

No. of securities held after change	
(M & S Flis Super Fund A/C)	266,700 ordinary shares. 38,100 quoted options exercisable at 12 cents each on or before 31 October 2013. 1,500,000 options expiring 6 April 2013 exercisable at 50 cents each.
Susan Flis	233,333 ordinary shares. 33,333 quoted options exercisable at 12 cents each on or before 31 October 2013. 1,000,000 options expiring 30 April 2013 exercisable at 8 cents each.
(Rowan Tree Fund A/C)	1,333,333 ordinary shares. 333,333 quoted options exercisable at 12 cents each on or before 31 October 2013. 1,500,000 unquoted options exercisable at 55 cents each on or before 26 November 2014. 1,750,000 unquoted options exercisable at 28 cents each on or before 29 November 2015. 2,000,000 unquoted options exercisable at 21 cents each on or before 27 November 2016. 2,000,000 Unquoted options exercisable at 16 cents each on or before 27 November 2017.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of unquoted options.

Part 2 – Change of director's interests in contracts

Detail of contract	Not applicable
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	

+ See chapter 19 for defined terms.

Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No.
If so, was prior written clearance provided to allow the trade to proceed during this period?	-
If prior written clearance was provided, on what date was this provided?	-

+ See chapter 19 for defined terms.

Rule 3.19A.2

Appendix 3Y

Change of Director's Interest Notice

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 30/09/01 Amended 01/01/11

Name of entity	**ROYAL RESOURCES LIMITED**
ABN	**34 108 102 432**

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Philip Crabb
Date of last notice	30/06/2012

Part 1 - Change of director's relevant interests in securities
In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	BOTH DIRECT AND INDIRECT
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Relevant interests arise by virtue of the power to control the voting rights attached to the securities of the entities.
Date of change	29/11/2012

No. of securities held prior to change Philip G Crabb June W Crabb Ioma Pty Ltd (The Gemini Fund Account) Ragged Range Mining Pty Ltd The Crabb Superannuation Fund	 750,000 unquoted options exercisable at 30 cents each on or before 30 November 2013. 10,430 ordinary shares. 1,490 quoted options exercisable at 12 cents each on or before 31 October 2013. 12,596,539 ordinary shares. 680,384 quoted options exercisable at 12 cents each on or before 31 October 2013. 1,000,000 unquoted options exercisable at 50 cents each on or before 30 June 2012. 750,000 unquoted options exercisable at 55 cents each on or before 26 November 2014. 1,000,000 unquoted options exercisable at 28 cents each on or before 29 November 2015. 1,250,000 unquoted options exercisable at 21 cents each on or before 27 November 2016. 5,753,713 ordinary shares. 1,188,428 quoted options exercisable at 12 cents each on or before 31 October 2013. 6,290,272 ordinary shares 195,833 quoted options exercisable at 12 cents each on or before 31 October 2013.
Class	Unquoted options exercisable at 16 cents each on or before 27 November 2017.
Number acquired	1,500,000
Number disposed	-

+ See chapter 19 for defined terms.

Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil.
No. of securities held after change Phillip G Crabb June W Crabb Ioma Pty Ltd (The Gemini Fund Account) Ragged Range Mining Pty Ltd The Crabb Superannuation Fund	 750,000 unquoted options exercisable at 30 cents each on or before 30 November 2013. 10,430 ordinary shares. 1,490 quoted options exercisable at 12 cents each on or before 31 October 2013. 12,596,539 ordinary shares. 680,384 quoted options exercisable at 12 cents each on or before 31 October 2013. 750,000 unquoted options exercisable at 55 cents each on or before 26 November 2014. 1,000,000 unquoted options exercisable at 28 cents each on or before 29 November 2015. 1,250,000 unquoted options exercisable at 21 cents each on or before 27 November 2016. 1,500,000 Unquoted options exercisable at 16 cents each on or before 27 November 2017. 5,753,713 ordinary shares. 1,188,428 quoted options exercisable at 12 cents each on or before 31 October 2013. 6,290,272 ordinary shares. 195,833 quoted options exercisable at 12 cents each on or before 31 October 2013.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of unquoted options.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	Not Applicable
Nature of interest	-
Name of registered holder (if issued securities)	-
Date of change	-
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	-
Interest acquired	-
Interest disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	-
Interest after change	-

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No.
If so, was prior written clearance provided to allow the trade to proceed during this period?	-
If prior written clearance was provided, on what date was this provided?	-

+ See chapter 19 for defined terms.

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 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12

Name of entity

ROYAL RESOURCES LIMITED ("the Company")

ABN

34 108 102 432

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	Unquoted options
2	Number of +securities issued or to be issued (if known) or maximum number which may be issued	6,500,000
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)	Options to acquire ordinary fully paid shares in the capital of the Company with an exercise price of 16 cents each and an expiry date of 27 November 2017.

+ 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	No, the options will not rank equally in all respects from the date of allotment with existing class of quoted securities, unless the options are exercised.
5	Issue price or consideration	The options were issued for no consideration.
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Granting of incentive options to Directors pursuant to shareholder approval granted at Annual General Meeting held on 27 November 2012.
6a	Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A? If Yes, complete sections 6b – 6h *in relation to the +securities the subject of this Appendix 3B*, and comply with section 6i	Yes
6b	The date the security holder resolution under rule 7.1A was passed	27 November 2013
6c	Number of +securities issued without security holder approval under rule 7.1	None

+ See chapter 19 for defined terms.

6d	Number of +securities issued with security holder approval under rule 7.1A	None
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	None
6f	Number of securities issued under an exception in rule 7.2	6,500,000 employee options, exception 9.
6g	If securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the issue date and both values. Include the source of the VWAP calculation.	Not applicable
6h	If securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	Not applicable
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	Rule 7.1 50, 347, 955 Rule 7.1A 33, 565, 303
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	27 November 2012

		Number	+Class
8	Number and +class of all +securities quoted on ASX (*including* the securities in section 2 if applicable)	335,653,030	Ordinary fully paid.
		34,742,988	Options expiring 31 October 2013 exercisable at 12 cents each.

+ See chapter 19 for defined terms.

		Number	+Class
9	Number and +class of all +securities not quoted on ASX (*including* the securities in section 2 if applicable)	1,500,000	Options expiring 6 April 2013 exercisable at 50 cents each.
		3,000,000	Options expiring 30 November 2013 exercisable at 30 cents each.
		1,600,000	Options expiring 30 April 2013 exercisable at 8 cents each.
		4,500,000	Options expiring 26 November 2014 exercisable at 55 cents each.
		1,125,000	Options expiring 13 May 2013 exercisable at 30 cents each.
		150,000	Options expiring 19 July 2013 exercisable at 30 cents each.
		5,750,000	Options expiring 29 November 2015 exercisable at 28 cents each.
		1,780,000	Options expiring 9 June 2014 exercisable at 24 cents each.
		2,545,000	Options expiring 9 July 2015 exercisable at 17 cents each.
		500,000	Options expiring 29 July 2015 exercisable at 19 cents each.
		6,750,000	Options expiring 27 November 2016 exercisable at 21 cents each.
		6,500,000	Options expiring 27 November 2017 exercisable at 16 cents each.

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Not applicable

+ See chapter 19 for defined terms.

Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	Not applicable
12	Is the issue renounceable or non-renounceable?	Not applicable
13	Ratio in which the +securities will be offered	Not applicable
14	+Class of +securities to which the offer relates	Not applicable
15	+Record date to determine entitlements	Not applicable
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	Not applicable
17	Policy for deciding entitlements in relation to fractions	Not applicable
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.	Not applicable
19	Closing date for receipt of acceptances or renunciations	Not applicable

20	Names of any underwriters	Not applicable
21	Amount of any underwriting fee or commission	Not applicable
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	Not applicable
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	Not applicable
28	Date rights trading will begin (if applicable)	Not applicable
29	Date rights trading will end (if applicable)	Not applicable
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

+ See chapter 19 for defined terms.

32	How do +security holders dispose of their entitlements (except by sale through a broker)?	Not applicable
33	+Despatch date	Not applicable

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)	

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

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: .... Date: 21 January 2013
(Company secretary)

Print name: TONY HESLOP

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Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for +eligible entities

Introduced 01/08/12

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate "A", the base figure from which the placement capacity is calculated	
Insert number of fully paid ordinary securities on issue 12 months before date of issue or agreement to issue	303 046 777
Add the following: • Number of fully paid ordinary securities issued in that 12 month period under an exception in rule 7.2 • Number of fully paid ordinary securities issued in that 12 month period with shareholder approval • Exercise of quoted options • Number of partly paid ordinary securities that became fully paid in that 12 month period *Note:* • *Include only ordinary securities here – other classes of equity securities cannot be added* • *Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed* • *It may be useful to set out issues of securities on different dates as separate line items*	nil 29,700,000 2,906,253 2,758,859 issued 7/11/11 394 issued 13/2/12 20,000 issued 15/3/12 100,000 issued 3/7/12
Subtract the number of fully paid ordinary securities cancelled during that 12 month period	nil
"A"	335,653,030

+ See chapter 19 for defined terms.

Step 2: Calculate 15% of "A"	
"B"	0.15 *[Note: this value cannot be changed]*
Multiply "A" by 0.15	50,347,955
Step 3: Calculate "C", the amount of placement capacity under rule 7.1 that has already been used	
Insert number of equity securities issued or agreed to be issued in that 12 month period *not counting* those issued: • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 *Note:* • *This applies to equity securities, unless specifically excluded – not just ordinary securities* • *Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed* • *It may be useful to set out issues of securities on different dates as separate line items*	 nil nil nil
"C"	**nil**
Step 4: Subtract "C" from ["A" x "B"] to calculate remaining placement capacity under rule 7.1	
"A" x 0.15 *Note: number must be same as shown in Step 2*	50,347,955
Subtract "C" *Note: number must be same as shown in Step 3*	nil
Total ["A" x 0.15] – "C"	50,347,955 *[Note: this is the remaining placement capacity under rule 7.1]*

+ See chapter 19 for defined terms.

Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate "A", the base figure from which the placement capacity is calculated	
"A" *Note: number must be same as shown in Step 1 of Part 1*	335,653,030
Step 2: Calculate 10% of "A"	
"D"	0.10 *Note: this value cannot be changed*
Multiply "A" by 0.10	33,565,303
Step 3: Calculate "E", the amount of placement capacity under rule 7.1A that has already been used	
Insert number of equity securities issued or agreed to be issued in that 12 month period under rule 7.1A *Notes:* • *This applies to equity securities – not just ordinary securities* • *Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed* • *Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained* • *It may be useful to set out issues of securities on different dates as separate line items*	nil
"E"	nil

+ See chapter 19 for defined terms.

Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A	
"A" x 0.10 *Note: number must be same as shown in Step 2*	33,656,303
Subtract "E" *Note: number must be same as shown in Step 3*	nil
Total ["A" x 0.10] – "E"	*33,565,303* *Note: this is the remaining placement capacity under rule 7.1A*

+ See chapter 19 for defined terms.