

ASX ANNOUNCEMENT / MEDIA RELEASE**ASX:ABU**

23 March 2015

**COMPLETION OF NON-RENOUNCEABLE ENTITLEMENT OFFER, ADDITIONAL PLACEMENT AND
NOTICE UNDER SECTION 708A(5)(E) OF THE CORPORATIONS ACT**

ABM Resources NL (ACN 009 127 020) (**Company**) advises that its non-renounceable entitlement issue of one (1) Share for every eight (8) Shares held by those Shareholders registered at the Record Date at an issue price of \$0.22 per Share to raise up to approximately \$7.7 million (before costs)(**Offer**), has now been completed.

In addition, as previously announced, the Company has placed approximately 6.83 million Shares to Pacific Road Capital Management Pty Ltd to raise a further approximately \$1.5 million (**Additional Placement**).

The Company confirms that in relation to the Shares subscribed for under the Offer:

- (a) 34,858,830 Shares were issued on 23 March 2015 and the Company is applying for quotation of these 34,858,830 Shares; and
- (b) the Company now has a total of 343,287,553 fully paid ordinary shares on issue (including those under the Additional Placement).

The Appendix 3B for the Additional Placement and a copy of the Top 40 shareholders following the close of the Offer and the Additional Placement are attached.

NOTICE UNDER SECTION 708A(5)(e) OF THE CORPORATIONS ACT

As foreshadowed in the Company's recent Offer Document dated 19 February 2015, the Company has today issued the shares in relation to the Additional Placement (**Additional Placement Shares**).

The Company gives notice pursuant to section 708A(5)(e) of the *Corporations Act 2001* (Cth) (**Corporations Act**) that:

1. the Company issued the Additional Placement Shares without disclosure under Part 6D.2 of the Corporations Act; and
2. as at the date of this notice, the Company has complied with:
 - (a) the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
 - (b) section 674 of the Corporations Act; and
 - (c) as at the date of this notice, there is no information to be disclosed which is excluded information (as defined in section 708A(7) of the Corporations Act) that is reasonable for investors and their professional advisers to expect to find in a disclosure document.



Jutta Zimmermann
Company Secretary

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, 04/03/13

Name of entity

ABM Resources NL

ABN

58 009 127 020

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 |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 6,830,808 |
| 3 | Principal terms of the +securities (e.g. 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) | Shares will rank equally with current ordinary fully paid shares in the Company |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

<p>4 Do the +securities rank equally in all respects from the +issue date 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>Yes</p>
<p>5 Issue price or consideration</p>	<p>\$0.22 per share</p>
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>The Company intends that the funds raised pursuant to this additional placement, together with existing cash, will be used for development and commissioning costs to bring the Old Pirate gold project into production, for near-mine and regional exploration, and for general working capital.</p>
<p>6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	<p>Yes</p>
<p>6b The date the security holder resolution under rule 7.1A was passed</p>	<p>25 November 2014</p>
<p>6c Number of +securities issued without security holder approval under rule 7.1</p>	<p>Nil.</p>
<p>6d Number of +securities issued with security holder approval under rule 7.1A</p>	<p>Nil.</p>

+ See chapter 19 for defined terms.

6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Nil.					
6f	Number of +securities issued under an exception in rule 7.2	N/A					
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.	N/A					
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	N/A					
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	See Annexure 1					
7	<p>+Issue dates</p> <p>Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.</p> <p>Cross reference: item 33 of Appendix 3B.</p>	23 March 2015					
8	Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	<table border="1" style="width: 100%;"> <thead> <tr> <th style="text-align: left;">Number</th> <th style="text-align: left;">+Class</th> </tr> </thead> <tbody> <tr> <td style="vertical-align: top;">343,287,553</td> <td style="vertical-align: top;">Ordinary fully paid shares. These include 3,593,270 shares that are subject to voluntary escrow until loan repayment (ESP)</td> </tr> </tbody> </table>	Number	+Class	343,287,553	Ordinary fully paid shares. These include 3,593,270 shares that are subject to voluntary escrow until loan repayment (ESP)	
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Appendix 3B
New issue announcement

	Number	+Class
9	Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)	Nil
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A

Part 2 - Pro rata issue

11	Is security holder approval required?	N/A
12	Is the issue renounceable or non-renounceable?	N/A
13	Ratio in which the +securities will be offered	N/A
14	+Class of +securities to which the offer relates	N/A
15	+Record date to determine entitlements	N/A
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A
17	Policy for deciding entitlements in relation to fractions	N/A
18	Names of countries in which the entity has security holders who will not be sent new offer documents <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	N/A
19	Closing date for receipt of acceptances or renunciations	N/A
20	Names of any underwriters	N/A

+ See chapter 19 for defined terms.

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

+ See chapter 19 for defined terms.

Appendix 3B New issue announcement

- 31 How do security holders sell *part* of their entitlements through a broker and accept for the balance?
- 32 How do security holders dispose of their entitlements (except by sale through a broker)?
- 33 ⁺Issue 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

N/A

39 +Class of +securities for which quotation is sought

N/A

40 Do the +securities rank equally in all respects from the +issue date 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

N/A

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)

N/A

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

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

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 is not available now, we 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: Ms Jutta Zimmermann
(Company secretary)

Date: 23/03/2015

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+ See chapter 19 for defined terms.

Appendix 3B – Annexure 1

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

Introduced 01/08/12 Amended 04/03/13

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 the +issue date or date of agreement to issue	219,530,245
Add the following: <ul style="list-style-type: none"> • 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 • Number of partly paid +ordinary securities that became fully paid in that 12 month period <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>Include only ordinary securities here – other classes of equity securities cannot be added</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	94,583,275
Subtract the number of fully paid +ordinary securities cancelled during that 12 month period	654,048
“A”	313,459,472

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

Step 2: Calculate 15% of "A"	
"B"	0.15 <i>[Note: this value cannot be changed]</i>
Multiply "A" by 0.15	47,018,921

Step 3: Calculate "C", the amount of placement capacity under rule 7.1 that has already been used	
<p>Insert number of +equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	29,558,081
"C"	29,558,081

Step 4: Subtract "C" from ["A" x "B"] to calculate remaining placement capacity under rule 7.1	
"A" x 0.15 <i>Note: number must be same as shown in Step 2</i>	47,018,921
Subtract "C" <i>Note: number must be same as shown in Step 3</i>	29,558,081
Total ["A" x 0.15] – "C"	17,460,840 <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

+ 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” <i>Note: number must be same as shown in Step 1 of Part 1</i>	313,459,472
Step 2: Calculate 10% of “A”	
“D” <i>Note: this value cannot be changed</i>	0.10
Multiply “A” by 0.10	31,345,947
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 <i>Notes:</i> <ul style="list-style-type: none"> • <i>This applies to equity securities – not just ordinary securities</i> • <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>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</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	
“E”	0
Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A	
“A” x 0.10 <i>Note: number must be same as shown in Step 2</i>	31,345,947
Subtract “E” <i>Note: number must be same as shown in Step 3</i>	0
Total [“A” x 0.10] – “E”	31,345,947
	<i>Note: this is the remaining placement capacity under rule 7.1A</i>

**ABM RESOURCES NL FULLY PAID
Top 40 Listing**

Current
Date - 23/03/2015 Time - 6.08.28

Rank	Holder Name	Designation	Current Securities	%
1	PACIFIC ROAD CAP MGNT PL	PACIFIC ROAD FUND	68,080,809	19.83%
2	BNP PARIBAS NOMS PL	DRP	51,126,392	14.89%
3	J P MORGAN NOM AUST LTD		23,915,217	6.97%
4	CITICORP NOM PL		12,180,075	3.55%
5	BNP PARIBAS NOMINESS PL	BNP PARIBAS LDN UK	5,847,506	1.70%
* 6	HSBC CUSTODY NOM AUST LTD		5,083,736	1.48%
* 7	PERTH SELECT SEAFOODS PL		4,233,334	1.23%
8	WYLIE STEPHEN ROBERT		3,516,862	1.02%
9	O'BRIEN GEOFFREY F	WOOBINDA FAM A/C	2,806,812	0.82%
* 10	JETOSEA PL		2,803,858	0.82%
11	PERSHING AUST NOM PL	ACCUM A/C	2,337,582	0.68%
* 12	FEATHERBY NATHAN JOHN		2,328,185	0.68%
13	MORGAN STANLEY AUST SEC N	NO 1 ACCOUNT	2,262,682	0.66%
* 14	REXFAM TRADING PL		1,777,597	0.52%
15	RUNDAL HLDGS PL	RUNDAL HLDGS PL S/	1,708,485	0.50%
* 16	FEATHERBY NATHAN JOHN	SAN PEDRO INV A/C	1,652,653	0.48%
17	RADFORD EMMA	ED A/C	1,388,889	0.40%
* 18	HOLDEN DARREN JOHN	SINCLAIR FAM A/C	1,348,734	0.39%
* 19	MUSCON PL	S/F A/C	1,333,334	0.39%
20	PERSHING AUST NOM PL	ARGONAUT ACCOUNT	1,210,000	0.35%
21	ABN AMRO CLEARING SYDNEY	CUST A/C	1,203,946	0.35%
* 22	RADFORD EMMA		1,172,127	0.34%
23	LAMBERT ANDREW P + LEE C		1,127,813	0.33%
24	JEMAYA PL	JH FEATHERBY S/F A	1,100,000	0.32%
25	YURIY LTD		1,050,000	0.31%
* 26	KINS IMANTS		1,038,001	0.30%
* 27	ZIMMERMANN JUTTA		1,010,000	0.29%
* 28	GRUBISA ALAN + THELMA K	GRUBISA S/F NO2 A/	1,000,000	0.29%
29	AMB PROP PROVIDENCE PL		1,000,000	0.29%
30	KNAPTON JOHN WILLIAM		1,000,000	0.29%
31	MERRIWEE PL	MERRIWEE S/F A/C	998,064	0.29%
* 32	KING JENNIFER ANNE		977,743	0.28%
33	ARIDAS ARTHUR + TANIA L	ARIDAS S/F A/C	915,134	0.27%
34	ALBA CAP PL		850,000	0.25%
35	CLARIDEN CAP LTD		841,650	0.25%
36	RADFORD EMMA		833,334	0.24%
* 37	TECTONEX GEOCONSULTANTS P	ETHERIDGE S/F A/C	800,000	0.23%
38	JEMAYA PL	FEATHERBY FAM A/C	783,000	0.23%
* 39	MERRILL LYNCH AUST NOM PL		720,074	0.21%
40	PELTON PL		718,182	0.21%
TOP 40 TOTAL			216,081,810	62.93%
* Denotes merged holders.				
Note: All holders are included in the				

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