



ABN: 97 008 045 083

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17 May 2005

Company Announcement Office
Australian Stock Exchange Limited
Exchange Centre
Level 4, 20 Bond Street
Sydney NSW 2000

**PURCHASE OF ADDITIONAL 24% ARGYLE IRON ORE PTY LTD
NOTICE UNDER SECTION 708A(5) – APPENDIX 3B**

On 17 May 2005, Resource Mining Corporation Limited issued 25,000,000 shares together with an attaching free option exercisable at \$0.20 expiring on 30 June 2006. The securities were issued pursuant to shareholder approval on 12 August 2004 and in consideration for the purchase of an additional 24% of Argyle Iron Ore Pty Ltd the owner of the Argyle Iron Ore Project. This purchase brings RMC's holding in Argyle to 75%. The securities are subject to ASX escrow until 12 August 2005.

The securities are part of a class of securities quoted on the Australian Stock Exchange Limited. The Company gives this notice pursuant to Section 708A(5) of the Corporations Act. The shares and options were issued without disclosure to investors under Part 6D.2, in reliance of Section 708A(5) of the Corporations Act.

The Company, as at the date of this notice, 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.

As at the date of this notice, there is no excluded information for the purposes of Sections 708A(7) and (8) of the Corporations Act.

Yours faithfully

E W Edwards
Managing Director

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.

Name of entity

Resource Mining Corporation Limited

ABN

97 008 045 083

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 | a) Shares
b) Options |
| 2 | Number of *securities issued or to be issued (if known) or maximum number which may be issued | a) 25,000,000 Shares
b) 25,000,000 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) | b) Options are exercisable at \$0.20 and expire on 30 June 2006 |

+ 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	Yes						
5	Issue price or consideration	\$0.025 per Share. Options are free attaching.						
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	The securities were issued pursuant to shareholder approval on 12 August 2004 and in consideration for the purchase of an additional 24% of Argyle Iron Ore Pty Ltd the owner of the Argyle Iron Ore Project. The securities are subject to ASX escrow until 12 August 2005.						
7	Dates of entering *securities into uncertificated holdings or despatch of certificates	23 May 2005						
8	Number and *class of all *securities quoted on ASX (including the securities in clause 2 if applicable)	<table><tr><th>Number</th><th>*Class</th></tr><tr><td>224,934,100</td><td>Ordinary shares</td></tr><tr><td>183,248,351</td><td>20 cent Options (30/6/06)</td></tr></table>	Number	*Class	224,934,100	Ordinary shares	183,248,351	20 cent Options (30/6/06)
Number	*Class							
224,934,100	Ordinary shares							
183,248,351	20 cent Options (30/6/06)							

⁺ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

9	Number and ⁺ class of all ⁺ securities not quoted on ASX (including the securities in clause 2 if applicable)	Number	⁺ Class
		35,000,000	Ordinary shares
		35,000,000	20 cent Options (30/6/06)
		9,300,000	\$0.07 Options (30/6/09)
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	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

All entities

Fees

43 Payment method (tick one)

☐ Cheque attached

☐ Electronic payment made

Note: Payment may be made electronically if Appendix 3B is given to ASX electronically at the same time.

☐ Periodic payment as agreed with the home branch has been arranged

Note: Arrangements can be made for employee incentive schemes that involve frequent issues of securities.

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.

⁺ See chapter 19 for defined terms.

- 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.
 - We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the +securities to be quoted, it has been provided 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: Edmond William Edwards Date: 17 May 2005
Director

Print name: Edmond William Edwards

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+ See chapter 19 for defined terms.