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COMPANY:	ASX Announcements Platform	**FAX NUMBER:**	1300 135 638
ATTENTION:		**YOUR REF:**	
FROM:	Adam Sierakowski	**OUR REF:**	080485
DATE:	15 July 2009	**TOTAL NUMBER OF PAGES:**	**5**

Dear Sir / Madam

Lafayette Mining Limited (Subject to Deed of Company Arrangement) (ACN 076 390 451) ("Company")

Please find **attached** the Appendix 3B in relation to the Company to be uploaded to the Australian Securities Exchange as soon as possible.

Should you have any further queries, please do not hesitate to contact Adam Sierakowski of this office.

Yours faithfully

PRICE SIERAKOWSKI

AD68746

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

Appendix 3B

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

LAFAYETTE MINING LIMITED (SUBJECT TO DEED OF COMPANY ARRANGEMENT)

ABN

88 076 390 451

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	Fully Paid Ordinary Shares
2	Number of +securities issued or to be issued (if known) or maximum number which may be issued	385,000,0000 Ordinary Shares
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)	Shares – Fully Paid

+ 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 - Shares rank equally with other shares on issue from date of issue.
5	Issue price or consideration	190,000,000 Shares issued at 1 cent each per Share 90,000,000 Shares issued at 0.5 cents each per Share 105,000,000 Shares at a deemed issue price of 1 cent each per Share
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Issue for cash consideration to fund re-quotation, pay the costs of recapitalisation and raise capital to continue with the exploitation of the Company's current assets and to seek and identify new opportunities consistent with its current operations.
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	TBA

		Number	+Class
8	Number and +class of all +securities quoted on ASX (*including* the securities in clause 2 if applicable)	981,835,527	Ordinary fully Paid Shares (To be consolidated on a 1:100 basis to 9,815,386)

+ See chapter 19 for defined terms.

		Number	+Class
9	Number and +class of all +securities not quoted on ASX (*including* the securities in clause 2 if applicable)	NIL	

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	NIL

Part 2 - DELETED – 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

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents to follow

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

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: (Director/Company secretary) Date: 15 JULY 2009

Print name: Tim Flavel

+ See chapter 19 for defined terms.