



Southern Crown Resources Limited
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6th July 2012

ASX Announcement

By e-lodgement

REI TRANSACTION SETTLEMENT AND SHARE CANCELLATION

Southern Crown Resources Limited ("Southern Crown" or the "Company") is pleased to confirm the completion of the sale of Rare Earth International Ltd and the cancellation of the REI Purchaser Shareholders ordinary shares and performance shares.

The Company now has the following securities on issue:

- 30,001,482 listed fully paid ordinary shares
- 9,994,355 listed options exercisable at 35 cents expiring 31 December 2012
- 2,000,000 options exercisable at 25 cents expiring 24 November 2013
- 2,000,000 options exercisable at 25 cents expiring 23 July 2013
- 500,000 options exercisable at 25 cents expiring 23 July 2015
- 500,000 options exercisable at 25 cents expiring 2 June 2016
- 500,000 options exercisable at 35 cents expiring 2 June 2016

A form 484 has been lodged with the Australian Securities and Investment Commission and a copy is attached to this notice.

For any further information, please refer to the Company's website or contact the Company directly on +61 3 9813 3882.

Yours sincerely

A handwritten signature in blue ink, appearing to read 'Adrian Hill', is positioned above the printed name of the Company Secretary.

ADRIAN HILL
COMPANY SECRETARY
SOUTHERN CROWN RESOURCES LIMITED

Change to company details

Company details

Company name

SOUTHERN CROWN RESOURCES LTD

Australian Company Number (ACN)

143 416 531

Lodgement details

Who should ASIC contact if there is a query about this form?

Name

Signature

This form must be signed by a current officeholder of the company.

I certify that the information in this form is true and complete

Name

ADRIAN HILL

Capacity

COMPANY SECRETARY

Signature



Date signed

6/7/12

C1 Cancellation of shares

Reason for cancellation

Shares cancellation details

Reason for cancellation

S.256A-S.256E Capital reduction - multiple shareholder company. A form 2560 must be lodged before capital reduction takes place

The cancelled shares are listed below:

Share class code	Number of shares cancelled	Amount paid (cash or otherwise)	
A	7000000	0	
B	7500000	0	
C	7500000	0	
D	15000000	0	
ORD	5000000	0	

Earliest Date of cancellation **05-07-2012**

C3 Change to share structure

The updated details for this changed share class are shown in the table below.

Share class code	Full title if not standard	Total number of shares	Total amount paid on these shares	Total amount unpaid on these shares
A	CLASS A PERFORMANCE SHARES	0	1750000.00	0.00
B	CLASS B PERFORMANCE SHARES	0	1875000.00	0.00
C	CLASS C PERFORMANCE SHARES	0	1875000.00	0.00
D	CLASS D PERFORMANCE SHARES	0	3750000.00	0.00
ORD	ORDINARY	30001482	6171309.12	0.00

Earliest date of change **05-07-2012**