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.

	e of entity	
RA]	MELIUS RESOURCES LIMITED	
ABN		
51 0	01 717 540	
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	100,000
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)	Ordinary Fully Paid Shares

⁺ 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?	Yes	
	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		
5	Issue price or consideration	Nil	
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Pursuant to te	rms of employment contract
7	Dates of entering *securities into uncertificated holdings or despatch of certificates	7 May 2012	
8	Number and *class of all *securities quoted on ASX (including the securities in clause 2 if applicable)	335,906,949	Ordinary Shares

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⁺ See chapter 19 for defined terms.

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

Number	+Class	
62,710	Ordinary Shares (Shares are	
	restricted until the earlier of:	
	14 September 2013; and the	
	time when the employee	
	ceases to be employed by a	
	group company.	

10 trust, distribution policy) on the increased capital (interests)

Dividend policy (in the case of a **Dividends are payable at the discretion of the** Directors

Part 2 - Bonus issue or pro rata issue - N/A-

11	Is security holder approval required?	
12	Is the issue renounceable or non-renounceable?	
13	Ratio in which the *securities will be offered	
14	⁺ Class of ⁺ securities to which the offer relates	
15	⁺ Record date to determine entitlements	
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	
	<i>g</i>	
17	Policy for deciding entitlements in relation to fractions	
1.0	Nicolar Communication in this disc	
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.	
19	Closing date for receipt of acceptances or renunciations	

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⁺ See chapter 19 for defined terms.

Appendix 3B New issue announcement

20	Names of any underwriters	
20	rames of any underwriters	
21	Amount of any underwriting fee or	
	commission	
22	Names of any brokers to the issue	
	runnes of any brokers to the issue	
23	Fee or commission payable to the	
	broker to the issue	
24	Amount of any handling fee payable	
	to brokers who lodge acceptances	
	or renunciations on behalf of +security holders	
25	If the issue is contingent on +security holders' approval, the date	
	of the meeting	
26	D	
26	Date entitlement and acceptance form and prospectus or Product	
	Disclosure Statement will be sent to	
	persons entitled	
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	
28	Date rights trading will begin (if	
	applicable)	
29	Date rights trading will end (if	
	applicable)	
30	How do +security holders sell their	
50	entitlements in full through a	
	broker?	
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)?	

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⁺ See chapter 19 for defined terms.

33	⁺ Desp	atch date	
		Quotation of sec	
34	Type (tick o	of securities one)	
(a)		Securities described in Part 1	
(b)			of the escrowed period, partly paid securities that become fully paid, employends, securities issued on expiry or conversion of convertible securities
Entities that have ticked box 34(a)			
Additional securities forming a new class of securities -N/A-			
Tick to docume		e you are providing the informat	ion or
35			securities, the names of the 20 largest holders of th number and percentage of additional *securities held b
36			y securities, a distribution schedule of the additional ber of holders in the categories
37		A copy of any trust deed for the	ne additional ⁺ securities

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⁺ See chapter 19 for defined terms.

Entities that have ticked box 34(b) - N/A -			
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)		
		,	
42	Number and ⁺ class of all ⁺ securities quoted on ASX (<i>including</i> the securities in clause 38)		

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⁺ See chapter 19 for defined terms.

Quotation agreement

- ⁺Quotation of our additional ⁺securities is in ASX's absolute discretion. ASX may quote the ⁺securities on any conditions it decides.
- 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.
- 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.
- 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:	Dom Francese(Director/Company Secretary)	Date:	7/5/2012
	== == == == ==		

⁺ See chapter 19 for defined terms.