



**Aurium Resources Limited**  
ACN: 123 821 929

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15 May 2008

Companies Announcement Office  
ASX Limited  
20 Bridge St.  
Sydney NSW 2000

### **Completion of Jarra Resources Limited Takeover**

The Company is pleased to confirm that the Jarra Resources Limited takeover has now been completed with 100% acceptance and the issue of shares and options in the Company to the shareholders and optionholders of Jarra Resources Limited.

An updated Appendix 3B in respect of the consideration securities is attached to this announcement.

A schedule of top 20 shareholders and optionholders following completion of the issue of securities is attached. Also attached is a distribution schedule of shareholders and optionholders.

John Geary  
Director

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## 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, 1/1/2003, 24/10/2005.

Name of entity

Aurium Resources Limited

ABN

63 123 821 929

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 Fully Paid Shares<br>Listed Options                                 |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | Ordinary Fully Paid Shares<br>60,000,000<br><br>Listed Options<br>60,000,000 |
| 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) | Same terms as existing ordinary fully paid shares and listed options         |

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**Appendix 3B**  
**New issue announcement**

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<p>4 Do the +securities rank equally in all respects from the date of allotment 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"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>Yes</p>						
<p>5 Issue price or consideration</p>	<p>The offer of shares and listed options is in consideration of the offers made for shares and options in Jarra Resources Limited and pursuant to the Bidder's Statement despatched 4 April 2008.</p>						
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>To satisfy the consideration offered under the takeover bid made to acquire shares and options in Jarra Resources Limited.</p>						
<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>13 May 2008</p>						
<p>8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th data-bbox="686 1534 989 1579">Number</th> <th data-bbox="989 1534 1281 1579">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="686 1579 989 1668">105,466,502</td> <td data-bbox="989 1579 1281 1668">Ordinary fully paid shares</td> </tr> <tr> <td data-bbox="686 1668 989 1800">105,466,502</td> <td data-bbox="989 1668 1281 1800">Options (31-5-2010; 20 cents)</td> </tr> </tbody> </table>	Number	+Class	105,466,502	Ordinary fully paid shares	105,466,502	Options (31-5-2010; 20 cents)
Number	+Class						
105,466,502	Ordinary fully paid shares						
105,466,502	Options (31-5-2010; 20 cents)						

+ 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)	24,533,500	Ordinary fully paid shares - Restricted
	15,033,500	Options (31-5-2010; 20 cents) - Restricted
10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Not applicable.	

## Part 2 - Bonus issue or pro rata issue

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?	
17 Policy for deciding entitlements in relation to fractions	
18 Names of countries in which the entity has +security holders who will not be sent new issue documents  <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	
19 Closing date for receipt of acceptances or renunciations	

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**Appendix 3B**  
**New issue announcement**

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- 20 Names of any underwriters
- 21 Amount of any underwriting fee or commission
- 22 Names 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 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 entitlements *in full* through a broker?
- 31 How do +security holders sell *part* of their entitlements through a broker and accept for the balance?

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32 How do +security holders dispose of their entitlements (except by sale through a broker)?

33 +Despatch 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 (except for convertible notes)

(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 N/A A copy of any trust deed for the additional +securities

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**Appendix 3B**  
**New issue announcement**

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**Entities that have ticked box 34(b)**

38 Number of securities for which  
+quotation is sought

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39 Class of +securities for which  
quotation is sought

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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)

--

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

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**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: J C Geary  
Director

Date: 14 May 2008

Print name: John Charles Geary

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CLASS GROUP: \*G1/ORDINARY FULLY PAID (GROUPED)  
HOLDER NO NAME AND ADDRESS

HOLDER NO	NAME AND ADDRESS	UNITS	% I/C	RANK
	MR PAUL CHRISTIAN TAYLOR <THE PACHOR A/C>	13,680,000	10.52	1
	BLUE VALLEY INVESTMENTS PTY LTD <THE BLUE VALLEY A/C>	5,320,000	4.09	2
	GRAND ENTERPRISES PTY LTD <MPM A/C>	4,870,000	3.75	3
	JAMORA NOMINEES PTY LTD <THE KABOONK A/C>	4,330,000	3.33	4
	GRAND ENTERPRISES PTY LTD <MPM A/C>	4,068,144	3.13	5
	JALEIN PTY LTD <ELBAJA A/C>	3,620,000	2.78	6
	MR CRAIG CUMMING	3,371,554	2.59	7
	TORCHWOOD INVESTMENTS PTY LTD	3,283,333	2.53	8
	GURITALI PTY LTD <THE N D MCEVOY FAMILY A/C>	3,200,000	2.46	9
	SELCAM PTY LTD	3,000,000	2.31	10
	THORNBUSH CORPORATION LTD	3,000,000	2.31	11

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CLASS GROUP: \*G1/ORDINARY FULLY PAID (GROUPED)  
HOLDER NO NAME AND ADDRESS

UNITS % I/C RANK

BOAMBEE BAY PTY LTD <BOAMBEE BAY A/C>	2,769,703	2.13	12
STEERE SUPERFUND PTY LTD <JOHN STEERE S/F>	2,550,000	1.96	13
MEROLIZA PTY LTD <CULLENUP A/C>	2,500,000	1.92	14
MEROLIZA PTY LTD <SYLVANIA A/C>	2,500,000	1.92	15
FURNER HOLDINGS PTY LTD <FURNGOLD FAMILY A/C>	2,400,000	1.85	16
MR BINNERT RUERD HAITES	2,400,000	1.85	17
ROD WYLDE <THE WYLDE INVESTMENT A/C>	2,400,000	1.85	18
EDWARDS ENGINEERING PTY LTD	2,000,000	1.54	19
KIMBRIKI NOMINEES PTY LTD <KIMBRIKI HAMILTON S/F>	2,000,000	1.54	20

CLASS GROUP: \*G1/ORDINARY FULLY PAID (GROUPED)  
HOLDER NO NAME AND ADDRESS

	UNITS	% I/C	RANK
*** REPORT TOTAL ***	73,262,734	56.36	
*** REMAINDER ***	56,727,268	43.64	
*** GRAND TOTAL ***	129,990,002	100.00	

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TOTAL CURRENT HOLDERS MEETING CRITERIA FOR THIS REPORT: 688  
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\*\*\*\*\* NUMBER OF PAGES WRITTEN = 3 \*\*\*\*\* END OF REPORT \*\*\*\*\* NUMBER OF LINES WRITTEN = 101 \*\*\*\*\*  
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CLASS GROUP: \*G2/OPT EXP 30/5/10 @20C (GROUPED)  
HOLDER NO NAME AND ADDRESS

HOLDER NO	NAME AND ADDRESS	UNITS	% I/C	RANK
	GRAND ENTERPRISES PTY LTD <MPM A/C>	21,170,000	17.57	1
	MR PAUL CHRISTIAN TAYLOR <THE PACHOR A/C>	6,840,000	5.68	2
	GRAND ENTERPRISES PTY LTD <MPM A/C>	4,870,667	4.04	3
	JAMORA NOMINEES PTY LTD <THE KABOONK A/C>	4,330,000	3.59	4
	TORCHWOOD INVESTMENTS PTY LTD	3,333,333	2.77	5
	GURITALI PTY LTD <THE N D MCEVOY FAMILY A/C>	3,200,000	2.66	6
	BOAMBEE BAY PTY LTD <BOAMBEE BAY A/C>	3,133,334	2.60	7
	THORNBUSH CORPORATION LTD	3,000,000	2.49	8
	BLUE VALLEY INVESTMENTS PTY LTD <THE BLUE VALLEY A/C>	2,660,000	2.21	9
	STEERE SUPERFUND PTY LTD <JOHN STEERE S/F>	2,550,000	2.12	10

CLASS GROUP: \*G2/OPT EXP 30/5/10 @20C (GROUPED)  
HOLDER NO NAME AND ADDRESS

HOLDER NO	NAME AND ADDRESS	UNITS	% I/C	RANK
	MEROLIZA PTY LTD <CULLENUP A/C>	2,500,000	2.07	11
	MEROLIZA PTY LTD <SYLVANIA A/C>	2,500,000	2.07	12
	EDWARDS ENGINEERING PTY LTD	2,000,000	1.66	13
	SELCAM INVESTMENTS PTY LTD	2,000,000	1.66	14
	WOOLMATON PTY LTD	1,670,000	1.39	15
	KIMBRIKI NOMINEES PTY LTD <KIMBRIKI HAMILTON S/F>	1,500,000	1.24	16
	MR MICHAEL JON HENDRIK KEEMINK <MJK FAMILY A/C>	1,210,000	1.00	17
	FURNER HOLDINGS PTY LTD <FURNGOLD FAMILY A/C>	1,200,000	1.00	18
	MR BINNERT RUERD HAITES	1,200,000	1.00	19
	ROD WYLDE <THE WYLDE INVESTMENT A/C>	1,200,000	1.00	20

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CLASS GROUP: \*G2/OPT EXP 30/5/10 @20C (GROUPED)  
HOLDER NO NAME AND ADDRESS

	UNITS	% I/C	RANK
*** REPORT TOTAL ***	72,067,334	59.81	
*** REMAINDER ***	48,422,668	40.19	
*** GRAND TOTAL ***	120,490,002	100.00	

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TOTAL CURRENT HOLDERS MEETING CRITERIA FOR THIS REPORT: 643  
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	1	1001	5001	10001	100001		* TOTAL *	Less Than
	to	to	to	to	to			M/Parcel of
	1000	5000	10000	100000	(MAX)			5264

\*G1/ORDINARY FULLY PAID (GROUPED)

Holders

Issuer	2	1	86	84	75		248	3
Chess	7	23	192	163	55		440	30
Total	9	24	278	247	130		688	33

Units

Issuer	751	5000	860000	4333510	97616949		102816210	5751
Chess	2590	94397	1890962	6754460	18431383		27173792	96987
Total	3341	99397	2750962	11087970	116048332		129990002	102738

TOTAL HOLDERS FOR CLASSES SELECTED 688

TOTAL UNITS " " " 129990002

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 \*\*\*\*\* NUMBER OF PAGES WRITTEN = 1 \*\*\*\*\* END OF REPORT \*\*\*\*\* NUMBER OF LINES WRITTEN = 16 \*\*\*\*\*  
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	1	1001	5001	10001	100001	
	to	to	to	to	to	* TOTAL *
	1000	5000	10000	100000	(MAX)	

\*G2/OPT EXP 30/5/10 @20C (GROUPED)

Holders

Issuer	2	1	92	95	69	259
Chess		3	213	110	58	384
Total	2	4	305	205	127	643

Units

Issuer	751	5000	920000	4637835	89167415	94731001
Chess		15000	2130000	4639314	18974687	25759001
Total	751	20000	3050000	9277149	108142102	120490002

TOTAL HOLDERS FOR CLASSES SELECTED 643

TOTAL UNITS " " " 120490002

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