

## ASX Announcement

2 October 2014

### Non-Renounceable Rights Issue

Oklo Resources Limited ("**Oklo**" or "**Company**") is pleased to announce the terms of a non-renounceable rights issue ("**Rights Issue**") on the basis of one fully paid ordinary share ("Shares") for every five Shares held by shareholders at 5pm (Perth time) on 10 October 2014 ("**Record Date**"), with a registered address in Australia, New Zealand, Malaysia or Singapore ("**Eligible Shareholders**").

The Rights Issue Shares will be offered at the price of \$0.003 (0.3 cents). Based on the number of Shares on issue as at the date of this announcement, the maximum number of Shares which may be issued under the Rights Issue is 335,941,431 Shares.

The Rights Issue will raise \$1,007,824 (before costs) and is fully underwritten by Taylor Collison Ltd. The underwriting fee is 6% of the gross underwritten amount (\$60,469) plus 20,156,486 options with a strike price of \$0.005 that will expire three years from the date of issue.

The Company's current intention is to use the net funds raised from the Rights Issue to fund further exploration at its Malian gold projects.

The Record Date for determining entitlements under the Rights Issue is 10 October 2014 and the final date for receipt of applications for Shares pursuant to the Rights Issue is 23 October 2014 (subject to variation).

### DETAILS OF THE RIGHTS ISSUE

Key features of the Rights Issue include:

- The Rights Issue offer is being made on the basis of one share for every 5 shares held by Eligible Shareholders on the Record Date;
- The offer price is \$0.003 (0.3 cents) per Share;
- The offer will be non-renounceable and is available to all Eligible Shareholders registered on the Record Date;
- Applications and payment of funds must be received by Oklo on or before 23 October 2014 (subject to variation);
- Shares issued pursuant to the Rights Issue will rank equally with all existing fully paid shares in Oklo;
- The Shares offered under the Rights issue are expected to commence trading on 30 October 2014;
- The rights issue is fully underwritten to the amount of \$1,007,824; and,

- On completion of the Rights Issue, Oklo will have 2,015,648,586 Shares on issue.

An offer document and entitlement form will be sent to Eligible Shareholders on 14 October 2014.

## TIMETABLE

Event	Date
Offer announced and Appendix 3B and section 708AA(7) notice lodged with ASX	2 October 2014
Notice sent to Shareholders	7 October 2014
Ex Date (date from which securities commence trading without the Entitlement to participate in the Offer)	8 October 2014
Record Date 5pm (WST) (date for determining Entitlements of eligible Shareholders to participate in the Entitlement Issue)	10 October 2014
Offer Document and Entitlement and Acceptance Forms are dispatched to Shareholders	14 October 2014
Offer Opening Date	14 October 2014
Last date to extend the closing date	20 October 2014
Offer Closing Date* 5pm (WST)	23 October 2014
Securities quoted on a deferred settlement basis	24 October 2014
ASX notified of under subscriptions	28 October 2014
Issue of New Shares and despatch of holding statements. Quotation on deferred settlement ends **	29 October 2014
Quotation of new Shares commences	30 October 2014

The Directors may extend the Closing Date by giving at least six business days' notice to the ASX prior to the Closing Date. As such, the date the Shares are expected to commence trading on the ASX may vary.

This timetable is indicative only and is subject to change. Subject to the Corporations Act and ASX Listing Rules, Oklo reserves the right to vary the dates and times in connection with the Rights Issue, including the closing date, without prior notice.

An Appendix 3b and section 708AA(7) notice are also enclosed with this announcement



**James Henderson**  
**Chairman**  
**Oklo Resources Limited**

2 October 2014

## ASX Announcement

### Notice under paragraph 2(f) of Section 708AA of the Corporations Act (the “Act”)

On 2 October 2014, Oklo Resources Limited (“**the Company**”) announced a pro-rata non-renounceable offer of 335,941,431 fully paid ordinary shares (“**Shares**”) each at an issue price of \$0.003 (0.3 cents) per share (“**Rights Issue**”) to raise approximately \$1,007,824 on the basis of one new share for every five existing fully paid ordinary shares held at 5pm (Perth time) on 10 October 2014 (“**Record Date**”) by shareholders whose registered addresses are situated in Australia, New Zealand, Malaysia and Singapore.

The Company gives notice in accordance with paragraph 2(f) of section 708AA of the Act that:

- (1) The Company will offer the Shares for issue without disclosure to investors under Part 6D.2 of the Act.
- (2) This notice is being given under paragraph (2) (f) of Section 708AA of the Act.
- (3) As at 2 October 2014, the Company has complied with:
  - (a) The provisions of Chapter 2M of the Act as they relate to the Company; and
  - (b) Section 674 of the Act.
- (4) As at 2 October 2014, there is no information:
  - (c) That has been excluded from the continuous disclosure notice in accordance with the ASX Listing Rules; and
  - (d) That investors and their professional advisors would reasonably require for the purposes of making an informed assessment of:
    - (i) The assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or,
    - (ii) The rights and liabilities attaching to the Shares.
- (5) The issue of Shares under the Rights Issue will have the following potential effect on the control of Oklo:
  - (a) If all Shareholders as at the Record Date take up their full entitlements under the offer, the offer will have no effect on the control of Oklo.
  - (b) If the Shareholders take up only some of their entitlements under the offer, the shortfall will be taken up by the underwriter and sub-underwriters. The Company does not anticipate that the potential increase in the number of Shares held by the underwriter and sub-underwriters will have an effect on the Control of Oklo.

- (c) As at the date of this Offer Document, it is not possible to determine the precise change in control that may occur as the level of each shareholder's participation is not known.
- (d) If no Shareholders participated in the Rights Issue and the underwriter took up all of the 335,941,431 Shares offered, the underwriter's voting power in the Company would increase to 16.7%. As the Rights Issue is sub-underwritten the Company does not anticipate that the underwriter will take up all of the Shares offered.

A handwritten signature in blue ink, appearing to read 'Alan Boys', with a stylized flourish extending from the end.

**Alan Boys**  
**Company Secretary**  
**Oklo Resources Limited**

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.*

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

Oklo Resources Limited

ABN

53 121 582 607

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) Fully Paid Ordinary Shares<br>(B) Options   |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued   | (A) 335,941,431 pursuant to a pro-rata rights issue<br>(B) 20,156,486 subject to shareholder approval |
| 3 | Principal terms of the +securities (e.g. 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) Exercise price of \$0.005 with expiry date of 3 years from date of issue                          |

+ See chapter 19 for defined terms.

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

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<p>4 Do the +securities rank equally in all respects from the +issue date 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>(A) \$0.003 per share          (B) Nil</p>
<p>6 Purpose of the issue          (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>(A) Issued to fund exploration and evaluation expenditure          (B) To be issued pursuant to underwriting agreement dated 1 October 2014</p>
<p>6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	<p>No</p>
<p>6b The date the security holder resolution under rule 7.1A was passed</p>	<p>NA</p>
<p>6c Number of +securities issued without security holder approval under rule 7.1</p>	<p>(A) 335,941,431</p>

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+ See chapter 19 for defined terms.

6d	Number of +securities issued with security holder approval under rule 7.1A	Nil	
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Nil	
6f	Number of +securities issued under an exception in rule 7.2	Nil	
6g	If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.	NA	
6h	If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	NA	
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	LR 7.1 - 2,656,073	
7	+Issue dates  Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.  Cross reference: item 33 of Appendix 3B.	(A) 29 October 2014 (B) TBA	
8	Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	Number	+Class
		2,015,648,586	Ordinary

+ See chapter 19 for defined terms.

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

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	Number	+Class
9	Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)	
	40,647,430	Ordinary shares (subject to escrowed to 10/1/2015)
	33,750,000	Ordinary shares (subject to escrow to 23/12/2014)
	6,000,000	\$0.04 options expiry 21/12/2014
	7,000,000	\$0.0075 options, expiry 20/5/2016
	50,000,000	\$0.01 options, expiry 31/12/2016
	11,620,000	\$0.005 options expiry 20/12/2016
	9,380,000	\$0.005 options expiry 12/2/2017
	20,000,000	\$0.01 options expiry 4 May 2017
	10,800,000	\$0.005 options expiry 2 September 2017
	20,156,486	\$0.005 options expiry of 3 years from date of issue (subject to issue which is subject to shareholder approval)

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	NA
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**Part 2 - Pro rata issue**

11	Is security holder approval required?	No
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12	Is the issue renounceable or non-renounceable?	Non renounceable
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+ See chapter 19 for defined terms.



13	Ratio in which the <sup>+</sup> securities will be offered	1:5
14	<sup>+</sup> Class of <sup>+</sup> securities to which the offer relates	Ordinary Shares
15	<sup>+</sup> Record date to determine entitlements	10 October 2014
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 offer documents  <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	NA
19	Closing date for receipt of acceptances or renunciations	
20	Names of any underwriters	Taylor Collison Ltd
21	Amount of any underwriting fee or commission	6%
22	Names of any brokers to the issue	NA
23	Fee or commission payable to the broker to the issue	NA
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	NA
25	If the issue is contingent on security holders' approval, the date of the meeting	NA

<sup>+</sup> See chapter 19 for defined terms.

## Appendix 3B

### New issue announcement

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26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	14 October 2014
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	3 October 2014
28	Date rights trading will begin (if applicable)	NA
29	Date rights trading will end (if applicable)	NA
30	How do security holders sell their entitlements <i>in full</i> through a broker?	NA
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	NA
32	How do security holders dispose of their entitlements (except by sale through a broker)?	NA
33	<sup>+</sup> Issue date	29 October 2014

## Part 3 - Quotation of securities

*You need only complete this section if you are applying for quotation of securities*

34 Type of <sup>+</sup>securities  
(tick one)

(a) ☒ <sup>+</sup>Securities described in Part 1 (Ordinary Securities Only)

(b) ☐ All other <sup>+</sup>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

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<sup>+</sup> See chapter 19 for defined terms.

**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 ☐ A copy of any trust deed for the additional +securities

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

- 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 +issue date 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
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+ See chapter 19 for defined terms.

## Appendix 3B

### New issue announcement

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- 41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another <sup>+</sup>security, clearly identify that other <sup>+</sup>security)

- 42 Number and <sup>+</sup>class of all <sup>+</sup>securities quoted on ASX (*including* the <sup>+</sup>securities in clause 38)

Number	<sup>+</sup> Class

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<sup>+</sup> See chapter 19 for defined terms.

### 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 is not available now, we 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: ..... Date: 2 October 2014  
Company Secretary)

Print name: Alan Boys

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+ See chapter 19 for defined terms.

## Appendix 3B – Annexure 1

### Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

#### Part 1

Rule 7.1 – Issues exceeding 15% of capital	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>Insert</b> number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	350,497,213
<b>Add</b> the following: <ul style="list-style-type: none"> <li>• Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2</li> <li>• Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval</li> <li>• Number of partly paid +ordinary securities that became fully paid in that 12 month period</li> </ul> <b>Note:</b> <ul style="list-style-type: none"> <li>• <i>Include only ordinary securities here – other classes of equity securities cannot be added</i></li> <li>• <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	1,139,209,944
<b>Subtract</b> the number of fully paid +ordinary securities cancelled during that 12 month period	0
<b>“A”</b>	1,489,707,155

+ See chapter 19 for defined terms.

<b>Step 2: Calculate 15% of “A”</b>	
<b>“B”</b>	0.15 <i>[Note: this value cannot be changed]</i>
<b>Multiply “A” by 0.15</b>	223,456,073
<b>Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used</b>	
<b>Insert</b> number of +equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued: <ul style="list-style-type: none"> <li>• Under an exception in rule 7.2</li> <li>• Under rule 7.1A</li> <li>• With security holder approval under rule 7.1 or rule 7.4</li> </ul> <b>Note:</b> <ul style="list-style-type: none"> <li>• <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i></li> <li>• <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	220,800,000
<b>“C”</b>	220,800,000
<b>Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1</b>	
<b>“A” x 0.15</b> <i>Note: number must be same as shown in Step 2</i>	223,456,073
<b>Subtract “C”</b> <i>Note: number must be same as shown in Step 3</i>	220,800,000
<b>Total [“A” x 0.15] – “C”</b>	2,656,073 <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

+ See chapter 19 for defined terms.

## Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>“A”</b>  <i>Note: number must be same as shown in Step 1 of Part 1</i>	
<b>Step 2: Calculate 10% of “A”</b>	
<b>“D”</b>	<i>Note: this value cannot be changed</i>
<b>Multiply “A” by 0.10</b>	
<b>Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used</b>	
<b>Insert</b> number of <sup>+</sup> equity securities issued or agreed to be issued in that 12 month period under rule 7.1A  <b>Notes:</b> <ul style="list-style-type: none"> <li>• <i>This applies to equity securities – not just ordinary securities</i></li> <li>• <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	
<b>“E”</b>	Nil

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<sup>+</sup> See chapter 19 for defined terms.



<b>Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A</b>	
<b>“A” x 0.10</b> <i>Note: number must be same as shown in Step 2</i>	
<b>Subtract “E”</b> <i>Note: number must be same as shown in Step 3</i>	Nil
<b>Total</b> [“A” x 0.10] – “E”	<i>Nil</i> <i>Note: this is the remaining placement capacity under rule 7.1A</i>

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+ See chapter 19 for defined terms.