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North Fremantle WA 6159, Australia

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ABN: 53 121 582 607

## ASX Announcement

11 December 2014

# Allotment of Securities

Oklo Resources Limited ("the Company") wishes to advise that it undertook the following allotments of securities yesterday, 10 December 2014.

**1. Issue of Shortfall Securities**

Further to the announcement of 8 December 2014, the Company has issued a total of 16,092,066 Fully Paid Ordinary Shares pursuant to the underwriting agreement for its rights issue.

**2. Issue of Shares in Satisfaction of Debt**

Pursuant to the approval granted by shareholders at the Annual General Meeting held on 25 November 2014, the Company has issued 3,000,000 (equivalent to 60,000,000 pre-consolidation) Fully Paid Ordinary Shares in satisfaction of the debt owed by the Company's wholly owned Malian subsidiary, Africa Mining sarl, to Dr Madani Diallo.

**3. Issue of Options to Underwriter**

In accordance with the terms of the underwriting agreement for the Company's recently completed rights issue, the Company has issued the underwriter 1,007,825 options, with an expiry date of 8 December 2017 at an exercise price of $0.10 (ten cents) per option.

**4. Issue of Options to Directors**

In accordance with approvals granted at the Annual General Meeting held on 25 November 2014, the Company has allotted 3,000,000 options with an expiry date of 8 December 2017 at an exercise price of $0.10 (ten cents) per option.

An Appendix 3B reflecting these changes and a Cleansing Statement are attached.

**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) Fully Paid Ordinary Shares<br>(B) Options<br>(C) Options |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | (A) 16,092,096 pursuant to a pro-rata rights issue<br>(B) 3,000,000 placement<br>(C) 1,007,825<br>(D) 3,000,000 |
| 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) | (C)Exercise price of $0.10 with expiry date of 8 December 2017.<br>(D) Exercise price of $0.10 with expiry date of 8 December 2017. |

+ See chapter 19 for defined terms.

| | | |
|---|---|---|
| 4 | Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?<br><br>If the additional +securities do not rank equally, please state:<br>• the date from which they do<br>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment<br>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment | Yes |
| 5 | Issue price or consideration | (A) $0.06 per share<br>(B) $0.06 per share<br>(C) Nil<br>(D) Nil |
| 6 | Purpose of the issue<br>(If issued as consideration for the acquisition of assets, clearly identify those assets) | (A) Issued to fund exploration and evaluation expenditure<br>(B) Issued in satisfaction of debt approved by members at General Meeting 25 November 2014<br>(C) Issued pursuant to underwriting agreement dated 1 October 2014<br>(D) Issue to directors as approved by meeting of members on 25 November 2014 |
| 6a | Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?<br><br>If Yes, complete sections 6b – 6h *in relation to the +securities the subject of this Appendix 3B*, and comply with section 6i | Yes |
| 6b | The date the security holder resolution under rule 7.1A was passed | 25 November 2014 |

+ See chapter 19 for defined terms.

| | | |
|---|---|---|
| 6c | Number of +securities issued without security holder approval under rule 7.1 | 1,007,825 |
| 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. | Nil |
| 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 - *14,559,558*<br>LR 7.1A - 10,378,255 |
| 7 | +Issue dates<br><br>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.<br><br>Cross reference: item 33 of Appendix 3B. | (A) 10 December 2014<br>(B) 10 December 2014<br>(C) 10 December 2014<br>(D) 10 December 2014 |

| | | Number | +Class |
|---|---|---|---|
| 8 | Number and +class of all +securities quoted on ASX (*including* the +securities in section 2 if applicable) | 100,062,685 | Ordinary |

+ See chapter 19 for defined terms.

| | | Number | +Class |
|---|---|---|---|
| 9 | Number and +class of all +securities not quoted on ASX (*including* the +securities in section 2 if applicable) | 2,032,373 | Ordinary shares (subject to escrowed to 10/1/2015) |
| | | 1,687,500 | Ordinary shares (subject to escrow to 23/12/2014) |
| | | 300,000 | $0.80 options expiry 21/12/2014 |
| | | 350,000 | $0.15 options, expiry 20/5/2016 |
| | | 2,500,000 | $0.20 options, expiry 31/12/2016 |
| | | 581,000 | $0.10 options expiry 20/12/2016 |
| | | 468,950 | $0.10 options expiry 12/2/2017 |
| | | 1,000,000 | $0.20 options expiry 4 May 2017 |
| | | 540,000 | $0.10 options expiry 2 September 2017 |
| | | 4,007,825 | $0.10 options expiry 8 December 2014 |

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

## Part 2 - Pro rata issue

| | | |
|---|---|---|
| 11 | Is security holder approval required? | NA |
| 12 | Is the issue renounceable or non-renounceable? | NA |
| 13 | Ratio in which the +securities will be offered | NA |

+ See chapter 19 for defined terms.

| | | |
|---|---|---|
| 14 | +Class of +securities to which the offer relates | NA |
| 15 | +Record date to determine entitlements | NA |
| 16 | Will holdings on different registers (or subregisters) be aggregated for calculating entitlements? | NA |
| 17 | Policy for deciding entitlements in relation to fractions | NA |
| 18 | Names of countries in which the entity has security holders who will not be sent new offer documents<br>Note: Security holders must be told how their entitlements are to be dealt with.<br>Cross reference: rule 7.7. | NA |
| 19 | Closing date for receipt of acceptances or renunciations | NA |
| 20 | Names of any underwriters | NA |
| 21 | Amount of any underwriting fee or commission | NA |
| 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 |
| 26 | Date entitlement and acceptance form and offer documents will be sent to persons entitled | NA |

+ See chapter 19 for defined terms.

| | | |
|---|---|---|
| 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 | NA |
| 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 *in full* through a broker? | NA |
| 31 | How do security holders sell *part* 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 | +Issue date | NA |

# 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 (Ordinary Securities Only)

(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**

+ See chapter 19 for defined terms.

*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?<br><br>If the additional +securities do not rank equally, please state:<br>• the date from which they do<br>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment<br>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment | |

+ See chapter 19 for defined terms.

| | | |
|---|---|---|
| 41 | Reason for request for quotation now<br>Example: In the case of restricted securities, end of restriction period<br>(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) | | |

## 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: 10 December 2014
Company Secretary)

Print name: Alan Boys

+ 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 | |
|---|---|
| ***Step 1: Calculate "A", the base figure from which the placement capacity is calculated*** | |
| ***Insert*** number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue | 17,524,860 |
| ***Add*** the following:<br>• Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2<br>• Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval<br>• Number of partly paid +ordinary securities that became fully paid in that 12 month period<br>*Note:*<br>• *Include only ordinary securities here – other classes of equity securities cannot be added*<br>• *Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed*<br>• *It may be useful to set out issues of securities on different dates as separate line items* | 16,797,076<br><br>69,478,622 |
| ***Subtract*** the number of fully paid +ordinary securities cancelled during that 12 month period | 0 |
| **"A"** | 103,782,558 |

+ See chapter 19 for defined terms.

| | |
|---|---|
| ***Step 2: Calculate 15% of "A"*** | |
| **"B"** | 0.15<br>*[Note: this value cannot be changed]* |
| ***Multiply*** "A" by 0.15 | 15,567,383 |
| ***Step 3: Calculate "C", the amount of placement capacity under rule 7.1 that has already been used*** | |
| ***Insert*** number of +equity securities issued or agreed to be issued in that 12 month period *not counting* those issued:<br>• Under an exception in rule 7.2<br>• Under rule 7.1A<br>• With security holder approval under rule 7.1 or rule 7.4<br>*Note:*<br>• *This applies to equity securities, unless specifically excluded – not just ordinary securities*<br>• *Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed*<br>• *It may be useful to set out issues of securities on different dates as separate line items* | 1,007,825 |
| **"C"** | 1,007,825 |
| ***Step 4: Subtract "C" from ["A" x "B"] to calculate remaining placement capacity under rule 7.1*** | |
| "A" x 0.15<br>*Note: number must be same as shown in Step 2* | 15,567,383 |
| ***Subtract*** "C"<br>*Note: number must be same as shown in Step 3* | 1,007,825 |
| ***Total*** ["A" x 0.15] – "C" | *14,559,558*<br>*[Note: this is the remaining placement capacity under rule 7.1]* |

# Part 2

| **Rule 7.1A – Additional placement capacity for eligible entities** | |
|---|---|
| **Step 1: Calculate "A", the base figure from which the placement capacity is calculated** | |
| **"A"**<br>*Note: number must be same as shown in Step 1 of Part 1* | 103,782,558 |
| ***Step 2: Calculate 10% of "A"*** | |
| **"D"** | 10,378,255<br>*Note: this value cannot be changed* |
| ***Multiply*** "A" by 0.10 | |
| ***Step 3: Calculate "E", the amount of placement capacity under rule 7.1A that has already been used*** | |
| ***Insert*** number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A<br>*Notes:*<br>• *This applies to equity securities – not just ordinary securities*<br>• *Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed*<br>• *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*<br>• *It may be useful to set out issues of securities on different dates as separate line items* | |
| **"E"** | Nil |

+ See chapter 19 for defined terms.

| ***Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A*** | |
|---|---|
| "A" x 0.10<br>*Note: number must be same as shown in Step 2* | 10,378,255 |
| ***Subtract*** "E"<br>*Note: number must be same as shown in Step 3* | Nil |
| ***Total*** ["A" x 0.10] – "E" | 10,378,255<br>*Note: this is the remaining placement capacity under rule 7.1A* |

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10 December 2014

Company Announcements Office
ASX Limited
Bridge Street
Sydney NSW 2000

Dear Sir/Madam

**NOTICE GIVEN UNDER SECTION 708A (5) OF THE CORPORATIONS ACT**

This notice is given by the Company under section 708A(5)(e) of the Corporations Act in relation to an issue of 3,000,000 fully paid ordinary shares by Oklo Resources Limited (**Company**) without disclosure under Part 6D.2 of the Corporations Act, as advised to ASX on 10 December 2014.

As at the date of this notice, the Company has complied with:

(a) the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and

(b) section 674 of the Corporations Act.

The Company confirms that, as at the date of this notice, there is no information that:

(a) has been excluded from a continuous disclosure notice given to ASX in accordance with the ASX Listing Rules; and

(b) investors and their professional advisers would reasonably require for the purpose 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 fully paid ordinary shares.

Yours faithfully,
**Oklo Resources Limited**

**A.H. Boys**
**Company Secretary**