

25 February 2015

Company Announcements Office
Australian Securities Exchange
Level 4, Exchange Centre
20 Bridge Street
Sydney NSW 2000

Dear Sirs

Notice under 708A(5)(e) of the Corporations Act 2001 (Cth)

This notice is given by South Pacific Resources Limited (“**Company**”) under section 708A(5)(e) and 708A(6) of the *Corporations Act 2001* (Cth) (“**Act**”).

On 20 February 2015 the Company issued 4,500,000 fully paid ordinary shares (“**Shares**”) in accordance with an offer to sophisticated, eligible and/or professional investors under section 708 of the Act.

Accordingly the Company gives notice under section 708A(5)(e) of the Act that:

1. The Shares were issued without disclosure to investors under Part 6D.2 of the Act;
2. As at the date of this notice the Company has complied with:
 - (a) The provisions of Chapter 2M of the Act as they apply to the Company; and
 - (b) Section 674 of the Act; and
3. As at the date of this notice there is no excluded information (as defined in sections 708A(7) and 708A(8) of the Act), which is required to be disclosed by the Company.

Yours faithfully
South Pacific Resources Limited



Louisa Martino
Company Secretary