



**King Solomon Mines Limited**

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12 August 2014

Companies Announcements Office  
Australian Securities Exchange

**ISSUE OF SHARES UNDER PLACEMENT AND FOR SERVICES**

Attached is an Appendix 3B for the issue of 11,000,000 fully paid ordinary shares at a price of \$0.003 to raise \$33,000 to qualified sophisticated investors as announced to ASX on 6 August 2014 and for 4,398,500 fully paid ordinary shares at a price of \$0.003 for services as detailed below.

**Secondary Trading Exemption**

The Act restricts the on-sale of securities issued without disclosure, unless the sale is exempt under section 708 or 708A. By the Company giving this notice, a sale of the Securities noted above will fall within the exemption in section 708A(5) of the Act.

The Company hereby notifies ASX under paragraph 708A(5)(e) of the Act that:

- a) the Company issued the Securities without disclosure to investors under Part 6D.2 of the Act;
- b) as at 12 August 2014 the Company has complied with the provisions of Chapter 2M of the Act as they apply to the Company, and section 674 of the Act; and
- c) as at 12 August 2014 there is no information:
  - i) that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
  - ii) that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
    - A) the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
    - B) the rights and liabilities attaching to the Securities.

We also advise the issue of 3,333,333 fully paid ordinary shares at a price of \$0.003 in connection with past and future consulting by the Company's corporate advisor and also 1,065,167 fully paid ordinary shares at a price of \$0.003 as payment for past services in Inner Mongolia, China. Of these 4,398,500 shares allotted, 1,666,667 are voluntarily escrowed until 8 August 2015.



These issues of shares enables the company to preserve its cash for acquisition of exploration projects, exploration work and for general working capital.

**King Solomon Mines Limited**

A handwritten signature in black ink, appearing to read 'Stephen McPhail', written in a cursive, flowing style.

**Stephen McPhail**  
Managing Director

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

**King Solomon Mines Limited**

ABN

**122 404 666**

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  | <b>Ordinary fully paid shares</b>   |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued   | <b>15,398,500 ordinary shares</b>   |
| 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>Ordinary fully paid shares issued under Placement and for services, as explained in the attached announcement.</b><br><br><b>1,666,667 shares are subject to voluntary escrow as explained in the attached announcement.</b> |

+ See chapter 19 for defined terms.

## Appendix 3B

### New issue announcement

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4	<p>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><b>Yes, shares rank equally with existing quoted shares.</b></p>
5	Issue price or consideration	<p><b>0.3 cents per share</b></p>
6	<p>Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p><b>Refer attached. The funds raised are for acquisition of exploration projects, exploration work and for general working capital.</b></p>
Questions 6a to 6i		<p><b>Not applicable</b></p>
7	<p>+Issue dates</p> <p>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.</p> <p>Cross reference: item 33 of Appendix 3B.</p>	<p><b>12 August 2014</b></p>

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+ See chapter 19 for defined terms.

	Number	+Class
8 Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	<b>254,511,135</b> <b>+ 15,398,500</b>	<b>Fully Paid Ordinary Shares</b>

	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)	<b>1,600,000</b>	<b>29 July 2016 Options – exercise price 12 cents</b>

10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	<b>Full participation in any future dividends.</b>
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## Part 2 - Bonus issue or pro rata issue

Questions 11 to 33

**Not applicable**

## 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

(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*

+ See chapter 19 for defined terms.

## Appendix 3B

### New issue announcement

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- 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)

Questions 38 to 42

Not applicable
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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.

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+ See chapter 19 for defined terms.

- 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: .....  
(Director/Company secretary)

12/8/14  
Date: .....

Print name: Stephen McPhail  
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