

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

LODESTONE EXPLORATION LIMITED

ABN

20 075 877 075

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 Shares
(b) Unlisted Options
(c) Unlisted Options
(d) Performance Rights
(e) Performance Rights |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | (a) 11,000,000 Fully Paid Shares
(b) 11,000,000 Unlisted Options
(c) 2,000,000 Unlisted Options
(d) 10,000,000 Unlisted Performance Rights
(e) 10,000,000 Unlisted Performance Rights |

+ See chapter 19 for defined terms.

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- 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)
- | |
|---|
| <ul style="list-style-type: none">(a) Pari Passu with existing shares(b) Options are exercisable at 20 cents and expire on 26 June 2011. Each option entitles holder to receive on fully paid ordinary share and 1 unlisted piggyback option which is exercisable at 50 cents each and expire 24 months from date of issue.(c) Options are exercisable at 7 cents and expire on 26 June 2011.(d) Rights vesting if market capitalisation is \$50m for a continuous period of five or more trading days(e) Rights vesting if volume weighted average share price is at least 25 cents for a continuous trading period of five trading days |
|---|

+ See chapter 19 for defined terms.

<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"> • 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 	<p>(a) Pari Passu with existing ordinary shares</p> <p>(b) Shares issued on exercise of options will rank Pari Passu with existing ordinary shares, but piggyback options issued on exercise of options will be unlisted and are not eligible to participate in dividends.</p> <p>(c) Shares issued on exercise of options will rank Pari Passu with existing ordinary shares</p> <p>(d) Shares issued on exercise of rights will rank Pari Passu with existing ordinary shares</p> <p>(e) Shares issued on exercise of rights will rank Pari Passu with existing ordinary shares</p>				
<p>5 Issue price or consideration</p>	<p>(a) \$0.10 each</p> <p>(b) \$ Nil</p> <p>(c) \$ Nil</p> <p>(d) \$ Nil</p> <p>(e) \$ Nil</p>				
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Placement shares to raise funds for exploration program. All securities are issued following approval by shareholders at General Meeting held on 26 June 2009</p>				
<p>7 Dates of entering ⁺securities into uncertificated holdings or despatch of certificates</p>	<p>26 June 2009</p>				
<p>8 Number and ⁺class of all ⁺securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 50%; text-align: center;">Number</th> <th style="width: 50%; text-align: center;">⁺Class</th> </tr> </thead> <tbody> <tr> <td style="text-align: center; vertical-align: middle;">201,409,529</td> <td style="text-align: center; vertical-align: middle;">LOD – Fully Paid Shares</td> </tr> </tbody> </table>	Number	⁺ Class	201,409,529	LOD – Fully Paid Shares
Number	⁺ Class				
201,409,529	LOD – Fully Paid Shares				

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	Number	+Class
9	Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	501,000 Options –unlisted exercisable at 20 cents expiring 27/1/2011
		10,000,000 Options – unlisted exercisable at 7 cents expiring 10/9/2010
		2,000,000 Options – unlisted exercisable at 7 cents expiring 8/4/2011
		9,000,000 Options – unlisted exercisable at 20 cents expiring 15/5/2011
		11,000,000 Options – unlisted exercisable at 20 cents expiring 26/6/2011
		2,000,000 Options – unlisted exercisable at 7 cents expiring 26/6/2011
		10,000,000 Rights subject to market capitalisation vesting conditions
		10,000,000 Rights subject to share price vesting conditions
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A

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

+ See chapter 19 for defined terms.

18 Names of countries in which the entity has
+security holders who will not be sent new
issue documents

Note: Security holders must be told how their entitlements
are to be dealt with.

Cross reference: rule 7.7.

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19 Closing date for receipt of acceptances or
renunciations

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+ See chapter 19 for defined terms.

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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 <i>in full</i> through a broker? | |
| 31 | How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance? | |

+ See chapter 19 for defined terms.

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

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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

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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 security, clearly identify that
 other security)

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

+ 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 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: Date: 26 June 2009
(Company secretary)

Print name: Leni Stanley

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