



# Matilda Zircon Limited

143 Hay Street Subiaco  
Western Australia 6008

Telephone: + 61 8 6389 6488  
Facsimile: + 61 8 6389 6410

21 August 2009

Company Announcements Platform  
ASX Limited  
20 Bond Street  
SYDNEY NSW 2000

*Via ASX Online*

## **MATILDA ZIRCON LIMITED SHARE PURCHASE PLAN – NOTICE PURSUANT TO CLASS ORDER 09/425**

Matilda Zircon Limited (**Company**) proposes to announce that it will be offering eligible shareholders the opportunity to acquire fully paid ordinary shares in the capital of the Company (**Shares**) via a Shareholder Share Purchase Plan (**Plan**).

The maximum number of Shares which may be issued under the Plan is estimated to be approximately 93,038,608 (assuming no existing options are exercised).

### **Notice under Class Order 09/425 of the Corporations Act**

The Company hereby notifies that:

- (a) the Company will offer the Shares for issue without disclosure to investors under Part 6D.2 of the Corporations Act 2001 (**the Act**);
- (b) this notice is being provided under section 708A(5)(e) of the Act;
- (c) as at 21 August 2009, the Company has complied with the provisions of Chapter 2M of the Act as they apply to the Company;
- (d) as at 21 August 2009, the Company has complied with section 674 of the Act;
- (e) as at 21 August 2009, 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 Shares.



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The following table shows the number of Shares on issue as at the date of this notice and the total number of Shares on issue as at the closing date of the Plan based on the maximum total Shares to be issued under the Plan (assuming no existing options are exercised).

Shares on issue as at the date of this notice	310,128,696
Shares offered pursuant to the Plan	<u>93,038,608</u>
<b>Total Share on issue at completion of the Plan</b>	<b><u>403,167,304</u></b>

Yours faithfully

**Michael Kiernan**  
**Acting Managing Director**  
**MATILDA ZIRCON LIMITED**