



Ord River Resources Ltd  
Level 22 Gold Fields House  
1 Alfred Street Sydney NSW 2000  
P 61 2 9250 1888  
F 61 2 9250 1838  
ABN: 68 108 737 711

30 September 2009  
The Companies Announcements Office  
ASX Limited

### **SUCCESSFUL PRIVATE PLACEMENT OF ORDINARY SHARES**

Ord River Resources Limited has agreed to place 19,250,566 new fully paid ordinary shares to raise \$646,473.13 from private investors who do not require a disclosure document. The Company will also grant to the placees for no additional consideration 1,283,371 options exercisable at \$0.075 per share on or before 31 March 2012. The funds will be applied to working capital and exploration activities.

An Appendix 3B and a Section 708 notice are attached for the new issues.

If you have any questions please contact Frank Zhu, Head of Corporate Development via [investor.relations@ord.com.au](mailto:investor.relations@ord.com.au).

Frank Zhu, CFA  
Head of Corporate Development  
Ph: 61 2 9250 1848

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+ See chapter 19 for defined terms.

# 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.

Name of entity

ORD RIVER RESOURCES LIMITED

ABN

68 108 737 711

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) Options G  |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | a) 19,250,566<br>b) 1,283,371  |
| 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) | Each Option G exercisable for one fully paid ordinary share at \$0.075 per option on or before 31 March 2012 |

<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"> <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>Yes</p>						
<p>5 Issue price or consideration</p>	<p>a) \$0.0336 per fully paid ordinary share b) Nil per Option G</p>						
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Funds for working capital and exploration Activities</p>						
<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>30 September 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"> <thead> <tr> <th data-bbox="727 1045 1008 1087">Number</th> <th data-bbox="1008 1045 1289 1087">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="727 1087 1008 1136">329,451,977</td> <td data-bbox="1008 1087 1289 1136">Fully paid ordinary shares</td> </tr> <tr> <td data-bbox="727 1136 1008 1207">38,877,146</td> <td data-bbox="1008 1136 1289 1207">Options \$0.65 – 12 Dec 2009</td> </tr> </tbody> </table>	Number	+Class	329,451,977	Fully paid ordinary shares	38,877,146	Options \$0.65 – 12 Dec 2009
Number	+Class						
329,451,977	Fully paid ordinary shares						
38,877,146	Options \$0.65 – 12 Dec 2009						

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9 Number and <sup>+</sup>class of all <sup>+</sup>securities not quoted on ASX (including the securities in clause 2 if applicable)

Number	<sup>+</sup> Class
17,000,000	Incentive Options – 40 cents 30 Sep 2011
3,000,000	Consultant Options D- \$1.00 - 5 August 2010
512,500	Consultant Options C - \$0.50 – 30 June 2010 (not issued yet)
45,000	Consultant Options - \$0.50 – 31 December 2009 (not issued yet)
8,000,000	Options B - 75 cents 12 Dec 2009
750,000	Broker Options – 20 cents 3 September 2010
10,000,000	Options E - \$0.05 – 31 December 2010
5,202,000	Options F - \$0.05 – 31 March 2012
3,950,000	Fully paid ordinary shares (Employee Incentive Plan).
1,283,371	Options G - \$0.075 – 31 March 2012

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

## 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 <sup>+</sup>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
- 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.
- 19 Closing date for receipt of acceptances or renunciations
- 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

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- 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 *in full* through a broker?
- 31 How do +security holders sell *part* of their entitlements through a broker and accept for the balance?
- 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

**Entities that have ticked box 34(b)**

38 Number of securities for which +quotation is sought **19,250,566**

39 Class of +securities for which quotation is sought **Fully Paid Ordinary Shares**

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

**Yes**

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)

	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)	<b>329,451,977</b>	Fully paid ordinary shares
	<b>38,877,146</b>	Options \$0.65 – 12 Dec 2009

**Quotation agreement**

+ See chapter 19 for defined terms.

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.
- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the +securities to be quoted, it has been provided 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: .....  
(Company secretary)

Date: 30 September 2009

Print name: Patrick Sam Yue



30 September 2009  
The Company Announcements Office  
ASX Limited

**Section 708 Notice**

The Company gives ASX Limited notice under section 708(5)(e) of the Corporations Act 2001("Act") as follows:

1. 19,250,566 fully paid ordinary shares and 1,283,371 Options G are issued by the Company without disclosure to investors under Part 6D.2 of the Act ;
2. nevertheless, at the date of this notice the Company has complied with
  - the provisions of Chapter 2M of the Act relating to financial reports and audit that are applicable to the Company;
  - section 674 of the Act relating to continuous disclosure; and
3. at the date of this notice, there is no excluded information for the purpose of section 708A(6)(e) of the Act which needs to be set out in this notice.

Frank Zhu  
Head of Corporate Development

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