



Western Plains Resources Ltd

ABN 51 109 426 502

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30 July 2009

Company Announcements Office
ASX Limited
Exchange Centre
Level 6, 20 Bridge Street
SYDNEY NSW 2000

Appendix 5B, Appendix 3B and Top 20

Attached for release is the Western Plains Resources Ltd (WPG or the Company) Appendix 5B Quarterly Cashflow Report for the quarter ended 30 June 2009.

Also attached is a final Appendix 3B adjusting the number of shares allotted under the rights issue, and an updated top 20 shareholder list.

The Company notes that as a result of the recent rights issue and in accordance with ASX Listing Rule 6.22.2 the exercise price of WPG's existing options have been adjusted downwards as shown on page 4 of the attached Appendix 5B and on page 2 of attached Appendix 3B.

Yours faithfully

Western Plains Resources Ltd

Heath Roberts

Executive Director / Company Secretary

Appendix 5B

Mining exploration entity quarterly report

Introduced 1/7/96. Origin: Appendix 8. Amended 1/7/97, 1/7/98, 30/9/2001.

Name of entity

**WESTERN PLAINS RESOURCES LTD****ABN****51 109 426 502**

Quarter ended ("current quarter")

30 June 2009

Consolidated statement of cash flows

Cash flows related to operating activities

| | Current quarter 30 June 2009 \$A'000 | Year to date (12 months) 30 June 2009 \$A'000 |
|---|--|--|
| 1.1 Receipts from product sales and related debtors | | |
| 1.2 Payments for (a) exploration and evaluation | (513) | (3,152) |
| (b) development | | |
| (c) production | | |
| (d) administration | (404) | (2,422) |
| 1.3 Rent received | 8 | 32 |
| 1.4 Interest and other items of a similar nature received | 18 | 228 |
| 1.5 Interest and other costs of finance paid | | |
| 1.6 Income taxes paid | | |
| 1.7 Other – tenement and rental security deposits | 10 | 21 |
| Net Operating Cash Flows | (881) | (5,293) |
| Cash flows related to investing activities | | |
| 1.8 Payment for purchases of: (a) prospects | | |
| (b) equity investments | | |
| (c) other fixed assets | - | (32) |
| 1.9 Proceeds from sale of: (a) prospects | | |
| (b) equity investments | | |
| (c) other fixed assets | | |
| 1.10 Loans to other entities | | |
| 1.11 Loans repaid by other entities | | |
| 1.12 Other – WISCO joint venture deposit received | 500 | 500 |
| Net investing cash flows | 500 | 468 |
| 1.13 Total operating and investing cash flows (carried forward) | (381) | (4,825) |

| | Current quarter \$A'000 | Year to date \$A'000 |
|---|----------------------------|-------------------------|
| 1.13 Total operating and investing cash flows (brought forward) | (381) | (4,825) |
| Cash flows related to financing activities | | |
| 1.14 Proceeds from issues of shares, options, etc. | 3,826 | 3,826 |
| 1.15 Proceeds from sale of forfeited shares | | |
| 1.16 Proceeds from borrowings | | |
| 1.17 Repayment of borrowings | | |
| 1.18 Dividends paid | | |
| 1.19 Other - share issue costs | (69) | (69) |
| Net financing cash flows | 3,757 | 3,757 |
| Net increase (decrease) in cash held | 3,376 | (1,068) |
| 1.20 Cash at beginning of quarter/year to date | 1,905 | 6,349 |
| 1.21 Exchange rate adjustments to item 1.20 | | |
| 1.22 Cash at end of quarter * | 5,281 | 5,281 |

* Cash at end of quarter does not include \$1.98 million proceeds of the July Rights Issue. The shares issued pursuant to the rights issue are included in the figure shown at 7.3 on page 4 of this Appendix 5B.

Payments to directors of the entity and associates of the directors
Payments to related entities of the entity and associates of the related entities

| | Current quarter \$A'000 |
|---|----------------------------|
| 1.23 Aggregate amount of payments to the parties included in item 1.2 | 146 |
| 1.24 Aggregate amount of loans to the parties included in item 1.10 | - |

1.25 Explanation necessary for an understanding of the transactions

Directors' fees and consultancy fees

Non-cash financing and investing activities

2.1 Details of financing and investing transactions which have had a material effect on consolidated assets and liabilities but did not involve cash flows

None

2.2 Details of outlays made by other entities to establish or increase their share in projects in which the reporting entity has an interest

Not applicable

Financing facilities available

Add notes as necessary for an understanding of the position.

| | Amount available \$A'000 | Amount used \$A'000 |
|---------------------------------|-----------------------------|------------------------|
| 3.1 Loan facilities | | |
| 3.2 Credit standby arrangements | | |

Estimated cash outflows for next quarter

| | \$A'000 |
|--------------------------------|---------|
| 4.1 Exploration and evaluation | 500 |
| 4.2 Development | |
| Total | 500 |

Reconciliation of cash

Reconciliation of cash at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts is as follows

| | Current quarter \$A'000 | Previous quarter \$A'000 |
|--|----------------------------|-----------------------------|
| 5.1 Cash on hand and at bank | 43 | 254 |
| 5.2 Deposits at call | 4,226 | |
| 5.3 Bank overdraft | | |
| 5.4 Other - bills receivable, bank accepted and short term bank deposits | 1,012 | 1,651 |
| Total: cash at end of quarter (item 1.22) * | 5,281 | 1,905 |

* Cash at end of quarter does not include \$1.98 million proceeds of the July Rights Issue. The shares issued pursuant to the rights issue are included in the figure shown at 7.3 on page 4 of this Appendix 5B.

Changes in interests in mining tenements

| | Tenement reference | Nature of interest (note (2)) | Interest at beginning of quarter | Interest at end of quarter |
|---|--------------------|----------------------------------|--|----------------------------------|
| 6.1 Interests in mining tenements relinquished, reduced or lapsed | | | | |
| 6.2 Interests in mining tenements acquired or increased | ELA 117/09 | ELA lodged | 0% | 100% |
| | ELA 142/09 | ELA lodged | 0% | 100% |

Issued and quoted securities at 30 July 2009

Description includes rate of interest and any redemption or conversion rights together with prices and dates.

| | Total Number | Number quoted | Issue price per security (see note 3) (cents) | Amount paid up per security (see note 3) (cents) |
|--|-----------------------|-----------------------|---|--|
| 7.1 Preference securities | Nil | | | |
| 7.2 Changes during quarter | | | | |
| (a) Increases through issues | Nil | | | |
| (b) Decreases through returns of capital, buy-backs, redemptions | | | | |
| 7.3 Ordinary securities - fully paid WPG | 101,531,740 * | 101,531,740 | | |
| 7.4 Changes during quarter | | | | |
| (a) Increases through issues * | 12,183,330 625,000 | 12,183,330 625,000 | \$0.30 \$0.25 | \$0.30 \$0.25 |
| (b) Decreases through return of capital, buy-backs | Nil | | | |
| 7.5 Convertible debt securities | Nil | | | |
| 7.6 Changes during quarter | Nil | | | |
| (a) Increases through issues | | | | |
| (b) Decreases through securities matured, converted | | | | |
| 7.7 Options | | | <i>Exercise price</i> \$ | <i>Expiry date</i> |
| WPG \$0.237 | 2,750,000 | 0 | \$0.237 | 28 Sep 2009 |
| WPG \$0.337 | 3,475,000 | 0 | \$0.337 | 28 Sep 2009 |
| WPG \$0.237 | 1,750,000 | 0 | \$0.237 | 22 Nov 2011 |
| WPG \$1.097 | 350,000 | 0 | \$1.097 | 4 Jul 2012 |
| WPG \$1.127 | 1,300,000 | 0 | \$1.127 | 17 Sep 2012 |
| WPG \$1.237 | 750,000 | 0 | \$1.237 | 12 Nov 2012 |
| WPG \$0.387 | 1,000,000 | 0 | \$0.387 | 29 Nov 2009 |
| WPG \$0.387 | 300,000 | 0 | \$0.387 | 29 May 2010 |
| WPG \$0.387 | 200,000 | 0 | \$0.387 | 16 June 2010 |
| WPG \$0.737 | 300,000 | 0 | \$0.737 | 2 Sep 2013 |
| WPG \$0.387 | 500,000 | 0 | \$0.387 | 11 May 2011 |
| 7.8 Issued during quarter | 500,000 | 0 | \$0.40 | 11 May 2011 |
| 7.9 Exercised during quarter | 500,000 125,000 | 0 0 | \$0.25 \$0.25 | 22 Nov 2011 28 Sep 2009 |
| 7.10 Expired during quarter | Nil | | | |
| 7.11 Debentures (totals only) | Nil | | | |
| 7.12 Unsecured notes (totals only) | Nil | | | |

* During July 2009 the Company issued 7,916,055 fully paid ordinary shares at \$0.25 per share pursuant to a rights issue to existing eligible shareholders, raising \$1.98 million. This cashflow will be reflected in the September 2009 Appendix 5B. The shares issued pursuant to the rights issue are included in the figure shown at 7.3 above.

| Tenement | Tenement Number | Interest | Joint Venture Details |
|------------------------|---------------------------------------|----------|---|
| SOUTH AUSTRALIA | | | |
| Peculiar Knob | ML 6314 | 100% | Interest held by wholly owned subsidiary Southern Iron Pty Ltd |
| Hawks Nest | EL 4248 | 100% | Interest held by wholly owned subsidiary Southern Iron Pty Ltd |
| Kestrel | MC 3809 | 100% | Interest held by wholly owned subsidiary Southern Iron Pty Ltd |
| Kestrel | RLA (replacing MC 3809) | 100% | Interest held by wholly owned subsidiary Southern Iron Pty Ltd |
| Buzzard | MC 3810 | 100% | Interest held by wholly owned subsidiary Southern Iron Pty Ltd |
| Buzzard | RLA (replacing MC 3810) | 100% | Interest held by wholly owned subsidiary Southern Iron Pty Ltd |
| Mt Brady | ELA 117/09 | 100% | Interest held by wholly owned subsidiary Southern Iron Pty Ltd |
| Windy Valley | ELA 142/09 | 100% | Interest held by wholly owned subsidiary Southern Iron Pty Ltd |
| Commonwealth Hill | EL 3678, 3728, 3765, 3780 and 3821 | 0% | WPG farming in to earn 51% - 75% interest. Tenements held by Apollo Minerals Limited (ASX – AON). |
| NEW SOUTH WALES | | | |
| Trundle | EL 4512 | 100% | Calibre Mining Ltd (TSX-V) farming in to earn 70% - 90% interest. PlatSearch NL (ASX: PTS) and another hold royalty interests. Calibre's rights being assigned to Clancy Exploration Ltd. |
| Peak Hill East | EL 6342 | 100% | - |
| Lake Cargelligo | EL 6367 | 100% | - |

EL = Exploration Licence
 ELA = Exploration Licence Application
 MC = Mineral Claim
 ML = Mineral Lease
 RL = Retention Lease
 RLA = Retention Lease Application

Final Appendix 3B – Rights Issue

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

Western Plains Resources Ltd

ABN

51 109 426 502

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 | Fully paid ordinary shares |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 42,082 fully paid ordinary shares. <i>Additional to the shares advised in the Appendix 3B dated 20 July 2009.</i> |
| 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) | The shares are issued pursuant to a rights issue at a price of \$0.25 per share. |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

| <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>The shares rank equally with WPG fully paid ordinary shares coded WPG.</p> | | | | | | | | | | | | | | | | | | | | | | | | |
|--|---|--------|--------|-------------|----------------------------------|-----------|----------------------------------|-----------|----------------------------------|---------|---------------------------------|-----------|----------------------------------|---------|----------------------------------|-----------|----------------------------------|---------|----------------------------------|---------|-----------------------------------|---------|---------------------------------|---------|----------------------------------|
| <p>5 Issue price or consideration</p> | <p>\$0.25</p> | | | | | | | | | | | | | | | | | | | | | | | | |
| <p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p> | <p>The shares are issued pursuant to a rights issue at a price of \$0.25 per share.</p> | | | | | | | | | | | | | | | | | | | | | | | | |
| <p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p> | <p>27 July 2009</p> | | | | | | | | | | | | | | | | | | | | | | | | |
| <p>8 Number and +class of all +securities quoted on ASX (<i>including</i> the securities in clause 2 if applicable)</p> | <table border="1"> <thead> <tr> <th data-bbox="703 1225 890 1256">Number</th> <th data-bbox="893 1225 1437 1256">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="703 1261 890 1292">101,531,740</td> <td data-bbox="893 1261 1437 1292">Fully paid ordinary shares</td> </tr> </tbody> </table> | Number | +Class | 101,531,740 | Fully paid ordinary shares | | | | | | | | | | | | | | | | | | | | |
| Number | +Class | | | | | | | | | | | | | | | | | | | | | | | | |
| 101,531,740 | Fully paid ordinary shares | | | | | | | | | | | | | | | | | | | | | | | | |
| <p>9 Number and +class of all +securities not quoted on ASX (<i>including</i> the securities in clause 2 if applicable)</p> | <table border="1"> <thead> <tr> <th data-bbox="703 1395 890 1426">Number</th> <th data-bbox="893 1395 1437 1426">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="703 1431 890 1462">2,750,000</td> <td data-bbox="893 1431 1437 1462">\$0.237 options expire 28 Sep 09</td> </tr> <tr> <td data-bbox="703 1467 890 1498">3,475,000</td> <td data-bbox="893 1467 1437 1498">\$0.337 options expire 28 Sep 09</td> </tr> <tr> <td data-bbox="703 1503 890 1534">1,750,000</td> <td data-bbox="893 1503 1437 1534">\$0.237 options expire 22 Nov 11</td> </tr> <tr> <td data-bbox="703 1538 890 1570">350,000</td> <td data-bbox="893 1538 1437 1570">\$1.097 options expire 4 Jul 12</td> </tr> <tr> <td data-bbox="703 1574 890 1606">1,300,000</td> <td data-bbox="893 1574 1437 1606">\$1.127 options expire 17 Sep 12</td> </tr> <tr> <td data-bbox="703 1610 890 1641">750,000</td> <td data-bbox="893 1610 1437 1641">\$1.237 options expire 12 Nov 12</td> </tr> <tr> <td data-bbox="703 1646 890 1677">1,000,000</td> <td data-bbox="893 1646 1437 1677">\$0.387 options expire 29 Nov 09</td> </tr> <tr> <td data-bbox="703 1682 890 1713">300,000</td> <td data-bbox="893 1682 1437 1713">\$0.387 options expire 26 May 10</td> </tr> <tr> <td data-bbox="703 1718 890 1749">200,000</td> <td data-bbox="893 1718 1437 1749">\$0.387 options expire 16 June 10</td> </tr> <tr> <td data-bbox="703 1753 890 1785">300,000</td> <td data-bbox="893 1753 1437 1785">\$0.737 options expire 2 Sep 13</td> </tr> <tr> <td data-bbox="703 1789 890 1821">500,000</td> <td data-bbox="893 1789 1437 1821">\$0.387 options expire 11 May 11</td> </tr> </tbody> </table> | Number | +Class | 2,750,000 | \$0.237 options expire 28 Sep 09 | 3,475,000 | \$0.337 options expire 28 Sep 09 | 1,750,000 | \$0.237 options expire 22 Nov 11 | 350,000 | \$1.097 options expire 4 Jul 12 | 1,300,000 | \$1.127 options expire 17 Sep 12 | 750,000 | \$1.237 options expire 12 Nov 12 | 1,000,000 | \$0.387 options expire 29 Nov 09 | 300,000 | \$0.387 options expire 26 May 10 | 200,000 | \$0.387 options expire 16 June 10 | 300,000 | \$0.737 options expire 2 Sep 13 | 500,000 | \$0.387 options expire 11 May 11 |
| Number | +Class | | | | | | | | | | | | | | | | | | | | | | | | |
| 2,750,000 | \$0.237 options expire 28 Sep 09 | | | | | | | | | | | | | | | | | | | | | | | | |
| 3,475,000 | \$0.337 options expire 28 Sep 09 | | | | | | | | | | | | | | | | | | | | | | | | |
| 1,750,000 | \$0.237 options expire 22 Nov 11 | | | | | | | | | | | | | | | | | | | | | | | | |
| 350,000 | \$1.097 options expire 4 Jul 12 | | | | | | | | | | | | | | | | | | | | | | | | |
| 1,300,000 | \$1.127 options expire 17 Sep 12 | | | | | | | | | | | | | | | | | | | | | | | | |
| 750,000 | \$1.237 options expire 12 Nov 12 | | | | | | | | | | | | | | | | | | | | | | | | |
| 1,000,000 | \$0.387 options expire 29 Nov 09 | | | | | | | | | | | | | | | | | | | | | | | | |
| 300,000 | \$0.387 options expire 26 May 10 | | | | | | | | | | | | | | | | | | | | | | | | |
| 200,000 | \$0.387 options expire 16 June 10 | | | | | | | | | | | | | | | | | | | | | | | | |
| 300,000 | \$0.737 options expire 2 Sep 13 | | | | | | | | | | | | | | | | | | | | | | | | |
| 500,000 | \$0.387 options expire 11 May 11 | | | | | | | | | | | | | | | | | | | | | | | | |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

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

Full participation in any future dividends once exercised.

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 NOT APPLICABLE

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)

Questions 38 to 42

Not applicable

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

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: **Heath L Roberts**
(Director/Company Secretary)

Date: 30 July 2009

Print name: Heath L Roberts

== == == == ==

+ See chapter 19 for defined terms.

Western Plains Resources Ltd Top 20 Shareholders as at 30 July 2009

| <i>Top 20 Shareholders of Ordinary Shares as at 30 July 2009</i> | Shares | % Shares issued |
|--|--------------------|------------------------|
| NATIONAL NOMINEES LIMITED | 11,892,576 | 11.713 |
| PLATSEARCH NL | 6,916,250 | 6.812 |
| IRRAWADDY INVESTMENTS PTY LTD <WOTRUN PTY LTD S/F A/C> | 6,662,500 | 6.562 |
| XIN SHENG INTERNATIONAL PRIVATE LIMITED | 6,298,449 | 6.203 |
| IRRAWADDY INVESTMENTS PTY LTD <DUFFIN FAMILY A/C> | 4,225,000 | 4.161 |
| REC INVESTMENT MANAGEMENT PTY LTD | 2,708,333 | 2.667 |
| MR STACEY RADFORD | 2,200,000 | 2.167 |
| ELPHINSTONE HOLDINGS PTY LIMITED | 1,969,457 | 1.940 |
| MR DAVID GEORGE METFORD <STL SUPER FUND A/C> | 1,557,114 | 1.534 |
| CLODENE PTY LTD | 1,542,085 | 1.519 |
| PENINSULA EXPLORATION PTY LTD | 1,200,000 | 1.182 |
| CAZENOVE PTY LTD <CARDINAL PROVIDENT FUND A/C> | 1,191,666 | 1.174 |
| GEARED INVESTMENTS PTY LTD <INVESTMENT A/C> | 1,073,320 | 1.057 |
| PS CONSULTING PTY LTD | 950,000 | 0.936 |
| GEONZ ASSOCIATES LTD | 850,416 | 0.838 |
| P S CONSULTING PTY LIMITED <SUPERANNUATION FUND ACCOUNT> | 770,000 | 0.758 |
| J P MORGAN NOMINEES AUSTRALIA LIMITED | 758,333 | 0.747 |
| PS CONSULTING PTY LTD <NO 2 SUPER A/C> | 720,000 | 0.709 |
| BLUESTAR MANAGEMENT PTY LTD <SUPER FUND A/C> | 700,000 | 0.689 |
| ANZ NOMINEES LIMITED <CASH INCOME A/C> | 651,024 | 0.641 |
| Total of top 20 holdings | 54,836,523 | 54.009% |
| Other holdings | 46,695,217 | 45.991% |
| Total fully paid shares issued | 101,531,740 | 100.00% |



Western Plains Resources Ltd

ABN 51 109 426 502

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Web www.westernplainsresources.com.au

30 July 2009

Name Address 1

Name Address 2

Name Address 3

Name Address 4

Name Address 5

Name Address 6

| | |
|-------------------------|--|
| Number of Options Held: | |
| Expiry Date: | |

Reference Number & Barcode

Dear Western Plains Resources Ltd Optionholder

Western Plains Resources Ltd (WPG) Option Exercise Price Adjustment

On 22 June 2009, Western Plains Resources Ltd (WPG or the Company) announced a fund raising initiative comprising a private placement of shares (the Placement) and a 1:12 non-renounceable rights issue to eligible shareholders (the Rights Issue).

The Placement and the Rights Issue have both been completed, raising in total approximately \$5.6 million.

The Rights Issue resulted in the issue of 7,916,055 new shares at a price of \$0.25 per share to raise \$1.979 million. In its recent announcements, the Company advised that as a result of the Rights Issue and in accordance with ASX Listing Rule 6.22.2, the exercise price of existing WPG options may be reduced. The exercise price of your existing WPG options (detailed above) has now been adjusted downwards in the manner required by the formula set out in Listing Rule 6.22.2. The adjusted exercise price of your options is \$[REDACTED].

A new option holding statement is attached, reflecting the reduced option exercise price. If you have any enquiries please contact me.

Yours sincerely

Western Plains Resources Ltd

Heath Roberts

Executive Director / Company Secretary