



Cluff Resources Pacific NL

ABN 72 002 261 565

27 April 2010

The Manager (Companies)
Australian Stock Exchange
Sydney

Dear Sir

**AMENDED NOTICE UNDER SECTION 708A OF THE CORPORATIONS ACT 2001
WITH REFERENCE TO SECTION 708A(9): OBLIGATION TO CORRECT A DEFECTIVE NOTICE**

The attached notice serves to amend the previously released notice which was found to be defective.

As previously announced to the ASX on 17 March 2010, the Company is undertaking a share placement with sophisticated investors. Funds totaling \$925,000 were contributed in the placement, representing 205,555,556 fully paid ordinary shares (CFR) at A\$0.0045 per share together with 205,555,556 free attaching July 31, 2011 listed options (CFROB).

On the 7th of April 2010, the Company advised via an Appendix 3B notice the allotment of 156,060,501 CFR and 156,060,501 CFROB, being the total number of securities which were able to be issued without shareholder approval under ASX Listing Rule 7.1. The value of this allotment was \$702,272.25.

On the 20th of April, the Company issued a notice under Section 708A of the Corporations Act with respect to the allotted securities, which has since been found to be defective on the basis that the securities issued to one of the participants in the placement were, according to the Subscription Agreement made between the Company and the participant, to be issued entirely subject to shareholder approval at the next general meeting.

Upon discovery that this requirement had not been met, the Company cancelled the securities in question and notified the ASX and ASIC on the 23rd of April 2010 via a Form 484 notice, and has retained the funds in a trust account pending approval of the issue of securities at the AGM on the 27th of May, 2010.

The attached Amended Notice remedies the defect in the original notice, whereby the number of securities represented in the original notice was incorrect. The Amended Notice represents the allotment of 94,444,444 CFR and 94,444,444 CFROB only, being the securities allotted to other placement participants and which were not subject to shareholder approval at the AGM.

Yours faithfully

Scott Enderby
Company Secretary

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Australia
ASX Code: CFR

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Dear Sir

NOTICE PURSUANT TO SECTION 708A(5)(e) OF THE CORPORATIONS ACT 2001

This notice is given by Cluff Resources Pacific NL (ACN 002 261 565) ("the Company") pursuant to section 708A(5)(e) of the *Corporations Act 2001* (Cth) ("the Act").

As previously announced to the ASX on 17 March 2010, the Company is undertaking a share placement with sophisticated investors. Funds totaling \$925,000 were contributed in the placement, representing 205,555,556 fully paid ordinary shares (CFR) at A\$0.0045 per share together with 205,555,556 free attaching July 31, 2011 listed options (CFROB).

The Company has now issued 94,444,444 CFR and 94,444,444 CFROB under the terms of this placement, representing a value of \$425,000. The issue of the remainder of the securities is subject to shareholder approval at the Company's AGM on the 27th of May 2010, and a second notice under Section 708A with respect to the remaining securities will be issued once they are approved and allotted.

In accordance with section 708A(5)(e) of the Act, Cluff Resources Pacific NL give notice that:

1. The Company issued the above shares ("New Shares") and attaching options without disclosure to investors under part 6D.2 of the Act.
2. As at the date of this notice, the Company has complied with:
 - a. The provisions of Chapter 2M of the Act as they apply to the Company; and
 - b. section 674 of the Act.
3. As at the date of this notice, there is no information:
 - a. that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
 - b. that investors and their professional advisers would reasonably require, and would reasonably expect to find in a disclosure document, for the purpose of making an informed assessment of:
 - i. the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
 - ii. the rights and liabilities attaching to the New Shares.

Yours faithfully

Scott Enderby
Company Secretary

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