

# 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

**GLENGARRY RESOURCES LIMITED**

ABN

**40 009 468 099**

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   | Ordinary shares   |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | 8,236,432 fully paid ordinary shares issued pursuant to the off-market takeover offer for Centaurus Resources Limited, for all acceptances received for the period from 25 January 2010 to the offer close date, 29 January 2010.<br><br>Further shares will be issued for all shares compulsorily acquired after the closing date. |
| 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) | Fully paid ordinary shares that rank equally with the existing fully paid ordinary shares.  |

+ See chapter 19 for defined terms.

4	Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?	Yes				
	<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>					
5	Issue price or consideration	Eight (8) fully paid ordinary shares in Glengarry Resources Limited for every one (1) Centaurus Resources Limited fully paid ordinary share, pursuant to the Bidder's Statement dated 3 December 2009.				
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Issue of ordinary shares to Centaurus Resources Limited shareholders who have accepted the off-market takeover during the period 25 January 2010 to 29 January 2010, pursuant to the Bidder's Statement dated 3 December 2009.				
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	2 February 2010				
8	Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)	<table border="1"> <thead> <tr> <th data-bbox="703 1550 995 1592">Number</th> <th data-bbox="995 1550 1283 1592">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="703 1592 995 1816">587,795,766</td> <td data-bbox="995 1592 1283 1816">Ordinary</td> </tr> </tbody> </table>	Number	+Class	587,795,766	Ordinary
Number	+Class					
587,795,766	Ordinary					

+ See chapter 19 for defined terms.

	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)		<u>Options expiring 19 March 2012</u>
	250,000	- exercisable at 11.5 cents
	500,000	- exercisable at 13.5 cents
		<u>Options expiring 20 November 2012</u>
	500,000	- exercisable at 20.5 cents
	500,000	- exercisable at 24.5 cents
	500,000	- exercisable at 28.5 cents
		<u>Options expiring 29 August 2013</u>
	50,000	- exercisable at 12.5 cents
	50,000	- exercisable at 15.0 cents
	100,000	- exercisable at 17.5 cents
		<u>Options expiring 15 December 2013</u>
	250,000	- exercisable at 10.0 cents
	250,000	- exercisable at 12.0 cents
	500,000	- exercisable at 14.0 cents
		<u>Options expiring 17 July 2014</u>
	1,000,000	- exercisable at 5.0 cents
	2,825,000	- exercisable at 7.5 cents
3,325,000	- exercisable at 10.0 cents	
1,150,000	- exercisable at 12.0 cents	
	<u>11,750,000</u>	Total
10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Not applicable	

## Part 2 - Deleted – 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

+ See chapter 19 for defined terms.

## 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

### 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.

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+ See chapter 19 for defined terms.

- 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.

*G.A. James*

Sign here: ..... Date: 4 February 2010  
Company Secretary

Print name: Geoff James

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+ See chapter 19 for defined terms.