



8 December 2011

Companies Announcements Office
Australian Securities Exchange

Share Purchase Plan

We refer to the Newland Resources Limited (ASX Code: NRL) announcements dated 31 October and 4 November 2011, and confirm that the Share Purchase Plan (SPP) issue has now been completed and raised \$1,673,500 through the issue to eligible Newland shareholders of a total of 32,182,782 ordinary fully paid shares. The Plan entitled shareholders in the Company, irrespective of the size of their shareholding, to purchase up to \$15,000 of new NRL ordinary fully paid shares (New Share) at an issue price of no higher than A\$0.062 per New Share, the issue price under the recent placement. The SPP allowed eligible shareholders on the register at the Record Date (28 October 2011) to participate in the capital raising at the lower of the Placement price or at a 10% discount to the five-day volume weighted average price (VWAP) leading up to and including the closing date of the SPP of 1 December 2011. Following the calculation of the price based on the five-day discount VWAP, the issue price under the SPP has been determined as A\$0.052 per New Share. The Newland Directors are grateful to shareholders who participated in the SPP and confirm that the funds raised will be expended in accordance with the plans set out in the SPP documentation.

Attached is an Appendix 3B for the issue of these shares.

Secondary Trading Exemption

The Act restricts the on-sale of securities issued without disclosure, unless the sale is exempt under section 708 or 708A. By the Company giving this notice, a sale of the Securities noted above will fall within the exemption in section 708A(5) of the Act.

The Company hereby notifies ASX under paragraph 708A(5)(e) of the Act that:

- a) the Company issued the Securities without disclosure to investors under Part 6D.2 of the Act;
- b) as at 8 December 2011 the Company has complied with the provisions of Chapter 2M of the Act as they apply to the Company, and section 674 of the Act; and
- c) as at 8 December 2011 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 Securities.

Newland Resources Limited

A handwritten signature in black ink, appearing to read "R. Waring".

Robert J Waring
Company Secretary

Newland Resources Limited
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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

Newland Resources Limited

ABN

13 009 092 068

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 fully paid shares |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 32,182,782 |
| 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) | Issue price of A\$0.052 per New Share under the Share Purchase Plan, which raised \$1,673,500, as announced to the ASX on 4 November 2011 and in the attached letter. |

+ 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>Shares rank equally with existing quoted shares of the Company in all respects.</p>				
<p>5 Issue price or consideration</p>	<p>Following the calculation of the price based on the five-day discount VWAP, the issue price under the SPP has been determined as A\$0.052 per New Share.</p>				
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Refer attached announcement.</p>				
<p>7 Dates of entering ⁺securities into uncertificated holdings or despatch of certificates</p>	<p>8 December 2011</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" style="width: 100%;"> <thead> <tr> <th style="width: 50%;">Number</th> <th style="width: 50%;">⁺Class</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">903,787,924</td> <td style="text-align: center;">Ordinary Fully Paid Shares</td> </tr> </tbody> </table>	Number	⁺ Class	903,787,924	Ordinary Fully Paid Shares
	Number	⁺ Class			
903,787,924	Ordinary Fully Paid Shares				

+ 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)	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="text-align: center; width: 20%;">10,000,000</td> <td>17 October 2014 NRLAI Options – exercise price 5 cents</td> </tr> <tr> <td style="text-align: center;">65,000,000</td> <td>23 June 2015 NRLAI Options – exercise price 5 cents</td> </tr> <tr> <td style="text-align: center;">5,000,000</td> <td>23 June 2014 NRLAM Performance Shares</td> </tr> <tr> <td style="text-align: center;">19,000,000</td> <td>10 July 2014 NRLAI Options – exercise price 15.5 cents</td> </tr> <tr> <td style="text-align: center;">10,000,000</td> <td>10 July 2014 NRLAI Options – exercise price 21 cents</td> </tr> </table>	10,000,000	17 October 2014 NRLAI Options – exercise price 5 cents	65,000,000	23 June 2015 NRLAI Options – exercise price 5 cents	5,000,000	23 June 2014 NRLAM Performance Shares	19,000,000	10 July 2014 NRLAI Options – exercise price 15.5 cents	10,000,000	10 July 2014 NRLAI Options – exercise price 21 cents
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19,000,000	10 July 2014 NRLAI Options – exercise price 15.5 cents											
10,000,000	10 July 2014 NRLAI Options – exercise price 21 cents											

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests) <div style="border: 1px solid black; padding: 5px; text-align: center; margin-top: 10px;">Full participation in any future dividends.</div>
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Part 2 – Bonus issue or pro rata issue

11 to 33	Not applicable
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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.

Appendix 3B
New issue announcement

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 to 42

Not Applicable

+ See chapter 19 for defined terms.

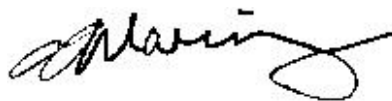
Quotation agreement

- 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:

(Company Secretary)

Date: **8 December 2011**

Print name: **Robert J Waring**

⁺ See chapter 19 for defined terms.