

30 May 2011

The Manager Companies ASX Limited 20 Bridge Street SYDNEY NSW 2000

(9 pages by email)

Dear Madam

## MANAGING DIRECTOR RETIRES, NEW CEO APPOINTED AND GRANT OF OPTIONS

Sumatra Copper and Gold plc ('Sumatra' or 'the Company') is pleased to announce the appointment of Mr Julian Ford as Chief Executive Officer effective from 1 June 2011 following the retirement of incumbent Managing Director and company co-founder Mr Jocelyn Waller. Mr Waller will remain on the Sumatra Board as a Non-Executive Director.

Mr Ford is an experienced mining professional with a career spanning more than 25 years within the global resources industry. He has held senior positions within several major resource companies including Alcoa, British Gas London and Western Metals Limited and co-founded copper and gold focused exploration and development company Zambezi Resources Ltd in 2004.

Mr Ford holds a degree in Chemical Engineering from the University of Natal, a Bachelor of Commerce from the University of South Africa and a Graduate Diploma in Business Management from the University of Western Australia.

In welcoming the appointment of Julian Ford, Sumatra Chairman Warwick Morris, also paid tribute to the extensive contribution from retiring Managing Director, Jocelyn Waller.

"On behalf of the Board of Sumatra, I would like to thank Jocelyn for his outstanding contribution over the past five years, and wish him all the best for his well deserved retirement. I am also extremely pleased that Jocelyn will remain as a Non-Executive Director," said Mr Morris.

"Under Jocelyn's helm, the Company achieved considerable progress including the unparalleled expansion of our Sumatran tenement holdings and development of our highly prospective gold and silver projects. Jocelyn was also instrumental in attracting Newcrest Mining Limited as a shareholder and JV partner."

Mr Morris said Julian Ford's appointment marked an exciting new phase for Sumatra, as the Company moves rapidly towards production at its wholly-owned Tembang project and ramps up exploration of its Tandai project in conjunction with Newcrest.

"We believe Julian has the qualities, energy and experience to fill this important role, and are delighted to welcome him to the team. His excellent project management skills and track record within the resource sector will add a strong dimension to Sumatra's operations and will considerably underpin Tembang's development objectives," said Mr Morris

We look forward to his contribution to the Company's growth.

As part of Mr Ford's employment package, the Company has granted to him 2,500,000 options in accordance with the terms of Sumatra Copper & Gold plc's SCG Unapproved Share Option Scheme 2007 (as amended) as detailed in the attached Appendix 3B, New Issue Announcement.

It is also the intention of the Company to grant the Executive additional performance options whose vesting will be dependent on the achievement of defined milestones in respect of the Tembang project established by the pre-feasibility study currently in progress and shareholder approval.

For further information please contact:

Jocelyn Waller Managing Director Sumatra Copper & Gold plc +44 7843 054287 Richard Edwards Company Secretary Sumatra Copper & Gold plc +61 2 9300 3300 Melanie Gray Stokes Investor Relations FD +61 8 9386 1233

Yours faithfully

Richard Edwards Company Secretary

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Rule 2.7, 3.10.3, 3.10.4, 3.10.5

## 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	ot	en	tity

#### SUMATRA COPPER & GOLD PLC

ABN

14 136 694 267

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
- Options, each to acquire one CHESS Depositary Interest in the Company
- Number of \*securities issued or to be issued (if known) or maximum number which may be issued
- 2,500,000
- 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)

2,500,000 options granted in accordance with the SCG Unapproved Share Option Scheme 2007 (as amended), each exercisable at \$0.35, 50% after 12 months' Qualifying Employment following the date of grant, 50% after 24 months' Qualifying Employment following the date of grant and providing the option holder remains in Qualifying Employment.

<sup>+</sup> 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?

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

No - the options are not quoted

From the date of exercise, the securities will rank equally with existing fully paid ordinary shares and chess depositary interests.

The options do not participate in dividends, distributions or interest payments.

5 Issue price or consideration

Nil

6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets) Options granted pursuant to the SCG Unapproved Share Option Scheme 2007 (as amended) as approved by shareholders to form part of the CEO's remuneration package.

7 Dates of entering \*securities into uncertificated holdings or despatch of certificates 30 May 2011

Number and \*class of all \*securities quoted on ASX (including the securities in clause 2 if applicable)

Number	+Class
159,914,181	Fully paid ordinary shares and CHESS Depositary Interests

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

Number	+Class
10,000,000	20/02/12 A\$0.38 options
6,250,000	18/06/13 A\$0.20 options
750,661	25/08/13 A\$0.20 options
750,661	07/09/13 A\$0.20 options
5,120,000	26/10/14 A\$0.20 options
3,930,000	26/10/14 A\$0.25 options
2,750,000	26/10/14 A\$0.35 options

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

Remains unchanged

<sup>+</sup> See chapter 19 for defined terms.

### Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	N/A
12	Is the issue renounceable or non-renounceable?	N/A
13	Ratio in which the *securities will be offered	N/A
14	*Class of *securities to which the offer relates	N/A
15	*Record date to determine entitlements	N/A
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A
17	Policy for deciding entitlements in relation to fractions	N/A
18	Names of countries in which the entity has *security holders who will not be sent new issue documents	N/A
	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	N/A
20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	N/A

<sup>+</sup> See chapter 19 for defined terms.

25	If the issue is contingent on *security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	N/A
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	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do *security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do *security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A
32	How do *security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	+Despatch date	N/A

<sup>+</sup> See chapter 19 for defined terms.

#### Part 3 - Quotation of securities You need only complete this section if you are applying for quotation of securities N/A 34 Type of securities (tick one) (a) Securities (CHESS Depositary Interests) 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 N/A 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 N/A \*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 N/A 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 N/A 39 Class of +securities for which

quotation is sought

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N/A

<sup>+</sup> See chapter 19 for defined terms.

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	N/A	
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)	N/A	
42	Number and *class of all *securities quoted on ASX (including the securities in clause 38)	Number N/A	+Class N/A

<sup>+</sup> See chapter 19 for defined terms.

#### **Quotation agreement**

- <sup>+</sup>Quotation of our additional <sup>+</sup>securities is in ASX's absolute discretion. ASX may quote the <sup>+</sup>securities on any conditions it decides.
- 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 noone 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.
- 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.
- 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: Date: 30 May 2011

Company Secretary

Print name: Richard Edwards

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