

# 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

UNITED OROGEN LIMITED

ABN

45 115 593 005

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   | (i) Ordinary shares (Rights Issue)<br>(ii) Options (Rights Issue)                                  |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | (i) Maximum of 32,386,426 shares<br>(ii) Maximum of 32,386,426 options                             |
| 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) | (i) Fully Paid Ordinary shares<br>(ii) Options exercisable at 20 cents each expiring 31 March 2016 |

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- 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

- (i) Ordinary shares will rank equally with all existing fully paid ordinary shares
- (ii) Not Applicable – no Options currently on issue

- 5 Issue price or consideration

- (i) 3 cents (\$971,592.80)
- (ii) Nil (One free option with every share subscribed for under the Rights Issue with entitlement being one share for each two held)

- 6 Purpose of the issue  
(If issued as consideration for the acquisition of assets, clearly identify those assets)

The funds raised by the Rights Issue will be used to progress the Company's development of :

- (1) VICTORIA DESERT PROJECT: In the southern part of the project, closer spaced infill surface sampling of previous gold and base metal anomalies delineated from previous sampling on an 800m by 100m grid with the aim of identifying drill targets in the vicinity of those previous anomalies. In the northern part of the project two untested gold targets associated with north west trending structures identified from previous aeromagnetic surveys: \$250,000;
  - (2) HORSESHOE PROJECT: Sampling program targeting north west striking structurally controlled gold mineralisation in order to identify targets for a future drilling program: \$150,000;
  - (3) REDMOND PROJECT: Sourcing historical maps and records and detailed open file research to determine the exact location of the previously reported Blue Gum gold prospect and then, using modern day exploration techniques including drill testing, determining the gold and base metal potential of the project : \$120,000;
  - (4) GUNNADO PROJECT: Detailed open file research of all data and 2 previous completed diamond drill cores with a view to utilising that data and cores for possible down hole geophysical work with the aim of detecting any deep conductors and possible gold and base metals mineralisation: \$100,000;
  - (5) Working capital purposes: \$324,145.83; and
  - (6) To meet the costs of the Rights Issue: \$27,446.97
- TOTAL: \$971,592.80

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7	Dates of entering <sup>+</sup> securities into uncertificated holdings or despatch of certificates	6 June 2011
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	Number	+Class
8	(i) 97,159,279	Ordinary Fully Paid Shares
	(ii) 32,386,426	Options exercisable at 20 cents each expiring 31 March 2016

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

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Not Applicable
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## Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	No
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12	Is the issue renounceable or non-renounceable?	Non-renounceable
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13	Ratio in which the +securities will be offered	(i) 1 ordinary share for each 2 shares held (ii) 1 option for 1 right subscribed
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14	+Class of +securities to which the offer relates	(i) Fully paid ordinary shares (ii) Option
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15	+Record date to determine entitlements	6 April 2011
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16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	Not Applicable
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17	Policy for deciding entitlements in relation to fractions	Not Applicable
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18	Names of countries in which the entity has +security holders who will not be sent new issue documents  <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	Not Applicable
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19	Closing date for receipt of acceptances or renunciations	27 May 2011
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20	Names of any underwriters	Not Applicable
21	Amount of any underwriting fee or commission	Not Applicable
22	Names of any brokers to the issue	Not Applicable
23	Fee or commission payable to the broker to the issue	Not Applicable
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	Not Applicable
25	If the issue is contingent on +security holders' approval, the date of the meeting	Not Applicable
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	18 April 2011
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	Not Applicable
28	Date rights trading will begin (if applicable)	Not Applicable
29	Date rights trading will end (if applicable)	Not Applicable
30	How do +security holders sell their entitlements <i>in full</i> through a broker?	Not Applicable
31	How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	Not Applicable

- 32 How do +security holders dispose of their entitlements (except by sale through a broker)? Not Applicable
- 33 +Despatch date 6 June 2011

### 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

*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

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**Entities that have ticked box 34(b)**

38 Number of securities for which  
 +quotation is sought 

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39 Class of +securities for which  
 quotation is sought 

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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

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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)

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



**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<sup>th</sup> April 2011

Print name: Mark Killmier

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