

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.

Name of entity

De Grey Mining Limited

ACN

094 206 292

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 | (a) 36,056,194 Shares
(b) 63,166,330 Shares |
| 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) | Ordinary fully paid shares |

+ See chapter 19 for defined terms.

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<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>Yes</p>				
<p>5 Issue price or consideration</p>	<p>\$0.018</p>				
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>(a) Pursuant to a pro rata 1 for 3 non renounceable rights issue. (b) Pursuant to the shortfall under the 1 for 3 non renounceable rights issue</p>				
<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>16 March 2012</p>				
<p>8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th data-bbox="686 1433 989 1467">Number</th> <th data-bbox="989 1433 1444 1467">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="686 1467 989 1702">396,914,226</td> <td data-bbox="989 1467 1444 1702">Ordinary Shares</td> </tr> </tbody> </table>	Number	+Class	396,914,226	Ordinary Shares
Number	+Class				
396,914,226	Ordinary 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)	10,500,000 10,000,000	30 June 2014 – 6.5 cent options 30 April 2014 – 6.5 cent options
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A	

Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	No
12	Is the issue renounceable or non-renounceable?	Non-renounceable
13	Ratio in which the +securities will be offered	1 new share for every 3 existing shares held on the record date
14	+Class of +securities to which the offer relates	Ordinary fully paid shares
15	+Record date to determine entitlements	16 February 2012
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A
17	Policy for deciding entitlements in relation to fractions	Round up to nearest whole number
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>	Nil
19	Closing date for receipt of acceptances or renunciations	5.00pm (WST) 7 March 2012
20	Names of any underwriters	Patersons Securities Limited
21	Amount of any underwriting fee or commission	5% of the underwritten amount of the rights issue.

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22	Names of any brokers to the issue	Patersons Securities Limited
23	Fee or commission payable to the broker to the issue	\$60,000 corporate advisory fee
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of ⁺ security holders	N/A
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	22 February 2012
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	2 February 2012
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	16 March 2012

⁺ 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

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

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

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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.

- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the +securities to be quoted, it has been provided 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: Date: 19 March 2012
 (Company secretary)

Print name: Dennis Wilkins

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DE GREY MINING LTD
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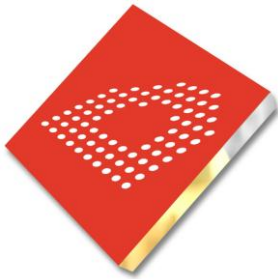
Spread & Top 20 Listing

Date - 19/03/2012 Time - 15.34.16
 User - WEBUSER SRSPTP

		- Current Status -		*- As at:16/03/12 -*	
Holder name	Designation	Units	% of issued	Units	% of issued
1 *	MINERALOGY PL	22,799,908	5.74%	22,799,908	5.74% 1
2	KARARI AUST PL	15,790,000	3.98%	15,790,000	3.98% 2
3	SEASPIN PL	14,313,058	3.61%	14,313,058	3.61% 3
4 *	TAPP A J + POLYMENEAS M	10,568,758	2.66%	10,568,758	2.66% 4
5	TOLTEC HLDGS PL	8,692,007	2.19%	8,692,007	2.19% 5
6 *	BOUGAINVILLAEA HLDGS PL	8,000,000	2.02%	8,000,000	2.02% 6
7	YANDAL INV PL	6,750,000	1.70%	6,750,000	1.70% 7
8	MANNWEST GRP PL	6,400,000	1.61%	6,400,000	1.61% 8
9	COLBERN FIDUCIARY NOM PL	5,530,720	1.39%	5,530,720	1.39% 9
10	THIRD REEF PL	5,201,493	1.31%	5,201,493	1.31% 10
11	DALY HAROLD WALTER + M H	5,036,803	1.27%	5,036,803	1.27% 11
12	JP MORGAN NOM AUST LTD	4,672,641	1.18%	4,672,641	1.18% 12
13	W BROOKS INV PL	4,530,645	1.14%	4,530,645	1.14% 13
14	DYSPO PL	4,023,899	1.01%	4,023,899	1.01% 14
15	COUDELAS CARY MAX J	3,960,000	1.00%	3,960,000	1.00% 15
16	SANCOAST PL	3,953,118	1.00%	3,953,118	1.00% 16
17	LOVERIDGE JOHN S	3,574,727	.90%	3,574,727	.90% 17
18	MACQUARIE BANK LTD	3,527,500	.89%	3,527,500	.89% 18
19	T T NICHOLLS PL	3,443,255	.87%	3,443,255	.87% 19
20	JASPER HILL RES PL	3,443,255	.87%	3,443,255	.87% 20
		<hr/>	<hr/>	<hr/>	<hr/>
*** Top 20 total ***		144,211,787	36.34%	144,211,787	36.34%

** All holders included

* - Denotes merged holder



De Grey Mining Ltd

A.B.N. 65 094 206 292

19 March 2012

Company Announcements Office
ASX Limited
20 Bond Street
SYDNEY NSW 2000

By Electronic Lodgement

Dear Sir

**ISSUE OF DE GREY MINING LIMITED SHARES – SECONDARY TRADING NOTICE
NOTIFICATION PURSUANT TO PARAGRAPH 708A(5)(e) OF THE CORPORATIONS ACT
2001 ("Act")**

On 16 March 2012, De Grey Mining Limited ("**Company**") issued 63,166,330 fully paid ordinary shares at an issue price of \$0.018 each ("**Securities**").

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, 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 19 March 2012 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 19 March 2012 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.

Yours faithfully

Dennis Wilkins
Company Secretary