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 of entity

#### **EXALT RESOURCES LIMITED**

ABN

ACN: 145 327 617

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).

+Class of +securities issued or to be issued Fully Paid Ordinary Shares and Options to purchase Fully Paid Ordinary Shares

Number of \*securities issued or to be issued (if known) or maximum number which may be issued

968,338 Fully Paid Ordinary Shares 322,780 Options to purchase Fully Paid Ordinary Shares

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 and ERDO (listed Options expiring 31 December 2015, Exercise Price \$0.20)

<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?

of quoted \*securities?

If the additional securities do not

• the date from which they do

rank equally, please state:

- 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

5 Issue price or consideration

N/A

Yes

6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets) Release of securities from escrow effective 20<sup>th</sup> January 2012

Dates of entering \*securities into uncertificated holdings or despatch of certificates

24<sup>th</sup> January 2012

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

Number	+Class
18,693,323	Fully Paid Ordinary
	Shares
7,831,335	Listed Options
	expiring 31
	December 2015,
	exercise price \$0.20

Appendix 3B Page 2 24/10/2005

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

		Number	+Class
9	Number and +class of all	6,431,680	Fully Paid Ordinary
	+securities not quoted on ASX (including the securities in		Shares
	clause 2 if applicable)	8,177,233	Options expiring 31
		3,2.7,233	December 2015,
			exercise price \$0.20
10	Dividend policy (in the case of a trust, distribution policy) on the		
	increased capital (interests)		
Part	2 - Bonus issue or pro r	ata issue	
	•		
11	Is security holder approval required?	N/A	
	1		
12	Is the issue renounceable or non-	N/A	
	renounceable?	14/21	
13	Ratio in which the *securities	N/A	
-)	will be offered	14/11	
14	*Class of *securities to which the	N/A	
-7	offer relates	14/21	
15	<sup>+</sup> Record date to determine	N/A	
1)	entitlements	14/71	
-6	Will holdings on different	NI/A	
16	Will holdings on different registers (or subregisters) be	N/A	
	aggregated for calculating entitlements?		
	characteris:		
17	Policy for deciding entitlements in relation to fractions	N/A	
	in relation to mactions		
.0	Names of countries in which the	NI/A	
18	Names of countries in which the entity has *security holders who	N/A	
	will not be sent new issue documents		
	Note: Security holders must be told how their		
	entitlements are to be dealt with.		
	Cross reference: rule 7.7.		

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

1/1/2003 Appendix 3B Page 3

### Appendix 3B New issue announcement

19	Closing date for receipt of acceptances or renunciations	N/A
20	Names of any underwriters	N/A
21	Amount of any underwriting fee	N/A
	or commission	
22	Names of any brokers to the	N/A
	issue	
23	Fee or commission payable to the	N/A
	broker to the issue	
24	Amount of any handling fee	N/A
	payable to brokers who lodge	
	acceptances or renunciations on behalf of *security holders	
25	If the issue is contingent on	N/A
	+security holders' approval, the date of the meeting	
	and the second s	
26	Date entitlement and acceptance	N/A
	form and prospectus or Product Disclosure Statement will be sent	
	to persons entitled	
27	If the entity has issued options,	N/A
27	and the terms entitle option	IN/A
	holders to participate on	
	exercise, the date on which notices will be sent to option	
	holders	
- 0	Data vialeta turalina milli hasira (if	DI/A
28	Date rights trading will begin (if applicable)	N/A
	,	
29	Date rights trading will end (if	N/A
	applicable)	
20	How do *security holders sell	N/A
30	their entitlements in full through	IN/A
	a broker?	
21	How do +security holders sell	N/A
31	part of their entitlements	IN/A

Appendix 3B Page 4 1/1/2003

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

		gh a broker and accept for alance?	
32	of the	do <sup>+</sup> security holders dispose eir entitlements (except by hrough a broker)?	N/A
33	<sup>+</sup> Desp	oatch date	N/A
		uotation of securitie	<b>S</b> oplying for quotation of securities
34	Type (tick o	of securities one)	
(a)		Securities described in Part	ι
(b)			nd of the escrowed period, partly paid securities that become fully paid en restriction ends, securities issued on expiry or conversion of convertible
		t have ticked box 34(a) securities forming a new	v class of securities
Tick to docume		e you are providing the informat	ion or
35			securities, the names of the 20 largest holders of the the number and percentage of additional *securities
36			v securities, a distribution schedule of the additional umber of holders in the categories
37		A copy of any trust deed for	the additional *securities

1/1/2003 Appendix 3B Page 5

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

entitie	es that have ticked box 34(b)		
38	Number of securities for which †quotation is sought		
39	Class of *securities for which quotation is sought		
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		
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)		
42	Number and *class of all *securities quoted on ASX (including the securities in clause 38)	Number	+Class

Appendix 3B Page 6 1/1/2003

<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.
- 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.
- 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:	Shane Hartwig (Company secretary)	Date:24 <sup>th</sup> January 2012
Print name:	Shane Hartwig	
	== == == == ==	

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