

TSX-V: PMV ASX: PVM FSE: PN3N.F

Web: www.pmigoldcorp.com Email: info@pmigolcorp.com

### 7 September 2012

Company Announcement Platform Australian Securities Exchange Limited 20 Bridge Street SYDNEY NSW 2000

By e-lodgement (ASX Code: PVM)

Dear Sir/Madam,

### Appendix 3B - Monthly CDI Movement, Exercise of Warrants and Options

PMI Gold Corporation (TSX-V: PMV) (ASX:PVM) wishes to advise the monthly CDI movement update (Appendix 3B) for the month ended 31 August 2012, as required under section 3.1.1 of the ASX Admissions and Waiver letter dated 16 December 2010.

PMI also provides an update to the market on the Company's options and warrants position for the month ended 31 August 2012. Please note that these options and warrants are listed in Canada only, and are not listed on the Australian Securities Exchange.

### **Transactions during August 2012:**

Action:	Type:	Amount:	Details:		Cash C\$:
Exercised	Warrants	Nil			\$Nil
	_	Nil		<u> </u>	\$Nil
Exercised	Options	Nil			\$Nil
	_	Nil			\$Nil
	_		•	TOTAL:	\$Nil
Issued	Options	0			
Issued	Warrants	0			
Cancelled/Expired	Options	0			
Cancelled/Expired	Warrants	0			

### Balance as at 31 August 2012:

PMI Gold's issued capital remained unch	Av. Price C\$	
Shares on Issue:	-	
Outstanding Options:	15,217,500	C\$1.02
Outstanding Warrants:	1,000,000	A\$0.60
Fully Diluted:	291,342,584	

Yours sincerely

Collin Ellison

Managing Director & CEO

Ph: +61 8 6188 7900

## 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.

PMI	Gold Corporation	
ACN 146	885 609	
We	(the entity) give ASX the following in	formation.
	t 1 - All issues nust complete the relevant sections (attach sh	eets if there is not enough space).
1	<sup>+</sup> Class of <sup>+</sup> securities issued or to be issued	Fully Paid Ordinary Shares
2	Number of *securities issued or to be issued (if known) or maximum number which may be issued	1,369,482.
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)	New shares quoted as CDI's on the ASX as a result of the movement between the TSX-V and ASX, as required to be reported on a monthly basis.

Name of entity

<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	Yes	
_	Issue price or consideration	Nil	
5	issue price of consideration	IVII	
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Notification to the ASX of the m TSX-V and ASX.	ovement of CDI's between the
-	Dates of entering teacurities into	31 August 2012	
7	Dates of entering *securities into uncertificated holdings or despatch of certificates	31 August 2012	
		Number	+Class
8	Number and *class of all *securities	Number  Number of CDI's quoted as at	Shares (Quoted as CDIs) (ASX)
J	quoted on ASX (including the	31 August 2012	
	securities in clause 2 if applicable)	73,075,149	
		, , , , , , , , , , , , , , , , , , , ,	

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

Numbon	+Class
Number	+Class
202,049,935	Fully Paid Ordinary Shares listed on the TSX-V
1,000,000	Warrants exercisable at A\$0.60 on or before Dec 17, 2013
117,500	Options exercisable at C\$0.20 on or before Mar 26, 2013
750,000	Options exercisable at C\$0.30 on or before Sept 9, 2014
500,000	Options exercisable at C\$0.40 on or before Oct 28, 2014
2,000,000	Options exercisable at C\$0.80 on or before May 31, 2015, vesting in six tranches including performance conditions.
2,000,000	Options exercisable at C\$1.05 on or before Dec 15, 2015
5,000,000	Options exercisable at C\$0.90 on or before Jan 20, 2016, vesting in six tranches including performance conditions.
500,000	Options exercisable at C\$0.90 on or before Feb 18, 2016
1,750,000	Options exercisable at C\$2.00 on or before Mar 11, 2016, vesting in three tranches including performance conditions.
560,000	Options exercisable at C\$.80 on or before May 31, 2016.
240,000	Options exercisable at C\$0.77 on or before Oct 2, 2016
200,000	Options exercisable at C\$1.17 on or before Nov 18, 2016
250,000	Options exercisable at C\$1.75 on or before Nov 18,2016, vesting in two tranches, including performance conditions.
300,000	Options exercisable at C\$1.75 on or before Nov 18, 2016
750,000	Options exercisable at C\$1.18 on or before Jun 07, 2017, vesting in three tranches including performance conditions.
300,000	Options exercisable at C\$0.86 on or before Jun 12, 2017

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

N/A			

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

## Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	
12	Is the issue renounceable or non-renounceable?	
13	Ratio in which the *securities will be offered	
14	<sup>+</sup> Class of <sup>+</sup> securities to which the offer relates	
15	<sup>+</sup> Record date to determine entitlements	
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	
17	Policy for deciding entitlements in relation to fractions	
18	Names of countries in which the entity has *security holders who 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.	
19	Closing date for receipt of acceptances or renunciations	
20	Names of any underwriters	
21	Amount of any underwriting fee or commission	
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	

Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of *security holders' approval, the date of the meeting  26 Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled  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  28 Date rights trading will begin (if applicable)  29 Date rights trading will end (if applicable)  30 How do *security holders sell their entitlements in full through a broker?  31 How do *security holders sell part of their entitlements through a broker and accept for the balance?			
†security holders' approval, the date of the meeting  26 Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled  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  28 Date rights trading will begin (if applicable)  29 Date rights trading will end (if applicable)  30 How do †security holders sell their entitlements in full through a broker?  31 How do †security holders sell part of their entitlements through a broker and accept for	24	payable to brokers who lodge acceptances or renunciations on	
form and prospectus or Product Disclosure Statement will be sent to persons entitled  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  28 Date rights trading will begin (if applicable)  29 Date rights trading will end (if applicable)  30 How do *security holders sell their entitlements in full through a broker?  31 How do *security holders sell part of their entitlements through a broker and accept for	25	+security holders' approval, the	
and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders  28 Date rights trading will begin (if applicable)  29 Date rights trading will end (if applicable)  30 How do *security holders sell their entitlements in full through a broker?  31 How do *security holders sell part of their entitlements through a broker and accept for	26	form and prospectus or Product Disclosure Statement will be sent	
applicable)  29 Date rights trading will end (if applicable)  30 How do *security holders sell their entitlements in full through a broker?  31 How do *security holders sell part of their entitlements through a broker and accept for	27	and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option	
applicable)  30 How do *security holders sell their entitlements in full through a broker?  31 How do *security holders sell part of their entitlements through a broker and accept for	28		
their entitlements <i>in full</i> through a broker?  How do *security holders sell part of their entitlements through a broker and accept for	29		
part of their entitlements through a broker and accept for	30	their entitlements in full through	
	31	part of their entitlements through a broker and accept for	
How do *security holders dispose of their entitlements (except by sale through a broker)?	32	of their entitlements (except by	
	33	<sup>+</sup> Despatch date	
33 <sup>+</sup> Despatch date		•	

<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 Type of securities 34 (tick one) Securities described in Part 1 (a) All other securities (b) 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 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 If the +securities are +equity securities, the names of the 20 largest holders of the 35 additional \*securities, and the number and percentage of additional \*securities held by those holders If the +securities are +equity securities, a distribution schedule of the additional 36 \*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 A copy of any trust deed for the additional \*securities

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

38	Number of securities <sup>+</sup> quotation is sought	for wh	ich		
39	Class of *securities quotation is sought	for wh	ich		

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)		
			. 01
42	Number and +class of all +securities quoted on ASX (including the securities in clause 38)	Number	+Class
Quota	ation agreement		

- <sup>+</sup>Quotation of our additional <sup>+</sup>securities is in ASX's absolute discretion. ASX 1 may quote the +securities on any conditions it decides.
- We warrant the following to ASX. 2
  - 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.

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

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: Date: 07 September 2012

Managing Director/CEO

Print name: Collin Ellison

== == == ==