

## Placement and Rights Issue

- Placement of \$2.1 million to institutional and sophisticated investors has been completed
- Golden Rim will provide eligible shareholders with the opportunity to participate in a one for nine, underwritten, renounceable rights issue at the same price as the placement
- Following the capital raising, Golden Rim will be funded primarily for:
  - Definitive Feasibility Study for the Netiana Lodes
  - Exploration programs at the Balogo, Korongou and Sebba Projects
  - Initial acquisition costs for the Korongou Project

**Golden Rim Resources Ltd (Golden Rim and Company, ASX: GMR)** today announced it has completed a placement of 52.5 million fully paid ordinary shares in the Company at an issue price of 4 cents per share to raise \$2.1 million (**Placement**). Golden Rim is also providing eligible shareholders with an opportunity to participate in a renounceable rights issue. The rights issue will raise up to \$2.3 million by offering to eligible shareholders (as at the record date of 5 March 2013) one ordinary fully paid share for every nine held at 4 cents each (**Rights Issue**).

The total funds to be raised by the Placement and Rights Issue is expected to be approximately \$4.4 million which will be primarily applied as follows. Subject to the outcome of the current Scoping Study, scheduled for completion at the end of February 2013, the funds will be used to carry out a Definitive Feasibility Study for the Netiana Lodes at the Balogo Project. In addition, the funds will also be used for further exploration programs at the Balogo and Sebba projects. The funds will also be used for the initial acquisition payments for the Korongou Project and to fund the drilling the Company has planned at Korongou.

Golden Rim recently announced a maiden JORC resource for the Netiana Lodes and the positive preliminary results of the Scoping Study. The Preliminary Scoping Study estimates from Coffey Mining suggest that an open pit development on the Netiana Lodes would be very robust, with a calculated NPV of A\$45.7 million after royalties and tax and an IRR of >100%. Capital cost for a new modular 250,000 tpa plant is estimated at A\$38.8 million and total operating cost is estimated at A\$603/oz at a treatment rate of 30tph. At a gold price of \$1,550/oz, the mine would generate gross revenue of A\$106 million/year. The payback has been estimated at less than 5 months. The mine life is currently estimated at 2 years and Golden Rim is confident that this can be extended with further pit optimisation and additional discoveries of satellite gold resources in the region around the Netiana Lodes.

The Korongou Project is one of the most sought after gold properties in Burkina Faso. It has more than 70km of potential gold mineralised structures mapped by the current owner or exposed in artisanal workings which are ready for drill testing. Trenching in the NE of the Korongou Permit has identified more than 20 parallel gold mineralised shear structures within a 1km wide corridor. Individual gold mineralised shear zones up to 30m wide. The head grade of the current small scale mining operation is 5.2 g/t gold and artisanal miners have exploited mineralisation grading over 1,000 g/t gold. A drilling program is planned and Golden Rim is confident of the potential to quickly outline a gold resource in excess of one million ounces that would be suitable for bulk mining. The Korongou Project acquisition is subject to final due diligence by the Company.

Patersons Securities Limited (**Patersons**) was appointed Lead Manager of the Placement. Shares under the Placement were issued under the Company's 15% placement capacity under ASX Listing Rule 7.1 and accordingly shareholder approval will not be sought. It is also expected that Patersons will be appointed Lead Manager and underwriter to the Rights Issue, subject to the finalisation of an Underwriting Agreement.

Full details of the Rights Issue, including the indicative timetable and details for how to accept the offer, will be set out in a prospectus which the Company expects to lodge with ASIC and ASX on 22 February 2013. The Rights Issue will not be offered to eligible shareholders who reside outside of Australia, New Zealand or the United Arab Emirates.

Attached is an Appendix 3B in relation to the Rights Issue. The Company will lodge an Appendix 3B in relation to the Placement, upon settlement. This announcement effects the end of the Company's voluntary suspension.

-ENDS-

For further information, please contact:

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## Further Company Information

E: [info@goldenrim.com.au](mailto:info@goldenrim.com.au)  
W: goldenrim.com.au

### Capital Structure

Issued Shares: 458,706,231  
Unlisted Options: 33,950,000

### Major Shareholders

Royal Group, Abu Dhabi 12.4%  
Acorn Capital 7.6%

### Share Registry

Security Transfer Registrars Pty Ltd  
770 Canning Highway  
APPLECROSS WA 6153  
AUSTRALIA

T: + 61 8 9315 2333  
F: + 61 8 9315 2233  
E: [registrar@securitytransfer.com.au](mailto:registrar@securitytransfer.com.au)  
W: [securitytransfer.com.au](http://securitytransfer.com.au)

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 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12

Name of entity

Golden Rim Resources Ltd

ABN

39 006 710 774

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   | Fully paid ordinary shares |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | 56,800,692                 |
| 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) | Fully paid ordinary shares |

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

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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"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>Yes the securities rank equally in all respects from the date of allotment</p>
<p>5 Issue price or consideration</p>	<p>4 cents each</p>
<p>6 Purpose of the issue          (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Capital to be applied as follows. Definitive Feasibility Study for the Netiana Lodes at the Balogo Project. Further exploration programs at the Balogo and Sebba projects. Initial acquisition payments for the Korongou Project and exploration at Korongou.</p>
<p>6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	<p>NA</p>
<p>6b The date the security holder resolution under rule 7.1A was passed</p>	<p>NA</p>
<p>6c Number of +securities issued without security holder approval under rule 7.1</p>	<p>NA</p>

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+ See chapter 19 for defined terms.

6d	Number of +securities issued with security holder approval under rule 7.1A	NA	
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	NA	
6f	Number of securities issued under an exception in rule 7.2	NA	
6g	If securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the issue date and both values. Include the source of the VWAP calculation.	NA	
6h	If securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	NA	
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	NA	
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	5 April 2013	
8	Number and +class of all +securities quoted on ASX (including the securities in section 2 if applicable)	Number 515,506,923 (excludes placement of 52,500,000 fully paid ordinary shares yet to be allotted)	+Class

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

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	Number	+Class
9	Number and +class of all +securities not quoted on ASX (including the securities in section 2 if applicable)	
	4,000,000	Options exercisable at \$0.15 and expiring on 07/05/14
	600,000	Options exercisable at \$0.21 and expiring on 05/10/14
	7,000,000	Options exercisable at \$0.27 and expiring on 22/11/14
	1,000,000	Options exercisable at \$0.21 and expiring on 10/07/15
	15,000,000	Options exercisable at \$0.29 and expiring on 21/11/15
	3,900,000	Options exercisable at \$0.29 and expiring on 21/11/15
	2,450,000	Options exercisable at \$0.14 and expiring on 12/01/17
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	NA

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

11	Is security holder approval required?	No
12	Is the issue renounceable or non-renounceable?	Renounceable
13	Ratio in which the +securities will be offered	One share for every nine held at the record date
14	+Class of +securities to which the offer relates	Fully paid ordinary shares
15	+Record date to determine entitlements	5.00pm (WST) on 5 March 2013

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+ See chapter 19 for defined terms.

16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	NA
17	Policy for deciding entitlements in relation to fractions	Fractions will be rounded up to the 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>	Countries other than Australia, New Zealand and the United Arab Emirates
19	Closing date for receipt of acceptances or renunciations	5.00 pm (WST) 26 March 2013
20	Names of any underwriters	Patersons Securities Ltd
21	Amount of any underwriting fee or commission	Underwriting fee of 4%, Management fee of 1%
22	Names of any brokers to the issue	NA
23	Fee or commission payable to the broker to the issue	NA
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	NA
25	If the issue is contingent on +security holders' approval, the date of the meeting	NA
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	12 March 2013

+ See chapter 19 for defined terms.

## Appendix 3B New issue announcement

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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	22 February 2013
28	Date rights trading will begin (if applicable)	27 February 2013
29	Date rights trading will end (if applicable)	19 March 2013
30	How do <sup>+</sup> security holders sell their entitlements <i>in full</i> through a broker?	To be disclosed in Prospectus
31	How do <sup>+</sup> security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	To be disclosed in Prospectus
32	How do <sup>+</sup> security holders dispose of their entitlements (except by sale through a broker)?	To be disclosed in Prospectus
33	<sup>+</sup> Despatch date	5 April 2013

## 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

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



*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

**Entities 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
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+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

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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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42 Number and <sup>+</sup>class of all <sup>+</sup>securities quoted on ASX (*including* the securities in clause 38)

Number	<sup>+</sup> Class

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+ See chapter 19 for defined terms.

**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: .....  
(Director/Company secretary)

Date: 15 February 2013

Print name: Hayley Butcher  
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+ See chapter 19 for defined terms.

## Appendix 3B – Annexure 1

### Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12

#### Part 1

<b>Rule 7.1 – Issues exceeding 15% of capital</b>	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>Insert</b> number of fully paid ordinary securities on issue 12 months before date of issue or agreement to issue	
<p><b>Add</b> the following:</p> <ul style="list-style-type: none"> <li>• Number of fully paid ordinary securities issued in that 12 month period under an exception in rule 7.2</li> <li>• Number of fully paid ordinary securities issued in that 12 month period with shareholder approval</li> <li>• Number of partly paid ordinary securities that became fully paid in that 12 month period</li> </ul> <p><i>Note:</i></p> <ul style="list-style-type: none"> <li>• <i>Include only ordinary securities here – other classes of equity securities cannot be added</i></li> <li>• <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	
<b>Subtract</b> the number of fully paid ordinary securities cancelled during that 12 month period	
<b>“A”</b>	

+ See chapter 19 for defined terms.

<b>Step 2: Calculate 15% of “A”</b>	
<b>“B”</b>	0.15  <i>[Note: this value cannot be changed]</i>
<b>Multiply “A” by 0.15</b>	
<b>Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used</b>	
<p><i>Insert</i> number of equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> <li>• Under an exception in rule 7.2</li> <li>• Under rule 7.1A</li> <li>• With security holder approval under rule 7.1 or rule 7.4</li> </ul> <p><i>Note:</i></p> <ul style="list-style-type: none"> <li>• <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i></li> <li>• <i>Include here (if applicable ) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	
<b>“C”</b>	
<b>Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1</b>	
<p>“A” x 0.15</p> <p><i>Note: number must be same as shown in Step 2</i></p>	
<p><b>Subtract “C”</b></p> <p><i>Note: number must be same as shown in Step 3</i></p>	
<p><b>Total</b> [“A” x 0.15] – “C”</p>	<p><i>[Note: this is the remaining placement capacity under rule 7.1]</i></p>

+ See chapter 19 for defined terms.

## Part 2

<b>Rule 7.1A – Additional placement capacity for eligible entities</b>	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<p><b>“A”</b></p> <p><i>Note: number must be same as shown in Step 1 of Part 1</i></p>	
<b>Step 2: Calculate 10% of “A”</b>	
<b>“D”</b>	<p>0.10</p> <p><i>Note: this value cannot be changed</i></p>
<b>Multiply “A” by 0.10</b>	
<b>Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used</b>	
<p><b>Insert</b> number of equity securities issued or agreed to be issued in that 12 month period under rule 7.1A</p> <p><i>Notes:</i></p> <ul style="list-style-type: none"> <li>• <i>This applies to equity securities – not just ordinary securities</i></li> <li>• <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	
<b>“E”</b>	

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+ See chapter 19 for defined terms.

<b>Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A</b>	
<p>“A” x 0.10</p> <p><i>Note: number must be same as shown in Step 2</i></p>	
<p><b>Subtract “E”</b></p> <p><i>Note: number must be same as shown in Step 3</i></p>	
<p><b>Total</b> [“A” x 0.10] – “E”</p>	<p><i>Note: this is the remaining placement capacity under rule 7.1A</i></p>

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+ See chapter 19 for defined terms.