

# Appendix 1A

## ASX Listing application and agreement

This form is for use by an entity seeking admission to the <sup>+</sup>official list as an ASX Listing (for classification as an ASX Debt Listing use Appendix 1B, and for classification as an ASX Foreign Exempt Listing use Appendix 1C). The form is in 3 parts:

1. Application for admission to the <sup>+</sup>official list;
2. Information to be completed; and
3. Agreement to be completed.

Information and documents (including this appendix) given to ASX in support of an application become ASX's property and may be made public. This may be prior to admission of the entity and <sup>+</sup>quotation of its <sup>+</sup>securities. Publication does not mean that the entity will be admitted or that its <sup>+</sup>securities will be quoted.

Introduced 1/7/96 Origin: Appendix 1 Amended 01/07/97, 01/07/98, 01/09/99, 13/03/00, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 20/07/07, 01/01/12

### Part 1 - Application for admission to the official list

Name of entity

ABN

Silver Stone Resources Limited (to be renamed OreCorp Limited)

24 147 917 299

We (the entity) apply for admission to the <sup>+</sup>official list of ASX Limited (ASX) and for <sup>+</sup>quotation of <sup>+</sup>securities.

### Part 2 - Information to be completed

#### About the entity

You must complete the relevant sections (attach sheets if there is not enough space).

#### All entities

- 1 Deleted 30/9/2001

- 2 <sup>+</sup>Main class of <sup>+</sup>securities

Number	<sup>+</sup> Class

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3	Additional <sup>+</sup> classes of <sup>+</sup> securities (except <sup>+</sup> CDIs)	113,412,818 (up to)	25,000,000 fully paid ordinary shares ( <b>Shares</b> ) (post consolidation) issued pursuant to the Offer.  66,190,317 Shares to be issued to the Vendors.  22,222,501 Shares currently on issue.
		Number to be quoted	<sup>+</sup> Class
		5,930,625	Listed options currently on issue, exercisable at \$0.2667 on or before 7 May 2015.
		Number not to be quoted	<sup>+</sup> Class
		5,974,999 (up to)	4,099,999 unlisted options, exercisable at \$0.2667 on or before 30 June 2015.  1,875,000 unlisted options, exercisable at \$0.40 on or before 22 March 2016.

4	Telephone number, postal address for all correspondence, general fax number, fax number for <sup>+</sup> company announcements office to confirm release of information to the market, and e-mail address for contact purposes.	Telephone:	+ 61 8 9488 5220
		Address:	Silver Stone Resources Limited Ground Floor 1 Havelock Street West Perth WA 6000
		Facsimile:	+61 8 9322 7602

4A	Person(s) responsible for communications with ASX in relation to listing rule matters and contact details for that person, including mobile telephone number and email address.	Luke Watson – Proposed Company Secretary Shannon Robinson – Joint Company Secretary	
		Telephone:	+ 61 8 9381 9997
		Email:	lukew@orecorp.com.au shannon@okapventures.com

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

5	Address of principal +security registries for each +class of +security (including +CDIs)	Computershare Investor Services Limited Level 2, Reserve Bank Building 45 St Georges Terrace Perth WA 6000
6	Annual balance date	30 June

**Companies only**  
(Other entities go to 19)

7	Name and title of chief executive officer/managing director	The Company does not currently have a Chief Executive Officer or Managing Director. Matthew Yates – Proposed Chief Executive Officer and Managing Director upon completion of the Acquisition. Refer to section 1 of the Prospectus (Item i).
8	Name and title of chairperson of directors	Tony Grist – Non-Executive Chairperson Craig R Williams – Proposed Non-Executive Chairperson
9	Names of all directors	<p>Tony Grist – Non-Executive Chairperson Stephen Anastos – Non-Executive Director Jeremy Bond – Non-Executive Director</p> <p>Proposed Directors, to be appointed upon successful completion of the Acquisition, refer to section 3.15 of the Prospectus (Item 1): Craig R Williams – Non-Executive Chairperson Matthew Yates – Chief Executive Officer and Managing Director George Bennett – Non-Executive Director Michael Klessens – Non-Executive Director Alastair Morrison – Non-Executive Director Tony Grist – Non-Executive Director</p>
10	Duration of appointment of directors (if not subject to retirement by rotation) and details of any entitlement to participate in profits	<p>Refer to clauses 13.1, 13.2 and 17.4 of the Company's Constitution – the directors are subject to retirement by rotation.</p> <p>Pursuant to clause 13.7 of the Company's Constitution, the Directors shall be paid out of the funds of the Company, by way of remuneration for their services as Directors. No non-executive Director shall be paid as part or whole of their remuneration a commission on or a percentage of profits or a commission or a percentage of operating revenue, and no executive Director shall be paid as whole or part of his remuneration a commission on or percentage of operating revenue.</p>

10A The current directors, Messrs Grist, Anastos and Bond have been directors of the Company and have held their directorships since the Company was admitted on the

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Official List of the ASX in August 2011. Accordingly, pursuant to ASX Guidance Note 12, page 16, no criminal history checks are required for the directors because the security holders of the Company have already had their opportunity to express their opinion on whether the directors are of good fame and character.

The proposed directors, Messrs Williams, Yates, Bennett, Klessens, Morrison and Grist (also a current director) were elected as directors of the Company by security holders at a general meeting of security holders on 22 January 2013. Pursuant to ASX Guidance Note 12, page 16, no criminal history checks are required for the proposed directors because the security holders of the Company have already had their opportunity to express their opinion on whether the directors are of good fame and character.

10B Refer to 10A above.

10C Refer to 10A above.

11	Name and title of company secretary	Current Joint Company Secretary – Shannon Robinson Current Joint Company Secretary – Rebecca Sandford Proposed Joint Company Secretary – Luke Watson Proposed Joint Company Secretary – Shannon Robinson
12	Place of incorporation	Western Australia
13	Date of incorporation	27 January 2011
14	Legislation under which incorporated	Corporations Act 2001 (Cth)
15	Address of registered office in Australia	C/- Okap Ventures Pty Ltd Ground Floor 1 Havelock Street West Perth WA 6005
16	Month in which annual meeting is usually held	November
17	Months in which dividends are usually paid (or are intended to be paid)	No dividends have been paid by the Company to date.  The Company does not intend to pay dividends at this stage.
18	If the entity is a foreign company which has a certificated subregister for quoted <sup>+</sup> securities, the location of Australian <sup>+</sup> security registers	Not applicable.

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

18A If the entity is a foreign company, the name and address of the entity's Australian agent for service of process

Not applicable.

(Companies now go to 31)

**All entities except companies**

19 Name and title of chief executive officer/managing director of the responsible entity

Not applicable.

20 Name and title of chairperson of directors of responsible entity

Not applicable.

21 Names of all directors of the responsible entity

Not applicable.

22 Duration of appointment of directors of responsible entity (if not subject to retirement by rotation) and details of any entitlement to participate in profits

Not applicable.

22A An original or certified true copy of a national criminal history check obtained from the Australian Federal Police, a State or Territory police service or a broker accredited by CrimTrac for each director or proposed director of the responsible entity which is not more than 12 months old and, if the director is not an Australian resident, either:

(a) an equivalent national criminal history check for each country in which the director has resided over the past 10 years (in English or together with a certified English translation); or

(b) if such a check is not available in any such country, a statutory declaration from the director confirming that fact and that he or she has not been convicted in that country or elsewhere of: (i) any criminal offence involving fraud, dishonesty, misrepresentation, concealment of material facts or breach of director's duties; or (ii) any other criminal offence which at the time carried a maximum term of imprisonment for 5 years or more (regardless of the period, if any, for which he or she was sentenced).

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- 22B An original or certified true copy of a search of the Insolvency Trustee Services Australia National Personal Insolvency Index for each director or proposed director of the responsible entity which is not more than 12 months old and, if the director is not an Australian resident, either:
- (a) an equivalent national bankruptcy check for each country in which the director has resided over the past 10 years (in English or together with a certified English translation); or
  - (b) if such a check is not available in any such country, a statutory declaration from the director confirming that fact and that he or she has not been declared a bankrupt or been an insolvent under administration in that or any other country.
- 22C A statutory declaration from each director or proposed director of the responsible entity confirming that:
- (a) the director has not been the subject of any criminal or civil penalty proceedings or other enforcement action by any government agency in which he or she was found to have engaged in behaviour involving fraud, dishonesty, misrepresentation, concealment of material facts or breach of duty;
  - (b) the director has not been refused membership of, or had their membership suspended or cancelled by, any professional body on the ground that he or she has engaged in behaviour involving fraud, dishonesty, misrepresentation, concealment of material facts or breach of duty;
  - (c) the director has not been the subject of any disciplinary action (including any censure, monetary penalty or banning order) by a securities exchange or other authority responsible for regulating securities markets for failure to comply with his or her obligations as a director of a listed entity;
  - (d) no listed entity of which he or she was a director (or, in the case of a listed trust, in respect of which he or she was a director of the responsible entity) at the time of the relevant conduct has been the subject of any disciplinary action (including any censure, monetary penalty, suspension of trading or termination of listing) by a securities exchange or other authority responsible for regulating securities markets for failure to comply with its obligations under the listing rules applicable to that entity; and
  - (e) the director is not aware of any pending or threatened investigation or enquiry by a government agency, professional body, securities exchange or other authority responsible for regulating securities markets that could lead to proceedings or action of the type described in (a), (b), (c) or (d) above,
- or, if the director is not able to give such confirmation, a statement to that effect and a detailed explanation of the circumstances involved.
- 23 Name and title of company secretary of responsible entity
- |                 |
|-----------------|
| Not applicable. |
|-----------------|

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

23A	Trusts only - the names of the members of the compliance committee (if any)	Not applicable.
24	Place of registration of the entity	Not applicable.
25	Date of registration of the entity	Not applicable.
26	Legislation under which the entity is registered	Not applicable.
27	Address of administration office in Australia of the entity	Not applicable.
28	If an annual meeting is held, month in which it is usually held	Not applicable.
29	Months in which distributions are usually paid (or are intended to be paid)	Not applicable.
30	If the entity is a foreign entity which has a certificated subregister for quoted <sup>†</sup> securities, the location of Australian <sup>†</sup> security registers	Not applicable.
30A	If the entity is a foreign trust, the name and address of the entity's Australian agent for service of process	Not applicable.

## About the entity

### All entities

Tick to indicate you are providing the

Where is the information or

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	information or documents	document to be found? (eg, prospectus cross reference)
31	<input checked="" type="checkbox"/> Evidence of compliance with 20 cent minimum issue price or sale price, and spread requirements	Refer to section 5.1 of the Prospectus (Item 1).
32	<input checked="" type="checkbox"/> Prospectus, Product Disclosure Statement or information memorandum relevant to the application (250 copies)	See copy of Prospectus lodged with ASIC on 30 January 2013 (Item 1).
33	<input checked="" type="checkbox"/> Cheque for fees	Cheque provided.
34	<input checked="" type="checkbox"/> Type of subregisters the entity will operate Example: CHESS and certificated subregisters	CHESS, refer to section 14.11 of the Prospectus (Item 1).
35	<input checked="" type="checkbox"/> Copies of any contracts referred to in the prospectus, Product Disclosure Statement or information memorandum (including any underwriting agreement)	Refer to section 13 of the Prospectus (Item 1) and Material Agreements (Item 3).
36	<input type="checkbox"/> A certified copy of any restriction agreement entered into in relation to +restricted securities	To be provided.
37	<input type="checkbox"/> If there are +restricted securities, undertaking issued by any bank or +recognised trustee	To be provided.
38	<input checked="" type="checkbox"/> (Companies only) - certificate of incorporation or other evidence of status (including any change of name)	Certificate of Registration of a Company dated 27 January 2011 and ASIC Company search dated 29 January 2013 (Item 4).
39	<input type="checkbox"/> (All entities except companies) - certificate of registration or other evidence of status (including change of name)	Not applicable.
40	<input checked="" type="checkbox"/> Copy of the entity's constitution (eg, if a company, the memorandum and articles of association)	Company's Constitution enclosed (Item 2).
		Where is the information or document to be found? (eg, prospectus cross reference)
41	<input checked="" type="checkbox"/> Completed checklist that the constitution complies with the listing rules (copy of articles checklist is available from any Companies Department)	Refer to clause 8.11 of the Company's Constitution (Item 2).
42	<input checked="" type="checkbox"/> A brief history of the entity or, if applicable, the group	Refer to section 3 of the Prospectus (Item 1).

+ See chapter 19 for defined terms.



- 42A  Copy of agreement with ASX that documents may be given to ASX and authenticated electronically.

Refer Item 5.

## About the securities to be quoted

### All entities

- 43  Confirmation that the +securities to be quoted are eligible to be quoted under the listing rules

Confirmed - the securities to be quoted as fully paid ordinary shares.

- 44  Voting rights of +securities to be quoted

Refer to section 14.3 of the Prospectus (Item 1).

- 45  A specimen certificate/holding statement for each +class of +securities to be quoted and a specimen holding statement for +CDIs

To be provided.

- 46  Terms of the +securities to be quoted

Refer to section 3.4 of the Prospectus (Item 1).

- 47  A statement setting out the names of the 20 largest holders in each +class of +securities to be quoted, and the number and percentage of each +class of +securities held by those holders

To be provided following close of the offer.

- 48  A distribution schedule of each +class of +equity securities to be quoted, 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

To be provided following close of the offer.

- 49  The number of holders of a parcel of +securities with a value of more than \$2,000, based on the issue/sale price

To be provided following close of the offer.

- 50  Terms of any +debt securities and +convertible debt securities

Not applicable.

Where is the information or document to be found? (eg, prospectus cross reference)

- 51  Trust deed for any +debt securities and +convertible debt securities

Not applicable.

- 52 Deleted 24/10/2005.

### All entities with classified assets

(Other entities go to 62)

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All <sup>+</sup>mining exploration entities and, if ASX asks, any other entity that has acquired, or entered into an agreement to acquire a <sup>+</sup>classified asset, must give ASX the following information.

- 53  The name of the vendor and details of any relationship of the vendor with us

Refer to Material Agreements (Item 3) and summaries of those agreements in section 13 of the Prospectus (Item 1).

Heads of agreement relating to a 51% interest in the Oua Oua Project in Mauritania.

Pursuant to the Implementation Agreement (summarised in section 13.1 of the Prospectus) the Company will acquire 100% of OreCorp Limited (**OreCorp**) and its 7 wholly owned subsidiaries, OreCorp REE Pty Ltd, OreCorp International Pty Ltd, OreCorp East Africa Pty Ltd, OreCorp Africa Pty Ltd, OreCorp Mauritania SARL, OreCorp Minerals PLC and OreCorp Mocambique Ltda. Accordingly, the Company will acquire an interest in the Oua Oua Project and other mining interests held by OreCorp.

- 54  If the vendor was not the beneficial owner of the <sup>+</sup>classified asset at the date of the acquisition or agreement, the name of the beneficial owner(s) and details of the relationship of the beneficial owner(s) to us

Not applicable.

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

55  The date that the vendor acquired the +classified asset

Exploration licences held by OreCorp Ethiopia:  
MOM/EL/243/2011 – granted 5.08.11  
MOM/EL/244/2011 – granted 26.08.11  
MOM/EL/254/2011 – granted 26.08.11  
(together, **Ethiopian Tenements**). Refer to the Ethiopian Title Report in section 11 of the Prospectus (Item 1).

For the grant dates of Mauritanian licences held, refer to Annex II of the Mauritanian Title Report in section 11 of the Prospectus (Item 1).

56  The method by which the vendor +acquired the +classified asset, including whether by agreement, exercise of option or otherwise

Refer to the Ethiopian Title Report and the Mauritanian Title Report in section 11 of the Prospectus (Item 1).

57  The consideration passing directly or indirectly from the vendor (when the vendor +acquired the asset), and whether the consideration has been provided in full

Refer to the Ethiopian Title Report and the Mauritanian Title Report in section 11 of the Prospectus (Item 1).

58  Full details of the +classified asset, including any title particulars

Refer to the Ethiopian Title Report and the Mauritanian Title Report in section 11 of the Prospectus (Item 1).

Where is the information or document to be found? (eg, prospectus cross reference)

59  The work done by or on behalf of the vendor in developing the +classified asset. In the case of a +mining tenement, this includes prospecting in relation to the tenement. If money has been spent by the vendor, state the amount (verification of which may be required by ASX).

Refer to section 8 of the Prospectus (Item 1).

60  The date that the entity +acquired the +classified asset from the vendor, the consideration passing directly or indirectly to the vendor, and whether that consideration has been provided in full

Refer to the Ethiopian Title Report and the Mauritanian Title Report in section 11 of the Prospectus (Item 1).

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61  A breakdown of the consideration, showing how it was calculated, and whether any experts' reports were commissioned or considered (and if so, with copies attached).

Refer to the Ethiopian Title Report and the Mauritanian Title Report in section 11 of the Prospectus (Item 1).

No expert reports were commissioned or considered.

**About the entity's capital structure**

**All entities**

62 Deleted 1/9/99.

63  A copy of the register of members, if ASX asks

To be provided if required.

64  A copy of any court orders in relation to a reorganisation of the entity's capital in the last five years

Not applicable.

65  The terms of any +employee incentive scheme

Refer to sections 13.5 and 13.6 of the Prospectus (Item 1).

66  The terms of any +dividend or distribution plan

Not applicable.

67  The terms of any +securities that will not be quoted

4,099,999 unlisted options, exercisable at \$0.2667 on or before 30 June 2015.

1,875,000 unlisted options, exercisable at \$0.40 on or before 22 March 2016.

68 Deleted 1/7/98.

Where is the information or document to be found? (eg, prospectus cross reference)

69  The entity's issued capital (interests), showing separately each +class of +security (except +CDIs), the amount paid up on each +class, the issue price, the dividend (in the case of a trust, distribution) and voting rights attaching to each +class and the conversion terms (if applicable)

Refer to section 3.9 of the Prospectus (Item 1).

Refer to sections 14.3 and 14.4 of the Prospectus (Item 1) for share and option rights and clauses 21 and 12.11 of the Company's Constitution (Item 2) for dividend and voting rights respectively.

70  The number of the entity's debentures, except to bankers, showing the amount outstanding,

Not applicable.

+ See chapter 19 for defined terms.

nominal value and issue price, rate of interest, dates of payment of interest, date and terms of redemption of each +class and conversion terms (if applicable)

Note: This applies whether the securities are quoted or not.

- 71  The number of the entity's unsecured notes, showing the amount outstanding, nominal value and issue price, rate of interest, dates of payment of interest, date and terms of redemption of each +class and conversion terms (if applicable)

Note: This applies whether the securities are quoted or not.

Not applicable.

- 72  The number of the entity's options to +acquire unissued +securities, showing the number outstanding

Note: This applies whether the securities are quoted or not.

Refer to section 3.9 of the Prospectus (Item 1).

- 73  Details of any rights granted to any +person, or to any class of +persons, to participate in an issue of the entity's +securities

Note: This applies whether the securities are quoted or not.

Refer to sections 3.4 and 5.1 of the Prospectus (Item 1).

- 74  If the entity has any +child entities, a list of all +child entities stating in each case the name, the nature of its business and the entity's percentage holding in it. Similar details should be provided for every entity in which the entity holds (directly or indirectly) 20% or more of the issued capital (interests).

100% of the issued share capital in Silverstone Minerals Pty Ltd, mining and exploration.  
  
Subject to completion of the Implementation Agreement, 100% of the issued share capital in OreCorp REE Pty Ltd, OreCorp International Pty Ltd, OreCorp East Africa Pty Ltd, OreCorp Africa Pty Ltd, OreCorp Mauritania SARL, OreCorp Minerals PLC and OreCorp Mocambique Ltda. Refer to summary of Implementation Agreement set out in section 13.1 and intercorporate relationships set out at section 14.1 of the Prospectus (Item 1).

### About the entity's financial position

(Entities meeting the profit test go to 75. For the assets test go to 81A.)

#### All entities meeting the profit test

Where is the information or document to be found? (eg, prospectus cross reference)

- 75  Evidence that the entity has been in the same main business activity for the last 3 full financial years

Not applicable.

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- |         |                          |   |                 |
|---------|--------------------------|---|-----------------|
| 76      | <input type="checkbox"/> | Evidence that the entity is a going concern (or successor) and its aggregated profit for the last 3 full financial years  | Not applicable. |
| 76A     | <input type="checkbox"/> | Evidence that the entity's <sup>+</sup> profit from continuing operations in the past 12 months exceeded \$400,000  | Not applicable. |
| 77      | <input type="checkbox"/> | Audited <sup>+</sup> accounts for the last 3 full financial years and audit reports   | Not applicable. |
| 78 - 79 |                          | Deleted 1/7/97.   |                 |
| 80      | <input type="checkbox"/> | Half yearly <sup>+</sup> accounts (if required) and audit report or review  | Not applicable. |
| 80A     | <input type="checkbox"/> | Pro forma statement of financial position and review  | Not applicable. |
| 80B     | <input type="checkbox"/> | Statement from all directors or all directors of the responsible entity confirming that the entity is continuing to earn <sup>+</sup> profit from continuing operations | Not applicable. |

**All entities meeting the assets test**

*(only complete one of 81A, 81B or 81C and one of 82 or 83)*

Introduced 01/07/96 Amended 01/07/99, 01/01/12

81 Deleted 1/7/97

- |     |                                     |   |  |
|-----|-------------------------------------|---|--|
| 81A | <input checked="" type="checkbox"/> | For entities other than <sup>+</sup> investment entities, evidence of net tangible assets of at least \$2 million or market capitalisation of at least \$10 million | Refer to the Investigating Accountants' Report at section 10 of the Prospectus (Item 1). |
| 81B | <input type="checkbox"/>            | For <sup>+</sup> investment entities other than <sup>+</sup> pooled development funds, evidence of net tangible assets of at least \$15 million                     | Not applicable.  |
| 81C | <input type="checkbox"/>            | Evidence that the entity is a <sup>+</sup> pooled development fund with net tangible assets of at least \$2 million   | Not applicable.  |

Where is the information or document to be found? (eg, prospectus cross reference)

- |    |                          |  |                 |
|----|--------------------------|--|-----------------|
| 82 | <input type="checkbox"/> | Evidence that at least half of the entity's total tangible assets (after raising any funds) is not cash or in a form readily convertible to cash (if there are no-commitments) | Not applicable. |
|----|--------------------------|--|-----------------|

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

- |     |                                     |   |   |
|-----|-------------------------------------|---|---|
| 83  | <input checked="" type="checkbox"/> | Evidence that there are commitments to spend at least half of the entity's cash and assets in a form readily convertible to cash (if half or more of the entity's total tangible assets (after raising any funds) is cash or in a form readily convertible to cash) | Refer to sections 3.7 and 3.8 of the Prospectus (Item 1).         |
| 84  | <input checked="" type="checkbox"/> | Statement that there is enough working capital to carry out the entity's stated objectives (and statement by independent expert, if required)   | Refer to section 3.6 of the Prospectus (Item 1).                  |
| 85  |                                     | Deleted 1/9/99.   |   |
| 86  |                                     | Deleted 1/7/97.   |   |
| 87  | <input type="checkbox"/>            | +Accounts for the last 3 full financial years and audit report, review or statement that not audited or not reviewed  | Not applicable, refer to section 3.13 of the Prospectus (Item 1). |
| 87A | <input type="checkbox"/>            | Half yearly +accounts (if required) and audit report, review or statement that not audited or not reviewed  | Not applicable, refer to section 3.13 of the Prospectus (Item 1). |
| 87B |                                     | Deleted 01/01/12  |   |
| 87C | <input checked="" type="checkbox"/> | Pro forma statement of financial position and review  | Refer to section 10 of the Prospectus (Item 1).                   |

(Now go to 106)

- |          |                 |
|----------|-----------------|
| 88       | Deleted 1/7/97. |
| 89-92C   | Deleted 1/9/99. |
| 93       | Deleted 1/7/97. |
| 94-98C   | Deleted 1/9/99. |
| 99       | Deleted 1/7/97. |
| 100-105C | Deleted 1/9/99. |

## About the entity's business plan and level of operations

### All entities

Information contained in the information memorandum

Where is the information or document to be found? (eg, prospectus cross reference)

- |     |                                     |  |  |
|-----|-------------------------------------|--|--|
| 106 | <input checked="" type="checkbox"/> | Details of the entity's existing and proposed activities, and level of operations. State the main business | Refer to section Independent Geologists' Report at section 8 of the Prospectus (Item 1). |
|-----|-------------------------------------|--|--|

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107  Details of any issues of the entity's +securities (in all +classes) in the last 5 years. Indicate issues for consideration other than cash

Refer to the Company's ASX platform and Investigating Accountants' Report at section 10 of the Prospectus (Item 1).

**Information memorandum requirements**

**All entities**

108  If the entity is a company, a statement that all the information that would be required under section 710 of the Corporations Act if the information memorandum were a prospectus offering for subscription the same number of +securities for which +quotation will be sought is contained in the information memorandum. If the entity is a trust, a statement that all the information that would be required under section 1013C of the Corporations Act if the information memorandum were a Product Disclosure Statement offering for subscription the same number of +securities for which +quotation will be sought is contained in the information memorandum

Not applicable.

109  The signature of every director, and proposed director, of the entity personally or by a +person authorised in writing by the director (in the case of a trust, director of the responsible entity)

Not applicable.

110  The date the information memorandum is signed

Not applicable.

111(a)  Full particulars of the nature and extent of any interest now, or in the past 2 years, of every director or proposed director of the entity (in the case of a trust, the responsible entity), in the promotion of the entity, or in the property acquired or proposed to be acquired by it

Not applicable.

111(b)  If the interest was, or is, as a member or partner in another entity, the nature and extent of the interest of that other entity

Not applicable.

*Information contained in the information memorandum*

Where is the information or document to be found? (eg, prospectus cross reference)

+ See chapter 19 for defined terms.



- |        |                          |  |  |
|--------|--------------------------|--|--|
| 111(c) | <input type="checkbox"/> | If the interest was or is as a member or partner in another entity, a statement of all amounts paid or agreed to be paid to him or her or the entity in cash, <sup>+</sup> securities or otherwise by any <sup>+</sup> person to induce him or her to become or to qualify him or her as, a director, or for services rendered by him or her or by the entity in connection with the promotion or formation of the listed entity | Not applicable.  |
| 112(a) | <input type="checkbox"/> | Full particulars of the nature and extent of any interest of every expert in the promotion of the entity, or in the property acquired or proposed to be acquired by it   | Not applicable.  |
| 112(b) | <input type="checkbox"/> | If the interest was or is as a member or partner in another entity, the nature and extent of the interest of that other entity   | Not applicable.  |
| 112(c) | <input type="checkbox"/> | If the interest was or is as a member or partner in another entity, a statement of all amounts paid or agreed to be paid to him or her or the entity in cash, <sup>+</sup> securities or otherwise by any <sup>+</sup> person for services rendered by him or her or by the entity in connection with the promotion or formation of the listed entity  | Not applicable.  |
| 113    | <input type="checkbox"/> | A statement that ASX does not take any responsibility for the contents of the information memorandum   | Not applicable.  |
| 114    | <input type="checkbox"/> | A statement that the fact that ASX may admit the entity to its <sup>+</sup> official list is not to be taken in any way as an indication of the merits of the entity   | Not applicable.  |
| 115    | <input type="checkbox"/> | If the information memorandum includes a statement claiming to be made by an expert or based on a statement made by an expert, a statement that the expert has given, and has not withdrawn, consent to the issue of the information memorandum with the particular statement included in its form and context   | Not applicable.  |
|        |                          |  | Where is the information or document to be found? (eg, prospectus cross reference) |
| 116    | <input type="checkbox"/> | A statement that the entity has not raised any capital for the 3 months before the date of issue of the information memorandum and will not need to raise any capital for 3 months after the date of issue of the information memorandum   | Not applicable.  |

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**ASX Listing application and agreement**

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- 117  A statement that a supplementary information memorandum will be issued if the entity becomes +aware of any of the following between the issue of the information memorandum and the date the entity's +securities are +quoted or reinstated.
- A material statement in the information memorandum is misleading or deceptive.
  - There is a material omission from the information memorandum.
  - There has been a significant change affecting a matter included in the information memorandum.
  - A significant new circumstance has arisen and it would have been required to be included in the information memorandum

Not applicable.

*Information contained in the supplementary information memorandum*

- 118  If there is a supplementary information memorandum:
- Correction of any deficiency.
  - Details of any material omission, change or new matter.
  - A prominent statement that it is a supplementary information memorandum.
  - The signature of every director, or proposed director, of the entity personally or by a +person authorised in writing by the director (in the case of a trust, director of the responsible entity).
  - The date the supplementary information memorandum is signed.

Not applicable.

*Evidence if supplementary information memorandum is issued*

- 119  Evidence that the supplementary information memorandum accompanied every copy of the information memorandum issued after the date of the supplementary information memorandum.

Not applicable.

**Other information**

**All entities**

Where is the information or document to be found? (eg, prospectus cross reference)

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+ See chapter 19 for defined terms.

- |      |                                     |   |  |
|------|-------------------------------------|---|--|
| 120  | <input type="checkbox"/>            | Evidence that the supplementary information memorandum was sent to every +person who was sent an information memorandum   | Not applicable.  |
| 121  | <input type="checkbox"/>            | Details of any material contracts entered into between the entity and any of its directors (if a trust, the directors of the responsible entity)  | Not applicable.  |
| 122  | <input checked="" type="checkbox"/> | A copy of every disclosure document or Product Disclosure Statement issued, and every information memorandum circulated, in the last 5 years  | Refer to the Company's ASX Platform. To be otherwise provided upon request by ASX. |
| 123  | <input type="checkbox"/>            | Information not covered elsewhere and which, in terms of rule 3.1, is likely materially to affect the price or value of the entity's +securities  | No such information.   |
| 123A | <input checked="" type="checkbox"/> | The documents which would have been required to be given to ASX under rules 4.2A, 4.3A, 4.5, 5.1, 5.2 and 5.3 had the entity been admitted to the +official list at the date of its application for admission, unless ASX agrees otherwise.<br><br><small>Example: ASX may agree otherwise if the entity was recently incorporated.</small> | To be provided if requested by ASX.  |

### Mining exploration entities

- |     |                                     |  |  |
|-----|-------------------------------------|--|--|
| 124 | <input checked="" type="checkbox"/> | A map or maps of the mining tenements prepared by a qualified +person. The maps must indicate the geology and other pertinent features of the tenements, including their extent and location in relation to a capital city or major town, and relative to any nearby properties which have a significant bearing on the potential of the tenements. The maps must be dated and identify the qualified +person and the report to which they relate. | Refer to section 8 of the Prospectus (Item 1). |
| 125 |                                     | Deleted 1/7/97   |  |

Where is the information or document to be found? (eg, prospectus cross reference)

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ASX Listing application and agreement

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- |     |                                     |  |   |
|-----|-------------------------------------|--|---|
| 126 | <input checked="" type="checkbox"/> | A schedule of <sup>+</sup> mining tenements prepared by a qualified person. The schedule must state in relation to each <sup>+</sup> mining tenement:<br>the geographical area where the <sup>+</sup> mining tenement is situated;<br>the nature of the title to the <sup>+</sup> mining tenement;<br>whether the title has been formally confirmed or approved and, if not, whether an application for confirmation or approval is pending and whether the application is subject to challenge; and<br>the <sup>+</sup> person in whose name the title to the <sup>+</sup> mining tenement is currently held. | Refer to section 8 of the Prospectus (Item 1).  |
| 127 | <input checked="" type="checkbox"/> | If the entity has <sup>+</sup> acquired an interest or entered into an agreement to <sup>+</sup> acquire an interest in a <sup>+</sup> mining tenement from any <sup>+</sup> person, a statement detailing the date of the <sup>+</sup> acquisition of the interest from the vendor and the purchase price paid and all other consideration (whether legally enforceable or not) passing (directly or indirectly) to the vendor.   | Refer to Material Contracts (Item 3) and summaries of these at section 13 of the Prospectus (Item 1). |
| 128 | <input checked="" type="checkbox"/> | A financial statement by the directors (if a trust, the directors of the responsible entity) setting out a program of expenditure together with a timetable for completion of an exploration program in respect of each <sup>+</sup> mining tenement or, where appropriate, each group of tenements  | Refer to sections 3.7, 3.8, 3.25 and 8 of the Prospectus (Item 1).                                    |
| 129 | <input checked="" type="checkbox"/> | A declaration of conformity or otherwise with the Australasian Code for Reporting of Identified Mineral Resources and Ore Reserves for any reports on mineral resources and <sup>+</sup> ore reserves  | Refer to section 8 of the Prospectus (Item 1).  |

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

## Part 3 - Agreement

### All entities

*You must complete this agreement. If you require a seal to be bound, the agreement must be under seal.*

We agree:

1 Our admission to the +official list is in ASX's absolute discretion. ASX may admit us on any conditions it decides. +Quotation of our +securities is in ASX's absolute discretion. ASX may quote our +securities on any conditions it decides. Our removal from the +official list or the suspension or ending of +quotation of our +securities is in ASX's absolute discretion. ASX is entitled immediately to suspend +quotation of our +securities or remove us from the +official list if we break this agreement, but the absolute discretion of ASX is not limited.

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 the +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 601MB(1), 737, 738, 992A, 992AA 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 is not available now, we 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.

5 We will comply with the listing rules that are in force from time to time, even if +quotation of our +securities is deferred, suspended or subject to a +trading halt.

6 The listing rules are to be interpreted:

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**ASX Listing application and agreement**

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- in accordance with their spirit, intention and purpose;
  - by looking beyond form to substance; and
  - in a way that best promotes the principles on which the listing rules are based.
- 7 ASX has discretion to take no action in response to a breach of a listing rule. ASX may also waive a listing rule (except one that specifies that ASX will not waive it) either on our application or of its own accord on any conditions. ASX may at any time vary or revoke a decision on our application or of its own accord.
- 8 A document given to ASX by an entity, or on its behalf, becomes and remains the property of ASX to deal with as it wishes, including copying, storing in a retrieval system, transmitting to the public, and publishing any part of the document and permitting others to do so. The documents include a document given to ASX in support of the listing application or in compliance with the listing rules.
- 9 In any proceedings, a copy or extract of any document or information given to ASX is of equal validity in evidence as the original.
- 10 Except in the case of an entity established in a jurisdiction whose laws have the effect that the entity's +securities cannot be approved under the operating rules of the +approved CS facility:
- We will satisfy the +technical and performance requirements of the +approved CS facility and meet any other requirements the +approved CS facility imposes in connection with approval of our +securities.
  - When +securities are issued we will enter them in the +approved CS facility's subregister holding of the applicant before they are quoted, if the applicant instructs us on the application form to do so.
  - The +approved CS facility is irrevocably authorised to establish and administer a subregister in respect of the +securities for which +quotation is sought.
- 11 Except in the case of an entity established in a jurisdiction whose laws have the effect that the entity's +securities cannot be approved under the operating rules of the +approved CS facility, we confirm that either:

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+ See chapter 19 for defined terms.

we have given a copy of this application to the +approved CS facility in accordance with the operating rules of the +approved CS facility ; or

we ask ASX to forward a copy of this application to the +approved CS facility.

12 In the case of an entity established in a jurisdiction whose laws have the effect that the entity's +securities cannot be approved under the operating rules of the +approved CS facility:

- The +approved CS facility is irrevocably authorised to establish and administer a subregister in respect of +CDIs.
- We will make sure that +CDIs are issued over +securities if the holder of quoted +securities asks for +CDIs.

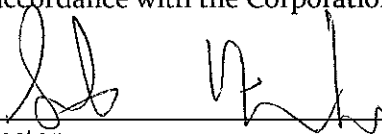
13 In the case of an entity established in a jurisdiction whose laws have the effect that the entity's +securities cannot be approved under the operating rules of the +approved CS facility:

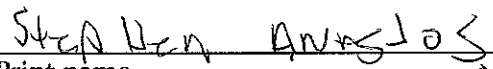
we have given a copy of this application to the approved CS facility in accordance with the operating rules of the +approved CS facility; or

we ask ASX to forward a copy of this application to the +approved CS facility.

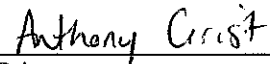
Dated:

**EXECUTED BY**  
**SILVER STONE RESOURCES LIMITED**  
**(TO BE RENAMED "ORECORP LIMITED")**  
ACN 147 917 299  
in accordance with the Corporations Act:

  
\_\_\_\_\_  
Director

  
\_\_\_\_\_  
Print name

  
\_\_\_\_\_  
Director/Company Secretary\*

  
\_\_\_\_\_  
Print name

\* Delete as applicable

we have given a copy of this application to the +approved CS facility in accordance with the operating rules of the +approved CS facility ; or

we ask ASX to forward a copy of this application to the +approved CS facility.

12 In the case of an entity established in a jurisdiction whose laws have the effect that the entity's +securities cannot be approved under the operating rules of the +approved CS facility:

- The +approved CS facility is irrevocably authorised to establish and administer a subregister in respect of +CDIs.
- We will make sure that +CDIs are issued over +securities if the holder of quoted +securities asks for +CDIs.

13 In the case of an entity established in a jurisdiction whose laws have the effect that the entity's +securities cannot be approved under the operating rules of the +approved CS facility:

we have given a copy of this application to the approved CS facility in accordance with the operating rules of the +approved CS facility; or

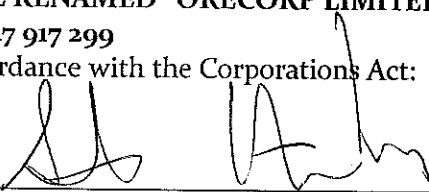
we ask ASX to forward a copy of this application to the +approved CS facility.

Dated:

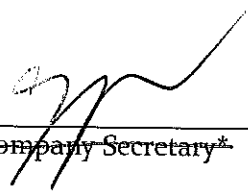
**EXECUTED BY  
SILVER STONE RESOURCES LIMITED  
(TO BE RENAMED "ORECORP LIMITED")**

ACN 147 917 299

in accordance with the Corporations Act:

  
\_\_\_\_\_  
Director

Stephen Dumbos  
Print name

  
\_\_\_\_\_  
Director/Company Secretary\*

Anthony Grist  
Print name

\* Delete as applicable