

9 January 2013

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 December 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 December 2012. Please note that these options and warrants are listed in Canada only, and are not listed on the Australian Securities Exchange.

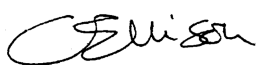
**Transactions during December 2012:**

Action:	Type:	Amount:	Details:	Cash C\$:
Exercised	Warrants	Nil		\$Nil
		<b>Nil</b>		<b>\$Nil</b>
Exercised	Options	500,000		\$200,000
		<b>500,000</b>		<b>\$200,000</b>
			<b>TOTAL:</b>	<b>\$200,000</b>
Issued	Options	0		
Issued	Warrants	0		
Cancelled/Expired	Options	1,650,000		
Cancelled/Expired	Warrants	0		

**Balance as at 31 December 2012:**

PMI Gold's issued capital increased from 412,912,584 to 413,412,584.		Av. Price C\$
Shares on Issue:	413,412,584	-
Outstanding Options:	12,687,500	C\$1.08
Outstanding Warrants:	500,000	A\$0.60
Fully Diluted:	426,600,084	-

Yours sincerely



Collin Ellison  
Managing Director & CEO

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

PMI Gold Corporation

ABN

146 885 609

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  | 1,971,496  |
| 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 and ASX, as required to be reported on a monthly basis |

+ See chapter 19 for defined terms.

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<p>4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <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</p>
<p>5 Issue price or consideration</p>	<p>Nil</p>
<p>6 Purpose of the issue          (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Notification to the ASX of the movement of CDI's between TSX and ASX.</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>No</p>
<p>6b The date the security holder resolution under rule 7.1A was passed</p>	
<p>6c Number of +securities issued without security holder approval under rule 7.1</p>	
<p>6d Number of +securities issued with security holder approval under rule 7.1A</p>	

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6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)					
6f	Number of securities issued under an exception in rule 7.2					
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.					
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					
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					
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	31 December 2012				
8	Number and +class of all +securities quoted on ASX (including the securities in section 2 if applicable)	<table border="1" style="width: 100%;"> <thead> <tr> <th style="text-align: left;">Number</th> <th style="text-align: left;">+Class</th> </tr> </thead> <tbody> <tr> <td style="vertical-align: top;">Number of CDI's quoted as at 31 December 2012  124,506,639</td> <td style="vertical-align: top;">Shares (Quoted as CDIs) (ASX)</td> </tr> </tbody> </table>	Number	+Class	Number of CDI's quoted as at 31 December 2012  124,506,639	Shares (Quoted as CDIs) (ASX)
Number	+Class					
Number of CDI's quoted as at 31 December 2012  124,506,639	Shares (Quoted as CDIs) (ASX)					

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	Number	+Class
9	288,905,945	Fully Paid Ordinary Shares listed on the TSX-V
	500,000	Warrants exercisable at A\$0.60 on or before Dec 17, 2013
	87,500	Options exercisable at C\$0.20 on or before Mar 26, 2013
	400,000	Options exercisable at C\$0.30 on or before Sept 9, 2014
	1,600,000	Options exercisable at C\$0.80 on or before June 1, 2015, with 400,000 remaining to vest in one tranche including performance conditions.
	2,000,000	Options exercisable at C\$1.05 on or before Dec 15, 2015
	4,000,000	Options exercisable at C\$0.90 on or before Jan 20, 2016, with 1,000,000 remaining to vest in one tranche including performance conditions.
	500,000	Options exercisable at C\$0.90 on or before Feb 18, 2016
	560,000	Options exercisable at C\$.80 on or before June 1, 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
	125,000	Options exercisable at C\$1.75 on or before Nov 18, 2016, vesting in one tranche, including performance conditions.
	300,000	Options exercisable at C\$1.75 on or before Nov 18, 2016
	1,750,000	Options exercisable at C\$2.00 on or before Mar 11, 2016, vesting in three tranches including performance conditions.
	625,000	Options exercisable at C\$1.28 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

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10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A
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## 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	+Class of +securities to which the offer relates	
15	+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  <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	
19	Closing date for receipt of acceptances or renunciations	

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|----|---|--|
| 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  |  |
| 24 | Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders   |  |
| 25 | If the issue is contingent on +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 <i>in full</i> through a broker?   |  |
| 31 | How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?  |  |

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- 32 How do <sup>+</sup>security holders dispose of their entitlements (except by sale through a broker)?
- 33 <sup>+</sup>Despatch date

### **Part 3 - Quotation of securities**

*You need only complete this section if you are applying for quotation of securities*

- 34 Type of securities  
(tick one)
- (a)  Securities described in Part 1
- (b)  All other securities  
Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

#### **Entities that have ticked box 34(a)**

#### **Additional securities forming a new class of securities**

*Tick to indicate you are providing the information or documents*

- 35  If the <sup>+</sup>securities are <sup>+</sup>equity securities, the names of the 20 largest holders of the additional <sup>+</sup>securities, and the number and percentage of additional <sup>+</sup>securities held by those holders
- 36  If the <sup>+</sup>securities are <sup>+</sup>equity securities, a distribution schedule of the additional <sup>+</sup>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 <sup>+</sup>securities

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



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

38 Number of securities for which  
 +quotation is sought 

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39 Class of +securities for which  
 quotation is sought 

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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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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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	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)		

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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: .....Date: 9 January 2013  
(~~Director~~/Company secretary)

Print name: .Ian Hobson.....  
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