

# UNITED OROGEN LIMITED

ACN 115 593 005

29 March 2011

Dear Shareholder,

## Non-renounceable Rights Issue of Shares with Free Attaching Option

On 28 March 2011 United Orogen Ltd (**UOG**) announced a one (1) for two (2) non-renounceable pro rata rights issue of new UOG shares at an issue price of 3 cents for each new share, with one (1) free attaching option (exercisable at 20 cents and expiring on 31 March 2016) for every one (1) new UOG share issued (**Rights Issue**).

The Rights Issue will result in the issue of 32,386,426 new UOG shares (and 32,386,426 free attaching options) and will raise an estimated \$971,592 if all rights are taken up (based on UOG's undiluted share capital as at the date of this letter). UOG will apply for quotation of the new UOG shares and the free attaching options issued pursuant to the Rights Issue on the ASX.

The funds raised will be applied (after paying expenses of the Rights Issue) towards working capital purposes and:

1. Victoria Desert Project: In the southern part of the project infill sampling of previous gold and base metal anomalies delineated by previous sampling with the aim of identifying drill targets. In the northern part, two untested gold targets associated with trending structures identified from previous aeromagnetic surveys.
2. Horseshoe Project: Sampling program targeting NW striking structurally controlled gold mineralization in order to identify targets for a future drilling program.
3. Redmond Project: Sourcing historical maps and records and research to determine exact location of previously reported Blue Gum gold prospect, and then using modern day exploration techniques including drill testing, determine gold and base metal potential of the project.
4. Gunnado Project: Detailed research of all data and two previous completed diamond drill cores with a view to utilizing data and cores for possible down hole geophysical work with the aim of detecting any deep conductors and possible gold and base metals mineralization.

It is anticipated the securities will be entered into uncertificated holdings on 6 June 2011.

The Rights Issue provides eligible shareholders with an opportunity to increase their investment in UOG at an attractive price. The issue price of 3 cents per UOG share (with a free attached option) compares with a closing price of 2.9 cents (but without a free attached option) on 24 March 2011, being 2 trading days immediately before the day the Prospectus was lodged with the Australian Securities and Investments Commission.

The free attaching options also give eligible shareholders the opportunity to further participate in the future growth and development of UOG, with each option exercisable at 20 cents until 31 March 2016.

In addition to being able to apply for new UOG shares, eligible shareholders who take up their full entitlement under this issue will have the opportunity to apply for additional new UOG shares (& free attaching option) that are not subscribed for in the Rights Issue (**Shortfall Securities**). The issue of Shortfall Securities is at Directors' discretion.

The Rights Issue will not be underwritten and is not being sponsored by a broker. No (\$Nil) handling fee will be paid to brokers who lodge acceptances on behalf of eligible shareholders.

The Prospectus for the Rights Issue and Entitlement & Acceptance Form will be sent to you on 12 April 2011.

Under the Rights Issue, every person with an Australian or New Zealand registered address who is registered as the holder of fully paid ordinary shares in the capital of UOG (**Shares**) at 5.00pm (AWST) on 6 April 2011 (**Record Date**) will be entitled to participate in the Rights Issue in respect of the number of Shares that person is then registered as the holder of. UOG will be sending a copy of the Prospectus, detailing the offer to each of the security holders outside of Australia and New Zealand, who are entitled to participate. As per Section 3 of the Prospectus, it is the responsibility of applicants outside Australia and New Zealand to obtain all necessary approvals for the allotment and issue of new shares pursuant to the Prospectus.

The Rights Issue is open for acceptance by eligible shareholders from 12 April 2011 until 5.00pm (AWST) 27 May 2011 (subject to the Directors varying the closing date in accordance with the ASX Listing Rules).

Please note that UOG Shares were quoted on an "ex" basis from 31 March 2011, and therefore any Shares bought or sold on market on and from this date will not carry entitlements under the Rights Issue.

Shareholder approval is not required for the Rights Issue. Shares issued under the Rights Issue will be issued as fully paid and will rank equally with existing shares in UOG's share capital.

Holdings on different registers (or subregisters) will not be aggregated for calculating entitlements.

Fractions of a Share will be rounded up to the nearest whole Share where the determination of an eligible shareholder's entitlement under the Rights Issue results in a fraction.

The total number and class of all securities quoted on ASX (including the maximum number of securities to be issued in the Rights Issue on an undiluted basis – ie. assuming no existing options are exercised) is as follows:

Number	Class
97,159,279	Ordinary shares
32,386,426	Options (expiring 31 March 2016)

As at the date of this letter, there are no (nil) options to subscribe for Shares on issue.

UOG currently has no dividend policy.

The details of the Offer of New Shares are described in this Prospectus. You should have received a personalised Entitlement and Acceptance Application Form with the Prospectus, but if you are any doubt, please contact the Company's Share Registry.

Please note that the Closing Date for acceptances is 5.00 pm AWST on 27 May 2011. If you wish to participate in this Rights Issue of New Shares and New Options it is essential that your Completed Entitlement and Acceptance Application Form reaches the Company's Share Registry by this time.

The following proposed (ie indicative only) key dates for the Rights Issue are:

Event	Date
<b>Lodgement of Appendix 3B with ASX</b>	<b>28 March 2011</b>
<b>Lodgement of Prospectus with the ASIC and ASX</b>	<b>28 March 2011</b>
<b>Notice containing Appendix 3B information sent to Shareholders</b>	<b>29 March 2011</b>
<b>Ex date</b>	<b>31 March 2011</b>
<b>Record Date for Determining Entitlements</b>	<b>6 April 2011</b>
<b>Prospectus despatched to Shareholders</b>	<b>12 April 2011</b>
<b>Closing Date* 5.00 pm (WST)</b>	<b>27 May 2011</b>
<b>Securities quoted on a deferred settlement basis</b>	<b>30 May 2011</b>
<b>Despatch of holding statements</b>	<b>6 June 2011</b>
<b>Date of quotation of Securities issued under the Rights Issue*</b>	<b>7 June 2011</b>

The above information was provided to the ASX on 28 March 2011. If you have any queries concerning the Rights Issue, or the details contained in this letter or the prospectus, please contact your financial advisor, Computershare Share Registry on 1300 557 010, or the Company Secretary, Mark Killmier, on (08) 9225 4815.

Yours faithfully  
For and On Behalf of the Board



**Mark Killmier, Company Secretary**