

15 January 2010

ASX CODE: ABU

## ASX ANNOUNCEMENT / MEDIA RELEASE

### **Issue of Shares and Options to Ochre Holdings Pty Ltd, Tenement Acquisition from Yuendumu Mining Company & Notice under Section 708A**

Further to the ASX announcements 10 June 2009 and 14 September 2009 regarding the agreement between ABM Resources ("ABM") and Ochre Holdings Pty Ltd ("Ochre") dated 10 June 2009, the directors of ABM confirm that all conditions precedent to the agreement have been met.

In consideration for the successful introduction of the Tanami NT Project, a project of major significance, Ochre securing the funding for the project and Ochre securing an experienced management team, ABM has issued the following securities to Ochre's nominees:

- 50,000,000 fully paid ordinary shares in ABM. These shares will be subject to a 12 month voluntary escrow period;
- 15,000,000 unlisted options (Tranche 1) with an exercise price of 1 cent and an exercise period of 4 years; and
- 125,000,000 unlisted options (Tranche 2) with an exercise price of 1.5 cents and an exercise period of 5 years, which may be exercised when ABM's Shares trade at or above a minimum VWAP on ASX of 2 cents over 20 consecutive trading days; and
- 125,000,000 unlisted options (Tranche 3) with an exercise price of 1.5 cents and an exercise period of 5 years, which may be exercised when ABM's Shares trade at or above a minimum VWAP on ASX of 2.5 cents over 20 consecutive trading days.

Up to a further 250,000,000 unlisted options (Tranche 4 & 5) will be issued once the Tranche 2 and Tranche 3 options have been exercised on a 1 for 1 basis.

For further details of the agreement with Ochre, please refer to the notice of annual general meeting released to ASX on 21 October 2009.

As part of the agreement, Ochre is committed to securing future funding for the project and offering on a first right of refusal basis any projects or assets it sources for a period of three years.

ABM has also acquired the 20% interest of the Yuendumu Mining Company ("Yuendumu") in the Tanami tenement EL8434 for a cash consideration of \$5,000, 500,000 fully paid ordinary shares in ABM, which are subject to a 12 month voluntary escrow period, and 500,000 unlisted options exercisable at 3 cents with an exercise period of 4 years.

The ASX Appendices 3B in relation to these issues are attached.

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#### ABM RESOURCES NL

Level 1, 141 Broadway Nedlands Western Australia 6009 . [www.abmresources.com.au](http://www.abmresources.com.au)

Email: [admin@abmresources.com.au](mailto:admin@abmresources.com.au) . Tel: +61 8 9423 9777 . Fax: +61 8 9423 9733

ABN: 58 009 127 020

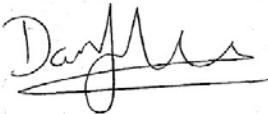
## NOTICE UNDER SECTION 708A

The Corporations Act 2001 ("the Act") restricts the on-sale of securities issued without disclosure, unless the sale is exempt under section 708 or 708A. By the Company giving this notice, sale of the shares referred to above will fall within the exemption in section 708A(5) of the Act.

The Company hereby notifies ASX under section 708A(5)(e) of the Act that, in respect of the 50,500,000 shares referred to in the preceding announcement:

1. The Company issued the shares without disclosure to investors under Part 6D.2 of the Act;
2. As at 15 January 2010, the Company has complied with the provisions of Chapter 2M of the Act as they apply to the Company and section 674 of the Act; and
3. As at 15 January 2010 there is no information:
  - a. that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
  - b. that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
    - i. the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
    - ii. the rights and liabilities attaching to the Securities.

Yours faithfully

A handwritten signature in black ink, appearing to read 'Darren Holden', with a horizontal line drawn underneath it.

Darren Holden  
Managing Director  
ABM Resources NL

# Appendix 3B

## New issue announcement, application for quotation of additional securities and agreement

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003.

Name of entity

ABM Resources NL

ABN

58 009 127 020

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   | Ordinary shares             |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | 50,500,000 ordinary shares  |
| 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; |

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+ See chapter 19 for defined terms.

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

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4	<p>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>	Yes	
5	Issue price or consideration	NIL	
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	<p>50,000,000 Shares issued as consideration for services provided by Ochre Holdings Pty Ltd in accordance with Resolution 2 of the Notice of Annual General Meeting, which was held on 23 November 2009.</p> <p>500,000 Shares issued as consideration for an acquisition of assets from Yuendumu Mining Company NL.</p>	
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	15 January 2010	
8	Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)	Number	+Class
		964,527,579	Ordinary Shares (These include shares that are subject to voluntary escrow 400,000 until 30/06/09 400,000 until 30/09/09 400,000 until 30/09/10 50,500,000 until 15/1/11

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+ See chapter 19 for defined terms.

	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	265,000,000	Fully paid ordinary shares, restricted until 18 December 2010
	46,617,340	Options (\$0.02 @ 24/02/2011)
	20,000,000	Options (\$0.05 @ 14 December 2012)
	300,000,000	Options (\$0.015 @ 18 December 2014)
10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A	

## Part 2 - Bonus issue or pro rata issue

11 Is security holder approval required?	No
12 Is the issue renounceable or non-renounceable?	N/A
13 Ratio in which the +securities will be offered	N/A
14 +Class of +securities to which the offer relates	N/A
15 +Record date to determine entitlements	N/A
16 Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N.A
17 Policy for deciding entitlements in relation to fractions	N/A
18 Names of countries in which the entity has +security holders who will not be sent new issue documents  Note: Security holders must be told how their entitlements are to be dealt with.  Cross reference: rule 7.7.	N/A

+ See chapter 19 for defined terms.

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**New issue announcement**

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19	Closing date for receipt of acceptances or renunciations	N/A
20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	N/A
25	If the issue is contingent on +security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	N/A
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	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do +security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A
32	How do +security holders dispose of	N/A

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+ See chapter 19 for defined terms.

their entitlements (except by sale  
through a broker)?

33    <sup>+</sup>Despatch date

N/A

### 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.

**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: <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>					
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)					
42	Number and +class of all +securities quoted on ASX ( <i>including</i> the securities in clause 38)	<table border="1"><thead><tr><th>Number</th><th>+Class</th></tr></thead><tbody><tr><td></td><td></td></tr></tbody></table>	Number	+Class		
Number	+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.
- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the +securities to be quoted, it has been provided 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.

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+ See chapter 19 for defined terms.

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

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- 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: 15 January 2010  
(Company Secretary)

Print name: Jutta Zimmermann

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*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003.

Name of entity

ABM Resources NL

ABN

58 009 127 020

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   | Unlisted options  |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | 265,500,000 unlisted options  |
| 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) | 15,000,000 Options exercisable at \$0.01, expiry date 15 January 2014.<br><br>250,000,000 options exercisable at \$0.015, expiry date 15 January 2015.<br><br>500,000 options exercisable at \$0.03, expiry date 15 January 2014. |

+ See chapter 19 for defined terms.

**Appendix 3B**  
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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>Shares issued upon the exercise of Options will rank equally with other fully paid ordinary shares of the Company.</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>265,000,000 unlisted options issued as consideration for services provided by Ochre Holdings Pty Ltd in accordance with Resolution 2 of the Notice of Annual General Meeting, which was held on 23 November 2009.</p> <p>500,000 unlisted options issued as consideration for acquisition of assets from Yuendumu Mining Company NL.</p>				
<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>15 January 2010</p>				
<p>8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table> <tr> <th data-bbox="686 1500 957 1545">Number</th><th data-bbox="957 1500 1279 1545">+Class</th></tr> <tr> <td data-bbox="686 1545 957 1825">964,527,579</td><td data-bbox="957 1545 1279 1825">           Ordinary Shares            (These include shares that are subject to voluntary escrow            400,000 until 30/06/09            400,000 until 30/09/09            400,000 until 30/09/10            50,500,000 until 15/1/11         </td></tr> </table>	Number	+Class	964,527,579	Ordinary Shares (These include shares that are subject to voluntary escrow 400,000 until 30/06/09 400,000 until 30/09/09 400,000 until 30/09/10 50,500,000 until 15/1/11
Number	+Class				
964,527,579	Ordinary Shares (These include shares that are subject to voluntary escrow 400,000 until 30/06/09 400,000 until 30/09/09 400,000 until 30/09/10 50,500,000 until 15/1/11				

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+ See chapter 19 for defined terms.

	Number	+Class
9	Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	<div>265,000,000</div> <div>Fully paid ordinary shares, restricted until 18 December 2010</div> <div>46,617,340</div> <div>Options (\$0.02 @ 24/02/2011)</div> <div>20,000,000</div> <div>Options (\$0.05 @ 14 December 2012)</div> <div>300,000,000</div> <div>Options (\$0.015 @ 18 December 2014)</div> <div>15,000,000</div> <div>Options (\$0.01 @ 15 January 2014)</div> <div>250,000,000</div> <div>Options (\$0.015 @ 15 January 2015)</div> <div>500,000</div> <div>Options (\$0.03 @ 15 January 2014)</div>
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A

## Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	No
12	Is the issue renounceable or non-renounceable?	N/A
13	Ratio in which the +securities will be offered	N/A
14	+Class of +securities to which the offer relates	N/A
15	+Record date to determine entitlements	N/A
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N.A

+ See chapter 19 for defined terms.

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

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17	Policy for deciding entitlements in relation to fractions	N/A
18	Names of countries in which the entity has <sup>+</sup> 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>	N/A
19	Closing date for receipt of acceptances or renunciations	N/A
20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of <sup>+</sup> security holders	N/A
25	If the issue is contingent on <sup>+</sup> security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	N/A
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	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A

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

30	How do +security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A
32	How do +security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	+Despatch date	N/A

### 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 +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

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+ See chapter 19 for defined terms.

**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	<p>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>					
41	<p>Reason for request for quotation now</p> <p><small>Example: In the case of restricted securities, end of restriction period</small></p> <p>(if issued upon conversion of another security, clearly identify that other security)</p>					
42	Number and +class of all +securities quoted on ASX ( <i>including</i> the securities in clause 38)	<table border="1" style="width: 100%; border-collapse: collapse;"><thead><tr><th style="text-align: left; padding: 5px;">Number</th><th style="text-align: left; padding: 5px;">+Class</th></tr></thead><tbody><tr><td style="height: 60px;"></td><td style="height: 60px;"></td></tr></tbody></table>	Number	+Class		
Number	+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.
- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the +securities to be quoted, it has been provided 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.

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+ See chapter 19 for defined terms.

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

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- 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: 15 January 2010  
(Company Secretary)

Print name: Jutta Zimmermann

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+ See chapter 19 for defined terms.