

8 April 2013

Company Announcements Office,  
ASX Securities Limited,  
20, Bridge Street,  
Sydney, N.S.W. 2000

**Spring Hill Gold Project (NT) - 51% Equity Interest Finalised**

The Directors of Thor Mining PLC ("Thor") (AIM, ASX: THR) are pleased to announce the finalisation of an additional 26% equity in the staged acquisition of the Spring Hill gold project south of Darwin in Australia's Northern Territory (Figure 1).

Ministerial approval has been received for the transfer from Western Desert Resources Limited, its co-venturer in the project, of a further 26% interest in the Spring Hill gold project which brings the level of Thor ownership to 51%.

Thor Mining PLC will now proceed with the issue of 21,666,667 Thor CDIs to Western Desert Resources Limited. It is expected that these will be issued on the AIM Exchange in London later today. By agreement with Western Desert Resources Limited these CDIs will be subject to a trading restriction for 12 months from the date of issue.



Figure 1: Spring Hill project location

THOR MINING PLC

Registered Numbers:  
United Kingdom 05 276 414  
Australia 121 117 673

Registered Office:  
Level 1  
32 Richmond Road  
KESWICK, SA, 5035  
Australia

Ph: +61 8 7324 1935  
Fx: +61 8 8351 5169

Email:  
corporate@thormining.com

Website:  
www.thormining.com

Enquiries:

Mick Billing  
Executive Chairman  
Thor Mining PLC  
+61 8 7324 1935

Nominated Advisor  
Gerry Beaney  
Grant Thornton  
+44 (0) 20 7383 5100

ASX Listings:  
Shares: THR

AIM Listings:  
Shares: THR

Directors:  
Michael Billing  
Michael Ashton  
Gregory Durack  
Trevor Ireland  
David Thomas

- Key Projects:
- Molyhil (NT)  
*Tungsten, Molybdenum*
  - Dundas (WA)  
*Gold*
  - Spring Hill (NT)  
*Gold*

**ASX Code: “THR”**



8 April 2013

---

Full details of the terms of the acquisition were contained in the notice of Thor’s general meeting held on 18 May 2011, a copy of which can be obtained at [www.asx.com.au](http://www.asx.com.au) or on the Company’s website.

**Commenting**, Mr Mick Billing, Executive Chairman of Thor Mining, said,

“We are very pleased to finalise this increase in equity ownership of the Spring Hill project, towards our objective of an 80% interest. We expect that seasonal conditions will allow the re-commencement of field work within the next 2 months when we plan to test a number of shallow drilling targets. We will also continue to evaluate alternatives for profitable development.”

For further information, please contact:

**THOR MINING PLC**

Mick Billing  
Executive Chairman  
+61 8 7324 1935

# 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

Thor Mining PLC

ABN

121 117 673

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   | Chess Depository Interests (CDIs) issued over ordinary shares.   |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | 21,666,667 CDIs to be held in escrow   |
| 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) | Issued to Western Desert Resources Limited pursuant to the company's subsidiary, TM Gold Pty Ltd, exercising its option to increase its interest in the Spring Hill gold project from 25% to 51%, and escrowed for a period of 12 months from the date of issue. |

<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, subject to the escrow conditions referred to in 3 above.</p> <p>Further, the CDIs will be quoted on ASX only after the completion of the escrow period.</p>
<p>5 Issue price or consideration</p>	<p>Refer to item 6 below.</p>
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Consideration consequent upon the company exercising its option to increase its interest in the Spring Hill gold project from 25% to 51%,</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 <i>in relation to the +securities the subject of this Appendix 3B</i>, and comply with section 6i</p>	<p>Yes</p>
<p>6b The date the security holder resolution under rule 7.1A was passed</p>	<p>27 November 2012</p>
<p>6c Number of +securities issued without security holder approval under rule 7.1</p>	<p><u>127,883,223</u> being:</p> <p>47,542,856 CDIs issued on 14 November 2012</p> <p>673,700 CDIs issued on 4 February 2013.</p> <p>58,000,000 Options issued on 19 March 2013</p> <p>21,666,667 CDIs issued on 8 April 2013 (in accordance with this announcement)</p>

+ See chapter 19 for defined terms.

6d	Number of +securities issued with security holder approval under rule 7.1A	Nil
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Nil
6f	Number of securities issued under an exception in rule 7.2	Nil
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.	N/A
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	N/A
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	Refer attached Annexure 1
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	8 April 2013

8	Number and +class of all +securities quoted on ASX (including the securities in section 2 if applicable)	Number	+Class
		449,268,009	Ordinary Shares quoted by ASX (“THR” as CDIs) as at 31 March 2013.

Number	+Class
--------	--------

9 Number and +class of all +securities not quoted on ASX (including the securities in section 2 if applicable)	454,831,614	Ordinary Shares admitted to the AIM Market of the London Stock Exchange, as at 31 March 2013.
	21,666,667	Ordinary Shares, held in escrow until 8 April 2014, quoted by ASX (as CDIs) "THR"
	8,000,000	4 cent Unlisted Options expiring 24 November 2013 (Held by Directors)
	1,000,000	5 cent Unlisted Options expiring 20 December 2013. (Held by Associates)
	1,000,000	3.5 cent Unlisted Options expiring 13 June 2014. (Held by Associates)
	4,000,000	2.0 pence Unlisted Options expiring 21 June 2015. (Held by Associates)
	1,100,000	2.0 cent Unlisted Options expiring 27 September 2015. (Held by Employees)
	58,000,000	0.7428 cent unlisted options expiring 19 March 2016. (Held by issuer of debt facility)

1 Dividend policy (in the case of a trust,  
0 distribution policy) on the increased  
capital (interests)

No Policy

## Part 2 - Bonus issue or pro rata issue - Not Applicable

## Part 3 - Quotation of securities

+ See chapter 19 for defined terms.

*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

## Entities that have ticked box 34(b)

38 Number of securities for which  
+quotation is sought

--

39 Class of +securities for which  
quotation is sought

--

40 Do the +securities rank equally in all  
respects from the date of allotment  
with an existing +class of quoted  
+securities?

If the additional securities do not  
rank equally, please state:

- the date from which they do
- the extent to which they  
participate for the next dividend,  
(in the case of a trust,  
distribution) or interest payment
- the extent to which they do not  
rank equally, other than in  
relation to the next dividend,  
distribution or interest payment

--

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)

--

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

---

+ 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.

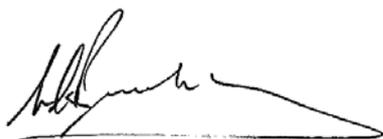
- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) 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: .....  
(Company Secretary)

Date: 8 April 2013

Print name: Allan Burchard

== == == == ==

---

+ See chapter 19 for defined terms.

# Appendix 3B – Annexure 1

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

Introduced 01/08/12

### Part 1

<b>Rule 7.1 – Issues exceeding 15% of capital</b>	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>Insert</b> number of fully paid ordinary securities on issue 12 months before date of issue or agreement to issue	(As at 5 April 2012) 700,853,766
<b>Add</b> the following: <ul style="list-style-type: none"> <li>• Number of fully paid ordinary securities issued in that 12 month period under an exception in rule 7.2</li> <li>• Number of fully paid ordinary securities issued in that 12 month period with shareholder approval</li> <li>• Number of partly paid ordinary securities that became fully paid in that 12 month period</li> </ul> <p><i>Note:</i></p> <ul style="list-style-type: none"> <li>• <i>Include only ordinary securities here – other classes of equity securities cannot be added</i></li> <li>• <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	(Options/Warrants Converted) 9,529,301  Issued 04/07/2012 44,400,000 (Approved 27/05/2012) Issued 13/6/2012 51,100,000 Issued 02/10/2012 50,000,000 (Each approved 31/10/2012)
<b>Subtract</b> the number of fully paid ordinary securities cancelled during that 12 month period	0
<b>“A”</b>	855,883,067

+ See chapter 19 for defined terms.

<b>Step 2: Calculate 15% of “A”</b>									
“B”	0.15 <i>[Note: this value cannot be changed]</i>								
<b>Multiply</b> “A” by 0.15	128,382,460								
<b>Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used</b>									
<p><b>Insert</b> number of equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> <li>• Under an exception in rule 7.2</li> <li>• Under rule 7.1A</li> <li>• With security holder approval under rule 7.1 or rule 7.4</li> </ul> <p><b>Note:</b></p> <ul style="list-style-type: none"> <li>• <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i></li> <li>• <i>Include here (if applicable ) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	<table> <tr> <td>Placement, (14/11/2012)</td> <td>47,542,856</td> </tr> <tr> <td>Employee Remuneration (4/2/2013)</td> <td>673,700</td> </tr> <tr> <td>Options re drawdown of debt facility</td> <td>58,000,000</td> </tr> <tr> <td>CDIs, to be held in escrow, being consideration for increase in interest in the Spring Hill gold project.</td> <td>21,666,667</td> </tr> </table>	Placement, (14/11/2012)	47,542,856	Employee Remuneration (4/2/2013)	673,700	Options re drawdown of debt facility	58,000,000	CDIs, to be held in escrow, being consideration for increase in interest in the Spring Hill gold project.	21,666,667
Placement, (14/11/2012)	47,542,856								
Employee Remuneration (4/2/2013)	673,700								
Options re drawdown of debt facility	58,000,000								
CDIs, to be held in escrow, being consideration for increase in interest in the Spring Hill gold project.	21,666,667								
“C”	127,883,223								
<b>Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1</b>									
“A” x 0.15 <i>Note: number must be same as shown in Step 2</i>	128,382,460								
<b>Subtract</b> “C” <i>Note: number must be same as shown in Step 3</i>	127,883,223								
<b>Total</b> [“A” x 0.15] – “C”	499,237 <i>[Note: this is the remaining placement capacity under rule 7.1]</i>								

+ See chapter 19 for defined terms.

## Part 2

<b>Rule 7.1A – Additional placement capacity for eligible entities</b>	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>“A”</b> <i>Note: number must be same as shown in Step 1 of Part 1</i>	855,883,067
<b>Step 2: Calculate 10% of “A”</b>	
<b>“D”</b>	0.10 <i>Note: this value cannot be changed</i>
<b>Multiply “A” by 0.10</b>	85,588,306
<b>Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used</b>	
<b>Insert</b> number of equity securities issued or agreed to be issued in that 12 month period under rule 7.1A  <i>Notes:</i> <ul style="list-style-type: none"> <li>• <i>This applies to equity securities – not just ordinary securities</i></li> <li>• <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	0
<b>“E”</b>	0

+ See chapter 19 for defined terms.

<b>Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A</b>	
"A" x 0.10 <i>Note: number must be same as shown in Step 2</i>	85,588,306
<b>Subtract "E"</b> <i>Note: number must be same as shown in Step 3</i>	0
<b>Total</b> ["A" x 0.10] – "E"	85,588,306 <i>Note: this is the remaining placement capacity under rule 7.1A</i>

---

+ See chapter 19 for defined terms.