



29 May 2009

QUEENSLAND ORES LIMITED - NOTICE TO SHAREHOLDERS

Queensland Ores Limited (ASX – QOL) advises that the Notice to Security Holders regarding the rights issue announced on 14 May 2009 was mailed today.

A copy of the notice is attached.

For further information:

Taff Greenwood
Managing Director

Garry Gill
Company Secretary
Queensland Ores Limited
Tel: 07 3230 2000



QUEENSLAND ORES LTD

29 May 2009

Queensland Ores Limited Rights Issue – Notice to Share Holders

On 14 May 2009, Queensland Ores Limited (QOL) announced that it would undertake a non-renounceable rights issue (**Rights Issue**) to raise additional working capital and to satisfy impending debt commitments.

The details of the Rights Issue are as follows:

- (a) The offer is a non-renounceable for ordinary fully paid shares in QOL (**QOL Shares**);
- (b) QOL Shares will be issued on a 1:1 basis;
- (c) The maximum number of QOL Shares to be issued will be 220,805,122;
- (d) The issue price will be 0.9 of a cent per QOL Share;
- (e) The new shares will rank equally in all respects with the existing shares;
- (f) The maximum amount of money raised by the Rights Issue will be approximately \$1.98 million; and
- (g) Money raised through the rights issue must be used for working capital and to satisfy impending debt commitments.

The Prospectus for the issue was lodged with ASIC and ASX on Monday 25 May 2009. Copies of the Prospectus are available in electronic form on the ASX website at www.asx.com.au and on the Company's website at www.qol.com.au.

The anticipated timetable for the Rights Issue is as follows:

Activity	Date
Rights Issue Announced	Thursday 14 May 2009
Notice with information on Rights Issue sent to Shareholders	Friday 29 May 2009
Ex Date	Monday 1 June 2009
Record Date for determining entitlements under the Issue	Friday 5 June 2009
Offer opens	Friday 12 June 2009
Offer expected to Close	Friday 26 June 2009
Trading of New Shares on the ASX expected to commence on deferred basis	Monday 29 June 2009
Expected Date for Allotment of Shares and Despatch of New Share holding statements	Thursday 2 July 2009
Trading of New Shares on the ASX expected to commence on normal basis	Friday 3 July 2009

ALL DATES ARE SUBJECT TO CHANGE AND ACCORDINGLY ARE INDICATIVE ONLY. IN PARTICULAR, THE COMPANY HAS THE RIGHT TO VARY THE DATES OF THE OFFER, WITHOUT PRIOR NOTICE.

The Rights Issue is open to all QOL shareholders on its share register as at 5pm (Brisbane time) on Friday 5 June 2009 (Record Date) who have registered addresses in Australia or New Zealand (Eligible Shareholders).

The Prospectus and Acceptance Forms for the Rights Issue will only be issued to Eligible Shareholders. These will be posted to Eligible Shareholders in the week beginning 8 June 2009.

NOTE:

The Record Date was structured to enable Outback Metals Limited (**OUM**) and Metallica Minerals Limited (**MLM**), both of which have made takeover bids for QOL, the right to participate in the Rights Issue subject to the completion of their respective takeover bids.

OUM closed its offer on 14 May 2009 and declared its offer unconditional. OUM has now announced that it will accept the bid from MLM.

MLM announced on 20 May 2009 its intention to close its bid on 28 May 2009 so that it could be the registered holder of those shares in QOL (previously held by QOL Shareholders that had accepted MLM's bid) by the Record Date. However, with the announcement by MLM on 27 May 2009 that it has received acceptances for 61.95% of QOL shares, the closing date of its offer period has been automatically extended under the *Corporations Act* so that QOL shareholders will now have until 7.00pm on 9 June 2009 to accept the MLM offer. The MLM offer will now close after the Record Date. The announcement of 27 May 2009 also advises that MLM's offer is now unconditional.

Accordingly, current QOL shareholders who have accepted the MLM bid and are removed from the shareholder register as at the Record Date will not receive a Prospectus and will not be entitled to participate in the Rights Issue. Those shareholders should disregard this notice.

The registration of acceptances received by MLM is outside of the control of QOL and QOL is unable to provide assurances that acceptances will be registered by the Record Date. Shareholders of QOL who have accepted the MLM bid or do accept the MLM bid are reminded to be aware of their obligations to MLM under section 12.31 of the Bidder's Statement lodged by MLM dated 6 April 2009.

For Further Information

Taff Greenwood
Managing Director

Garry Gill
Company Secretary

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