



HANNANS REWARD  
Exploring for Gold and Base Metals

ASX Announcement / Media Release

## Tranche 1 of Placement Completed

18 August 2009

- Tranche 1 of \$4.5 million Placement announced on 12 August 2009 successfully completed
- Tranche 1 of Placement raises approximately \$1.5 million
- Tranche 2 of Placement, to raise additional \$3 million is subject to shareholder approval at a general meeting to be held 14 September 2009
- Appendix 3B in relation to Tranche 1 shares (attached)
- Cleansing Statement in relation to Tranche 1 (attached)
- Change in Substantial Holder (attached)

Shareholders who have any queries regarding this announcement should contact Hannans' Managing Director, Damian Hicks on +61 8 9324 3388.

### Hannans Reward Summary

Hannans Reward Ltd has developed a suite of prospective exploration projects within Australia covering manganese, nickel and gold. Shareholders are exposed to share price appreciation through exploration success at the following projects:

- Forrestania – nickel & gold project 7km north of Western Area's Flying Fox nickel mine
- Lake Johnston – nickel & gold project located 25km south east of Norilsk's Maggie Hays nickel mine
- Jigalong – manganese & base metals project located 150km east of Newman, WA
- Queen Victoria Rocks - joint venture with Companhia Vale do Rio Doce (Vale), 30km south-west of Coolgardie, WA
- Sunday – gold joint venture with Triton Gold Ltd, 10kms east of Leonora, WA

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 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, 24/10/2005.

Name of entity

HANNANS REWARD LTD

ABN

52 099 862 129

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  | 9,748,670 Ordinary Shares (Tranche 1)   |
| 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 as a placement of shares as outlined in ASX Announcement on 12 August 2009.<br><br>Tranche 1 9,748,670 Ordinary Shares<br>Tranche 2 19,283 588 Ordinary Shares to be issued at a later date as they are subject to shareholder approval. |

+ See chapter 19 for defined terms.

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

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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>Ordinary Shares will rank equally with existing ordinary shares.</p>
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<p>5 Issue price or consideration</p>	<p>15.5 cents per Ordinary Share</p>
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<p>6 Purpose of the issue          (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Funds to be allocated towards exploration activities at the Forrestania nickel &amp; gold project, Lake Johnston nickel &amp; gold project Jigalong multi-commodity project and ongoing working capital requirements</p>
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<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>18 August 2009</p>
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<p>8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th style="padding: 2px 5px;">Number</th> <th style="padding: 2px 5px;">+Class</th> </tr> </thead> <tbody> <tr> <td style="text-align: center; padding: 2px 5px;">102 073 649</td> <td style="padding: 2px 5px;">Fully paid ordinary shares</td> </tr> </tbody> </table>	Number	+Class	102 073 649	Fully paid ordinary shares
Number	+Class				
102 073 649	Fully paid ordinary shares				

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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)	
	3,000,000	Options exercisable at \$0.20 each on or before 31 March 2010
	500,000	Options exercisable at \$0.20 each on or before 30 April 2010
	500,000	Options exercisable at \$0.50 each on or before 31 December 2010
	1,717,867	Options exercisable at \$0.40 each on or before 31 December 2010
	2,250,000	Options exercisable at \$0.80 each on or before 30 June 2011
	2,000,000	Options exercisable at \$0.20 each on or before 31 July 2011
	1,000,000	Options exercisable at \$0.80 each on or before 30 June 2012
	100,000	Options exercisable at \$0.40 each on or before 30 June 2012
1,000,000	Options exercisable at \$0.80 each on or before 30 June 2013	
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A

+ See chapter 19 for defined terms.

## 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<br><br><small>Note: Security holders must be told how their entitlements are to be dealt with.<br/>Cross reference: rule 7.7.</small> |  |
| 19 | Closing date for receipt of acceptances or renunciations  |  |
| 20 | Names of any underwriters   |  |
| 21 | Amount of any underwriting fee or commission  |  |
| 22 | Names of any brokers to the issue   |  |

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+ See chapter 19 for defined terms.

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

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

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

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+ See chapter 19 for defined terms.

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

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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

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+ See chapter 19 for defined terms.

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

Number	+Class

**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.

+ See chapter 19 for defined terms.

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

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- 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.



Damian Hicks  
Managing Director  
18 August 2009

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+ See chapter 19 for defined terms.



## HANNANS REWARD

Exploring for Gold and Base Metals

18 August 2009

Ms Jill Hewitt  
ASX Limited  
Exchange Plaza  
2 The Esplanade  
PERTH WA 6000

Dear Ms Hewitt

On 12 August 2009, Hannans Reward Limited (**Hannans** or the **Company**) announced that it is undertaking a placement of 29,032,258 shares in the capital of the Company (**Shares**) at an issue price of \$0.155 per Share to raise approximately \$4,500,000 (**Placement**).

Of the Placement, 9,748,670 Shares have been issued (**Tranche 1 Shares**). The issue of the remaining 19,283,670 Shares (**Tranche 2 Shares**) is subject to Shareholder approval.

In issuing the Tranche 1 Shares under the Placement, the Company relied on Section 708A(5) of the Corporations Act 2001 (**the Act**), and hereby notifies ASX that:

- (a) the Company offered the Tranche 1 Shares for issue without disclosure to investors under Part 6D.2 of the Act;
- (b) this notice is being provided pursuant to Section 708A5(e) of the Act;
- (c) as at the date of this notice, the Company has complied with the provisions of Chapter 2M of the Act as they apply to the Company;
- (d) as at the date of this notice, the Company has complied with section 674 of the Act;
- (e) as at the date of this notice, there is no excluded information as at the date of this notice:
  - (i) that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
  - (ii) that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
    - (a) the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
    - (b) the rights and liabilities attaching to the Shares.

Please cont me if you have any questions in relation to this notice.

Kind regards,

A handwritten signature in grey ink that reads "Damian Hicks". The signature is written in a cursive style with a large, looped initial 'D'.

Damian Hicks  
Managing Director

# Form 604

Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme Hannans Reward Limited

ACN/ARSN 099 862 129

### 1. Details of substantial holder(1)

Name William Leeder Hicks  
Mossisberg Pty Ltd (ACN 008 950 285)  
Marfield Pty Ltd (ACN 008 830 902)

ACN/ARSN (if applicable) \_\_\_\_\_

There was a change in the interests of the substantial holder on 18/08/2009

The previous notice was given to the company on 01/05/2007

The previous notice was dated 01/05/2007

### 2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary	11,153,249	13.94%	11,987,226	11.74%

### 3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
24/12/2007	Mossisberg Pty Ltd	On-market purchase	\$65,739	222,934 Ordinary Shares	222,934
06/05/2008	Marfield Pty Ltd	On-market purchase	\$1,627.20	10,980 Ordinary Shares	10,980
08/08/2008	Mossisberg Pty Ltd	On-market purchase	\$15,614.90	50,000 Ordinary Shares	50,000
17/11/2008	William Leeder Hicks	Issue under Share Purchase Plan	\$5,000	46,296 Ordinary Shares	46,296
17/11/2008	Mossisberg Pty Ltd	Issue under Share Purchase Plan	\$10,000	92,592 Ordinary Shares	92,592
17/11/2008	Marfield Pty Ltd	Issue under Share Purchase Plan	\$5,000	46,296 Ordinary Shares	46,296
28/04/2009	Marfield Pty Ltd	On-market purchase	\$43,412.95	364,879 Ordinary Shares	364,879
18/08/2009		Dilution due to Share Placement	N/A		

#### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
William Leeder Hicks	William Leeder Hicks	William Leeder Hicks	Registered and beneficial owner	Ordinary shares – 271,298	0.27%
Mossisberg Pty Ltd	Mossisberg Pty Ltd	Mossisberg Pty Ltd	William Leeder Hicks is a member of the superannuation fund	Ordinary shares – 2,615,526	2.56%
Marfield Pty Ltd	Marfield Pty Ltd	Marfield Pty Ltd	William Leeder Hicks is a beneficiary of the trust	Ordinary shares – 9,100,402	8.91%

#### 5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
NA	

#### 6. Addresses

The addresses of persons named in this form are:

Name	Address
William Leeder Hicks	9 Riverton Drive, Rossmoyne, WA, 6148
Mossisberg Pty Ltd	9 Riverton Drive, Rossmoyne, WA, 6148
Marfield Pty Ltd	9 Riverton Drive, Rossmoyne, WA, 6148

#### Signature

print name Damian Peter Hicks for and on behalf of William Leeder Hicks and as secretary for trustee companies

sign here



date 18 / 08 / 2009

#### DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identify of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.