



5 December 2014

The Manager  
Market Announcements Office  
ASX Limited  
20 Bridge Street  
Sydney NSW 2000

Dear Sir/Madam

**ALKANE RESOURCES LTD**

- **Appendix 3B - new issue announcement**
- **Cleansing statement**
- **Appendix 3Y – change of Director’s interest notice**

We attach the following documents:

- 1) Appendix 3B – new issue announcement in respect of
  - fully paid ordinary shares issued as a discretionary bonus to employees of the Company as approved by shareholders at the Annual General Meeting on 19 November 2014
  - performance rights and share appreciation rights granted to selected eligible employees (including the Managing Director) under the Company’s short term and long term incentive programs.
- 2) Cleansing statement in respect of the shares issued to employees
- 3) Appendix 3Y – change of Director’s interest notice in respect of performance rights and share appreciation rights granted under the Company’s short term and long term incentive programs and as approved by shareholders at the Annual General Meeting on 19 November 2014.

Vesting of the performance rights and share appreciation rights and the future issue of any shares pursuant to those rights is subject to the satisfaction of certain vesting conditions and performance hurdles during the currency of the respective rights.

Yours faithfully,  
for **ALKANE RESOURCES LTD**

Karen E V Brown  
**Joint Company Secretary**

# 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, 04/03/13

Name of entity

Alkane Resources Ltd (**Alkane**)

ABN

35 000 689 216

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  | a) Fully paid ordinary shares (ALK)<br>b) Unlisted performance rights<br>c) Unlisted share appreciation rights  |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued   | a) 1,579,670 fully paid ordinary shares (ALK).<br>b) i) 1,953,700 performance rights (STI FY2015)<br>ii) 3,907,405 performance rights (LTI FY2015)<br>c) 10,550,000 share appreciation rights (LTI FY2015)  |
| 3 | Principal terms of the +securities (e.g. 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) | a) As for existing ordinary fully paid shares (ALK).<br>b) Performance rights granted pursuant to Alkane Resources Performance Rights Plan approved by shareholders 17 October 2013 and being conditional rights to receive one ordinary fully paid share in the capital of the Company subject to satisfaction of:<br>i) financial year 2015 short term incentive program (STI FY2015) vesting conditions and performance hurdles, and<br>ii) financial year 2015 long term incentive program (LTI FY2015) vesting conditions and performance hurdles. |

+ See chapter 19 for defined terms.

	<p>c) Share appreciation rights granted pursuant to the Alkane Resources Share Appreciation Rights Plan approved by shareholders 19 November 2014 and being conditional rights to receive a proportionate number of ordinary fully paid shares in the capital of the Company subject to satisfaction of vesting conditions and total shareholder return ("TSR") targets and calculated with reference to the TSR.</p> <p>The performance rights and share appreciation rights that do not vest will lapse unless otherwise determined by the Board.</p>
<p>4 Do the <sup>+</sup>securities rank equally in all respects from the <sup>+</sup>issue date with an existing <sup>+</sup>class of quoted <sup>+</sup>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>a) The new shares will rank equally with the existing fully paid ordinary shares in Alkane (ALK) from the issue date.</p> <p>b) Prior to vesting the performance rights do not carry a right to vote or to receive dividends or distributions. Any ordinary shares allotted on vesting of the performance rights will rank equally with the fully paid ordinary shares of the Company (ALK) then on issue.</p> <p>c) Prior to vesting the share appreciation rights do not carry a right to vote or to receive dividends or distributions. Any ordinary shares allotted on vesting of the performance rights will rank equally with the fully paid ordinary shares of the Company (ALK) then on issue.</p>
<p>5 Issue price or consideration</p>	<p>a) Nil</p> <p>b) i) Nil ii) Nil</p> <p>c) Nil</p>
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>a) Discretionary bonus issue to employees of the Company and wholly owned subsidiary, Tomingley Gold Operations Pty Ltd in recognition of achievements during the financial year ending 30 June 2014 and as approved by shareholders on 19 November 2014.</p> <p>b) i) 1,953,700 performance rights granted to selected eligible employees including the Managing Director (as approved by shareholders on 19 November 2014) under the Company's STI FY2015. ii) 3,907,405 performance rights granted to selected eligible employees including the Managing Director (as approved by shareholders on 19 November 2014) under the Company's Long Term Incentive program for LTI FY2015 (for the period ending 30 June 2017).</p> <p>c) Share appreciation rights granted to selected eligible employees including the</p>

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

Managing Director (as approved by shareholders on 19 November 2014) under the Company's LTI FY2015 (for the period ending 30 June 2017).

6a	Is the entity an <sup>+</sup> eligible entity that has obtained security holder approval under rule 7.1A?  If Yes, complete sections 6b – 6h <i>in relation to the <sup>+</sup>securities the subject of this Appendix 3B</i> , and comply with section 6i	No.
6b	The date the security holder resolution under rule 7.1A was passed	N/A
6c	Number of <sup>+</sup> securities issued without security holder approval under rule 7.1	N/A
6d	Number of <sup>+</sup> securities issued with security holder approval under rule 7.1A	N/A
6e	Number of <sup>+</sup> securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	N/A
6f	Number of securities issued under an exception in rule 7.2	N/A
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	N/A

+ See chapter 19 for defined terms.

7	<p><sup>+</sup>Issue dates</p> <p>Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.</p> <p>Cross reference: item 33 of Appendix 3B.</p>	5 December 2014
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8	Number and <sup>+</sup> class of all <sup>+</sup> securities quoted on ASX ( <i>including</i> the securities in section 2 if applicable)	Number	<sup>+</sup> Class
		414,218,670	Fully paid ordinary shares (ALK).

9	Number and <sup>+</sup> class of all <sup>+</sup> securities not quoted on ASX ( <i>including</i> the securities in section 2 if applicable)	Number	<sup>+</sup> Class
		1,953,700	Employee performance rights STI FY2015
		3,907,405	Employee performance rights LTI FY2015
		10,550,000	Employee share appreciation rights LTI FY2015

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	There has been no change to Alkane's dividend policy.
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## Part 2 - Pro rata issue

11	Is security holder approval required?	
12	Is the issue renounceable or non-renounceable?	
13	Ratio in which the <sup>+</sup> securities will be offered	
14	<sup>+</sup> Class of <sup>+</sup> securities to which the offer relates	

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

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- |    |   |  |
|----|---|--|
| 15 | <sup>+</sup> 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 <sup>+</sup> security holders who will not be sent new issue documents<br><br>Note: Security holders must be told how their entitlements are to be dealt with.<br><br>Cross reference: rule 7.7. |  |
| 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   |  |
| 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 <sup>+</sup> security holders   |  |
| 25 | If the issue is contingent on security holders' approval, the date of the meeting   |  |
| 26 | Date entitlement and acceptance form and offer documents will be sent to persons entitled   |  |

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

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	+Issue date	

## 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 **Ordinary shares only**

(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

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+ See chapter 19 for defined terms.

## 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 +issue date 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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+ See chapter 19 for defined terms.



<p>41 Reason for request for quotation now</p> <p>Example: In the case of restricted securities, end of restriction period</p> <p>(if issued upon conversion of another security, clearly identify that other security)</p>	
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42	Number and <sup>+</sup> class of all <sup>+</sup> securities quoted on ASX ( <i>including</i> the securities in clause 38)	Number	<sup>+</sup> Class

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<sup>+</sup> 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:      ...[signed].....  
Joint Company Secretary

Date: 5 December 2014

Print name:      Karen Brown

*Note: Appendix 3B – Annexure 1 intentionally excluded as not applicable.*

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+ See chapter 19 for defined terms.



5 December 2014

The Manager  
Market Announcements Office  
ASX Limited  
20 Bridge Street  
Sydney NSW 2000

Dear Sir/Madam

**Alkane Resources Ltd (ASX code: ALK)**  
**Notice under section 708A(5)(e) of the Corporations Act 2001**

This notice is given by Alkane Resources Ltd ("**Issuer**"), under section 708A(5)(e) of the Corporations Act 2001 ("**Act**").

The Issuer today issued 1,579,670 fully paid ordinary shares ("**Shares**") at an issue price of nil per Share to employees in accordance with shareholder approval dated 19 November 2014.

The Issuer advises that:

- (a) the Shares were issued without disclosure to investors under Part 6D.2 of the Act;
- (b) as a disclosing entity, the Issuer is subject to regular reporting and disclosure obligations;
- (c) as at the date of this notice, the Issuer has complied with:
  - (i) the provisions of Chapter 2M of the Act, as they apply to the Issuer; and
  - (ii) section 674 of the Act; and
- (d) as at the date of this notice, there is no information that is 'excluded information' within the meanings of sections 708A(7) and 708A(8) of the Act.

Yours faithfully,  
for **ALKANE RESOURCES LTD**

D I Chalmers  
**Managing Director**

# Appendix 3Y

## Change of Director's Interest Notice

*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 30/9/2001.

Name of entity	Alkane Resources Ltd
ABN	35 000 689 216

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	David Ian CHALMERS
Date of last notice	28.03.2014

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Direct or indirect interest	<ul style="list-style-type: none"> <li>a) Direct Interest</li> <li>b) Indirect Interest</li> <li>c) Indirect Interest</li> </ul>
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	<ul style="list-style-type: none"> <li>a) N/A</li> <li>b) Leefab Pty Ltd – a company of which the Director is a director and beneficiary</li> <li>c) Multi Metal Consultants Pty Ltd &lt;MMC Superannuation A/C&gt; - a superfund account of which the director is a beneficiary</li> </ul>
Date of change	5 December 2014
No. of securities held prior to change	<ul style="list-style-type: none"> <li>a) Nil</li> <li>b) i) 2,293,713 ALK</li> <li>c) i) 125,141 ALK</li> </ul>
Class	<ul style="list-style-type: none"> <li>i) Ordinary fully paid shares ALK</li> <li>ii) Performance rights subject to financial year 2015 short term incentive program (STI FY2015) vesting conditions and performance hurdles</li> <li>iii) Performance rights subject to financial year 2015 long term incentive program (LTI FY2015) vesting conditions and performance hurdles</li> <li>iv) Share appreciation rights subject to long term incentive program (LTI FY2015) vesting conditions and performance hurdles</li> </ul>
Number acquired	<ul style="list-style-type: none"> <li>a)               <ul style="list-style-type: none"> <li>ii) 333,333 STI FY2015 performance rights</li> <li>iii) 666,667 LTI FY2015 performance rights</li> <li>iv) 1,800,000 LTI FY2015 share appreciation rights</li> </ul> </li> <li>b) N/A</li> <li>c) N/A</li> </ul>

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

Number disposed	a) N/A b) N/A c) N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	a) ii) Nil iii) Nil iv) Nil b) N/A c) N/A
No. of securities held after change	d) ii) 333,333 STI FY2015 performance rights iii) 666,667 LTI FY2015 performance rights iv) 1,800,000 LTI FY2015 share appreciation rights a) 2,293,723 ALK b) 125,141 ALK
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Granting of performance rights pursuant to short and long term incentive plans and granting of share appreciation rights pursuant to long term incentive plan as approved by shareholders on 19 November 2014

**Part 2 – Change of director's interests in contracts**

Detail of contract	N/A
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

+ See chapter 19 for defined terms.

Part 3 – <sup>+</sup>Closed period

Were the interests in the securities or contracts detailed above traded during a <sup>+</sup> closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

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