

# Appendix 3B

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

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

**OROCOBRE LIMITED**

ABN

**31 112 589 910**

We (the entity) give ASX the following information:

### Part 1 - All issues

1	Class of securities issued or to be issued	Fully Paid Ordinary Shares				
2	Number of securities issued or to be issued (if known) or maximum number which may be issued	14,296,771				
3	Principal terms of the securities	As per existing ordinary shares				
4	Do the securities rank equally in all respects from the date of allotment with an existing class of quoted securities?	Yes				
5	Issue price or consideration	\$2.10				
6	Purpose of the issue	Fund development initiatives & working capital.				
7	Dates of entering securities into uncertificated holdings or despatch of certificates.	21 November 2013				
8	Number and class of all securities quoted on ASX	<table border="1"> <thead> <tr> <th>Number</th> <th>Class</th> </tr> </thead> <tbody> <tr> <td>132,041,911</td> <td>Ordinary Shares</td> </tr> </tbody> </table>	Number	Class	132,041,911	Ordinary Shares
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132,041,911	Ordinary Shares					
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9	Number and class of all securities not quoted on ASX	400,000	Options exercisable at \$2.03 on or before 30 June 2015
		650,000	Options exercisable at \$1.50 on or before 30 November 2016
		350,000	Options exercisable at \$1.50 on or before 31 July 2017
		301,092	Options exercisable at \$2.20, 30 days after the later of 31 August 2015 or the date of release of the Company's financial results for the 2014/2015 financial year
		200,000	Options exercisable at \$1.50 on or before 31 May 2018
		140,792	Performance rights exercisable at \$0.00 on or before 30 September 2015

10 Dividend policy on the increased capital (interests) Not Applicable

**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

19 Closing date for receipt of acceptances or renunciations

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- 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 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 in full through a broker?
- 31 How do security holders sell part 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

- 34 Type of securities (*tick one*)
- (a)  Securities described in Part 1
- (b)  All other 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

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- 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 not, 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, 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					
42	Number and class of all securities quoted on ASX (including the securities in clause 38)	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: center; padding: 5px;">Number</th> <th style="text-align: center; padding: 5px;">Class</th> </tr> </thead> <tbody> <tr> <td style="height: 30px;"></td> <td></td> </tr> </tbody> </table>	Number	Class		
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.
  - 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.
  - 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.

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- 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.
- 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: 21 November 2013

Print name: **NEIL KAPLAN**