

# 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

**GOLDEN CROSS RESOURCES LTD**

ABN

ABN 65 063 075 178

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) Ordinary shares  
(b) Options

2 Number of +securities issued or to be issued (if known) or maximum number which may be issued

(a) 453,732,034 Ordinary shares  
(b) 453,732,034 Options

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)

(a) Ordinary fully paid shares  
(b) Options to subscribe for newly issued ordinary fully paid share with an exercise price of 4 cents each and an expiry date of 31 March 2011.

For personal use only

<p>4 Do the <sup>+</sup>securities rank equally in all respects from the date of allotment 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) Yes, the shares will rank equally with existing ordinary shares.</p> <p>(b) The options are a new class of securities although any shares issued pursuant to their exercise will rank equally with existing ordinary shares.</p>						
<p>5 Issue price or consideration</p>	<p>Rights issue of shares (plus free options) offered at 1.8 cents per share (plus free option) on the basis of 1 share (plus 1 free option) for every 2 shares held on the record date.</p>						
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Raising \$8,167,176 (before the costs of the issue) to fund developing a feasibility study of Golden Cross' prospects at Copper Hill, New South Wales, and other working capital requirements.</p>						
<p>7 Dates of entering <sup>+</sup>securities into uncertificated holdings or despatch of certificates</p>	<p>Tuesday 20 April 2010</p>						
<p>8 Number and <sup>+</sup>class of all <sup>+</sup>securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: center;">Number</th> <th style="text-align: center;"><sup>+</sup>Class</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1,361,196,102</td> <td>Fully paid ordinary shares.</td> </tr> <tr> <td style="text-align: center;">453,732,034</td> <td>4 cent options expiring 31 March 2011.</td> </tr> </tbody> </table>	Number	<sup>+</sup> Class	1,361,196,102	Fully paid ordinary shares.	453,732,034	4 cent options expiring 31 March 2011.
Number	<sup>+</sup> Class						
1,361,196,102	Fully paid ordinary shares.						
453,732,034	4 cent options expiring 31 March 2011.						

+ See chapter 19 for defined terms.

For personal use only

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

	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	245,000	20.07.2010 employee options ex 10c
	6,750,000	31.03.2011 employee options ex 10c
	540,000	06.10.2011 employee options ex 10c
	1,850,000	10.07.2012 employee options ex 10c
	<u>3,600,000</u>	04.07.2013 employee options ex 10c
	<u>12,985,000</u>	Total employee options ex 10c
	5,000,000	31.03.2011 employee options ex 8c

10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	The Company doesn't expect to pay dividends in the near future.
---	---

**Part 2 - Bonus issue or pro rata issue**

11 Is security holder approval required?	No
12 Is the issue renounceable or non-renounceable?	Non-renounceable
13 Ratio in which the +securities will be offered	1 share (plus free option) for every 2 shares held.
14 +Class of +securities to which the offer relates	Ordinary shares.
15 +Record date to determine entitlements	Wednesday 24 March 2010.
16 Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	No.
17 Policy for deciding entitlements in relation to fractions	Fractional entitlements will be rounded down to the nearest whole number of new shares and options.

+ See chapter 19 for defined terms.

For personal use only

18	Names of countries in which the entity has <sup>+</sup> security holders who will not be sent new issue documents  Note: Security holders must be told how their entitlements are to be dealt with.  Cross reference: rule 7.7.	The prospectus will only be sent to shareholders with registered addresses in Australia or New Zealand.
19	Closing date for receipt of acceptances or renunciations	Monday 12 April 2010.
20	Names of any underwriters	Yu Jin Investment Co. Pte Ltd, a company associated with HQ Mining Resources Holding Pty Ltd.
21	Amount of any underwriting fee or commission	None.
22	Names of any brokers to the issue	None.
23	Fee or commission payable to the broker to the issue	Not applicable.
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of <sup>+</sup> security holders	Not applicable.
25	If the issue is contingent on <sup>+</sup> security holders' approval, the date of the meeting	Not applicable.
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	Thursday 25 March 2010.
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	Tuesday 16 March 2010.
28	Date rights trading will begin (if applicable)	Not applicable.

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

For personal use only

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

---

29	Date rights trading will end (if applicable)	Not applicable.
30	How do <sup>+</sup> security holders sell their entitlements <i>in full</i> through a broker?	Not applicable.
31	How do <sup>+</sup> security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	Not applicable.
32	How do <sup>+</sup> security holders dispose of their entitlements (except by sale through a broker)?	Not applicable.
33	<sup>+</sup> Despatch date	Tuesday 20 April 2010.

### 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
- (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 <sup>+</sup>securities are <sup>+</sup>equity securities, the names of the 20 largest holders of the additional <sup>+</sup>securities, and the number and percentage of additional <sup>+</sup>securities held by those holders
- 36  If the <sup>+</sup>securities are <sup>+</sup>equity securities, a distribution schedule of the additional <sup>+</sup>securities setting out the number of holders in the categories  
1 - 1,000  
1,001 - 5,000

---

+ See chapter 19 for defined terms.

For personal use only

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)

42	Number and +class of all +securities quoted on ASX ( <i>including</i> the securities in clause 38)	<b>Number</b>	<b>+Class</b>

+ See chapter 19 for defined terms.

For personal use only

**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:



(Simon Lennon, Company Secretary)

Date: 16 March 2010

---

+ See chapter 19 for defined terms.

For personal use only