

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:

Mining Projects Group Limited (ASX: MPJ)

ABN:

84 006 189 331

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 Fully Paid Shares (MPJ)

b) Listed Options (MPJO) |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | a) 9,299,569

b) 9,299,569 |
| 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 (MPJ)

b) Listed Options exercisable at \$0.02 per option on or before 28 th February 2013 (MPJO).

Upon exercise, option holders shall receive one ordinary share per option exercised, plus shares a further additional option exercisable at \$0.03 per option on or before 28 February 2014. |

+ See chapter 19 for defined terms.

4 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

a) Yes (MPJ)
b) Yes, upon exercise (MPJ)

5 Issue price or consideration

a) \$185,991.38
b) Nil (Free attaching 1:1 options)

6 Purpose of the issue
(If issued as consideration for the acquisition of assets, clearly identify those assets)

Issue of new securities pursuant to the Non-Renounceable Rights Issue as detailed in the Prospectus announced to the ASX on 11th Nov 2011.

7 Dates of entering +securities into uncertificated holdings or despatch of certificates

Thursday 8th December 2011

	Number	+Class
8	83,754,451*	Ordinary fully paid shares (MPJ)
	41,299,175	Options exercisable at \$0.10 on or before 6 th July 2014 (MPJOA)
	9,299,569*	Listed Options exercisable at \$0.02 per option on or before 28 th February 2013 (MPJO).
		Upon exercise, option holders shall receive one ordinary share per option exercised, plus shares a further additional option exercisable at \$0.03 per option on or before 28 February 2014.

* **Note:** This value does not include 40,337,019 new shares and 40,337,019 new MPJO options to be issued to the Underwriter as part of the shortfall from the Non-Renounceable Rights Issue.

9 Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)

Number	+Class		
	Amount	Exercise Price	Expiration Date
400,000	\$0.10	5 October 2015	MPJAI
500,000	\$0.25	5 October 2015	MPJAI
500,000	\$0.50	5 October 2015	MPJAI
1,400,000	Total		

10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)

Unchanged

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

Note: Security holders must be told how their entitlements are to be dealt with.

Cross reference: rule 7.7.

19 Closing date for receipt of acceptances or renunciations

20 Names of any underwriters

+ See chapter 19 for defined terms.

- 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

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 +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 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

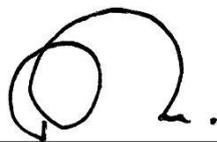
(if issued upon conversion of another security, clearly identify that other security)

	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)	<input type="text"/>	<input type="text"/>

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.
 - 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: Thursday 8th December 2010

Print Name:

Richard Revelins



The CFO Solution

08.12.2011

+ See chapter 19 for defined terms.

Spread & Top 20 Listing

Date - 8/12/2011 Time - 11.52.20
 User - SUE SRSPTP

* - Current Status - *
Units % of issued

* - As at:30/11/11 - *
Units % of issued

	<u>Holder name</u>	<u>Designation</u>	<u>Units</u>	<u>% of issued</u>	<u>Units</u>	<u>% of issued</u>	
1 *	QUEENSLAND M M PL	QMM S/F A/C	7,389,318	8.82%	7,389,318	9.92%	1
2	BURFORD MATTHEW		3,800,000	4.54%	30,000	.04%	322
3	JP MORGAN NOM AUST LTD	CASH INCOME A/C	2,943,361	3.51%	2,780,529	3.73%	2
4	SEMERDZIEV IANAKI		2,729,434	3.26%	2,729,434	3.67%	3
5	PTNRS CAPFIN		2,025,000	2.42%	2,025,000	2.72%	4
6 *	DARONTACK PL		2,007,461	2.40%			
7	TRE PL	TIME ROAD SUPER A/	1,865,000	2.23%	1,865,000	2.50%	6
8	CRUMP ANDREW C + T C		1,538,500	1.84%	1,538,500	2.07%	7
9	ACTIONETTE PL	CHRISTINE FROST S/	1,502,500	1.79%	1,502,500	2.02%	8
10 *	RONAY INV PL		1,489,099	1.78%			
11	BRIEN ALAN + MELINDA	A & M BRIEN S/F A/	1,435,201	1.71%	1,435,201	1.93%	10
12	PEREGRINE CORP LTD		1,338,267	1.60%	1,338,267	1.80%	11
13	BLAKE GAVIN STUART		1,310,970	1.57%	786,582	1.06%	15
14	AURALANDIA NL		1,000,000	1.19%	1,000,000	1.34%	12
15	DAVISON RODNEY KENNETH		1,000,000	1.19%	1,000,000	1.34%	13
16	LAMPAM PL		964,156	1.15%	964,156	1.29%	14
17	ELLIOTT HLDGS PL	ATF CBM FAM A/C	833,334	.99%	500,000	.67%	24
18	COPPER OAK PL	ROD PETERS S/F A/C	720,000	.86%	720,000	.97%	16
19 *	CFO SOLUTION TEAM PL	CFO SOLUTION TEAM	717,620	.86%			
20	NAKHLE PAULUS SALEEM		669,084	.80%	669,084	.90%	17

*** Top 20 total ***

37,278,305 44.51%

28,273,571 37.97%

** All holders included

* - Denotes merged holder

<u>Spread of holdings</u>	<u>Holders</u>	<u>Securities</u>	<u>% of issued capital</u>
NIL holding			
1 - 1,000	1167	427,331	.51 %
1,001 - 5,000	952	2,561,673	3.06 %
5,001 - 10,000	392	3,104,529	3.71 %
10,001 - 100,000	599	18,695,991	22.32 %
100,001 -	115	58,964,927	70.40 %
Total on register	3225	83,754,451	100.00 %
Total overseas holders	134	5,621,596	6.71 %
<u>Analysis by location</u>			
Overseas	134	5,621,596	6.71 %
Australia :			
ACT	38	272,975	.33 %
NSW	825	16,690,521	19.93 %
VIC	692	33,410,456	39.89 %
QLD	397	9,314,741	11.12 %
SA	231	6,440,364	7.69 %
WA	565	10,582,763	12.64 %
TAS	39	370,786	.44 %
NT	24	217,450	.26 %
Address unknown	280	832,799	.99 %
Total	3225	83,754,451	100.00 %

** ALL holders included

*** Common holders merged into one holding

<u>Code</u>	<u>Country</u>	<u>No of Holders</u>	<u>Total Securities</u>
ARE	UNITED ARAB EMIRATES	1	5,800
BEL	BELGIUM	1	15,327
CAN	CANADA	2	61,878
CHN	CHINA	3	34,358
CIL	CHANNEL ISLANDS	2	300
DEU	GERMANY FEDERAL REPUBLIC	2	29,667
DMA	DOMINICA COMMONWEALTH OF	1	1,200
GBR	UNITED KINGDOM GB & N I	16	256,837
HKG	HONG KONG	4	199,026
HUN	HUNGARY REPUBLIC OF	1	5,405
IRL	IRELAND	1	1,480
ISM	ISLE OF MAN	1	2,025,000
JPN	JAPAN	5	18,221
MUS	MAURITIUS REPUBLIC OF	1	50
MYS	MALAYSIA	4	14,886
NZL	NEW ZEALAND	58	1,129,922
PER	PERU REPUBLIC OF	1	1,400
PHL	PHILIPPINES REPUBLIC OF	1	60,000
PNG	PAPUA NEW GUINEA	9	104,587
POL	POLAND REPUBLIC OF	1	6,000
SGP	SINGAPORE	3	544,589
THA	THAILAND	3	612,849
USA	UNITED STATES OF AMERICA	12	492,812
	Other countries(1)	1	2
Foreign investment		134	5,621,596
Australian investment		3,091	78,132,855
Totals:-		3,225	83,754,451
% Foreign to total		7.19%	

** ALL holders included

*** Common holders merged into one holding

MINING PROJECTS GROUP LIMITED
 MINING PROJECTS GROUP LIMITED OPTS EXPIRING 28/02/13 \$0.02
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Spread & Top 20 Listing

Date - 8/12/2011 Time - 11.54.26

User - SUE SRSPTP

- As at: 0/00/00 -

		- Current Status -		*- As at: 0/00/00 -*	
Holder name	Designation	Units	% of issued	Units	% of issued
1	BURFORD MATTHEW	3,770,000	40.54%		
2	BLAKE GAVIN STUART	524,388	5.64%		
3	FRIEND MICHAEL JOHN	518,000	5.57%		
4	BEACH LAURENCE PERCY	384,500	4.13%		
5	ELLIOTT HLDGS PL	333,334	3.58%		
6	FOONG SWEE KAI	290,834	3.13%		
7 *	CFO SOLUTION TEAM PL	287,048	3.09%		
8	CARROLL RODNEY LEWIS	200,000	2.15%		
9	HAY TREVOR NEIL	200,000	2.15%		
10	JP MORGAN NOM AUST LTD	162,832	1.75%		
11 *	BRIDUN PL	143,334	1.54%		
12	WEE WOON LIAN	133,334	1.43%		
13	NEWELL SALLY ANNE	125,000	1.34%		
14	TATLOW NOM PL	110,000	1.18%		
15	THNG HOOI HAW	100,000	1.08%		
16	LEHMANN DENNIS H + A J	100,000	1.08%		
17	SECURITY TRANSFER REGISTR	99,958	1.07%		
18	AUST INV ORIENTAL NOM LTD	82,500	.89%		
19	EVANS JAMES + NADIA	70,000	.75%		
20 *	NEW AGE ENERGY PL	66,667	.72%		
*** Top 20 total ***		7,701,729	82.81%		%

** All holders included

* - Denotes merged holder

<u>Spread of holdings</u>	<u>Holders</u>	<u>Securities</u>	<u>% of issued capital</u>
NIL holding			
1 - 1,000	53	22,406	.24 %
1,001 - 5,000	69	197,061	2.12 %
5,001 - 10,000	42	311,938	3.35 %
10,001 - 100,000	44	1,585,560	17.05 %
100,001 -	14	7,182,604	77.24 %
Total on register	222	9,299,569	100.00 %
Total overseas holders	8	718,835	7.73 %
<u>Analysis by location</u>			
Overseas	8	718,835	7.73 %
Australia :			
ACT	1	2,794	.03 %
NSW	61	1,071,654	11.52 %
VIC	54	1,182,455	12.72 %
QLD	21	740,303	7.96 %
SA	20	3,919,113	42.14 %
WA	48	1,561,193	16.79 %
TAS	6	69,068	.74 %
NT	1	6,000	.06 %
Address unknown	2	28,154	.30 %
Total	222	9,299,569	100.00 %

** ALL holders included

*** Common holders merged into one holding

MINING PROJECTS GROUP LIMITED
MINING PROJECTS GROUP LIMITED OPTS EXPIRING 28/02/13 \$0.02
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Foreign Investment Analysis Date - 8/12/2011 Time - 11.54.26
User - SUE SRSPTP

<u>Code</u>	<u>Country</u>	<u>No of Holders</u>	<u>Total Securities</u>
NZL	NEW ZEALAND	8	718,835
	Foreign investment	8	718,835
	Australian investment	214	8,580,734
	Totals:-	222	9,299,569
	% Foreign to total	8.37%	

** ALL holders included

*** Common holders merged into one holding