

# 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

### 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,c) Ordinary Fully Paid Shares (MPJ)<br>b) Unlisted Options ("New Class")<br>d) Unlisted Options (MPJAK)  |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | a) 30,000,000<br>b) 30,000,000<br>c) 43,686<br>d) 43,686   |
| 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,c) Pari Passu with existing Ordinary Fully Paid Shares (MPJ)<br>b) Unlisted Options exercisable at \$0.01 per option, expiring 30 June 2016 ("New Class")<br>d) Unlisted Options exercisable at \$0.03 per option, expiring 28 February 2014 (MPJAK) |

4	Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?	a,c) Yes, (MPJ) b,d) Yes, upon exercise
	<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>	
5	Issue price or consideration	a,b) Nil c) \$873.72 d) Nil
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	a,b) As per resolution 4 to 7 approved by shareholders at the General Meeting of the Company held on 1 <sup>st</sup> March 2013 c) Exercise of Listed Options (MPJO) d) MPJAK options issued as per terms of MPJO options whereby the holder receives one free MPJAK option for every MPJO option exercised
6a	Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?	Yes
	If Yes, complete sections 6b – 6h <i>in relation to the +securities the subject of this Appendix 3B</i> , and comply with section 6i	
6b	The date the security holder resolution under rule 7.1A was passed	29 <sup>th</sup> November 2012
6c	Number of +securities issued without security holder approval under rule 7.1	Nil
6d	Number of +securities issued with security holder approval under rule 7.1A	Nil

6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	<p>a) 30,000,000 Ordinary Shares</p> <p>b) 30,000,000 Listed Options General Meeting 1<sup>st</sup> March 2012</p> <p>c,d) Exercise of 43,686 MPJO Options</p>																																
6f	Number of securities issued under an exception in rule 7.2	Nil																																
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	Refer to the attached Annexure 1																																
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	5 <sup>th</sup> March 2013																																
8	Number and +class of all +securities quoted on ASX ( <i>including</i> the securities in section 2 if applicable)	<table border="1"> <thead> <tr> <th data-bbox="756 1200 1002 1238">Number</th> <th data-bbox="1002 1200 1423 1238">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="756 1238 1002 1294">300,166,840</td> <td data-bbox="1002 1238 1423 1294">Ordinary Shares (MPJ)</td> </tr> <tr> <td data-bbox="756 1294 1002 1422">41,299,175</td> <td data-bbox="1002 1294 1423 1422">Listed Options exercisable at \$0.10 per option on, or before 6 July 2014. (MPJOA)</td> </tr> <tr> <td data-bbox="756 1422 1002 1597">105,282,868</td> <td data-bbox="1002 1422 1423 1597">Listed Options exercisable at \$0.015 per option on, or before, 30 November 2014. (MPJOB)</td> </tr> </tbody> </table>	Number	+Class	300,166,840	Ordinary Shares (MPJ)	41,299,175	Listed Options exercisable at \$0.10 per option on, or before 6 July 2014. (MPJOA)	105,282,868	Listed Options exercisable at \$0.015 per option on, or before, 30 November 2014. (MPJOB)																								
Number	+Class																																	
300,166,840	Ordinary Shares (MPJ)																																	
41,299,175	Listed Options exercisable at \$0.10 per option on, or before 6 July 2014. (MPJOA)																																	
105,282,868	Listed Options exercisable at \$0.015 per option on, or before, 30 November 2014. (MPJOB)																																	
9	Number and +class of all +securities not quoted on ASX ( <i>including</i> the securities in section 2 if applicable)	<table border="1"> <thead> <tr> <th data-bbox="756 1641 911 1680">Number</th> <th colspan="3" data-bbox="911 1641 1423 1680">+Class</th> </tr> <tr> <th data-bbox="756 1680 911 1740">Amount</th> <th data-bbox="911 1680 1043 1740">Exercise Price</th> <th data-bbox="1043 1680 1214 1740">Expiration Date</th> <th data-bbox="1214 1680 1423 1740">ASX Code</th> </tr> </thead> <tbody> <tr> <td data-bbox="756 1740 911 1778">400,000</td> <td data-bbox="911 1740 1043 1778">\$0.10</td> <td data-bbox="1043 1740 1214 1778">5 Oct 2015</td> <td data-bbox="1214 1740 1423 1778">MPJAI</td> </tr> <tr> <td data-bbox="756 1778 911 1816">500,000</td> <td data-bbox="911 1778 1043 1816">\$0.25</td> <td data-bbox="1043 1778 1214 1816">5 Oct 2015</td> <td data-bbox="1214 1778 1423 1816">MPJAI</td> </tr> <tr> <td data-bbox="756 1816 911 1854">500,000</td> <td data-bbox="911 1816 1043 1854">\$0.50</td> <td data-bbox="1043 1816 1214 1854">5 Oct 2015</td> <td data-bbox="1214 1816 1423 1854">MPJAI</td> </tr> <tr> <td data-bbox="756 1854 911 1892">63,686</td> <td data-bbox="911 1854 1043 1892">\$0.03</td> <td data-bbox="1043 1854 1214 1892">28 Feb 2014</td> <td data-bbox="1214 1854 1423 1892">MPJAK</td> </tr> <tr> <td data-bbox="756 1892 911 1930">30,000,000</td> <td data-bbox="911 1892 1043 1930">\$0.01</td> <td data-bbox="1043 1892 1214 1930">30 Jun 2016</td> <td data-bbox="1214 1892 1423 1930">"NEW CLASS"</td> </tr> <tr> <td data-bbox="756 1930 911 2002"><b>31,463,686</b></td> <td data-bbox="911 1930 1043 2002"><b>Total</b></td> <td data-bbox="1043 1930 1214 2002"></td> <td data-bbox="1214 1930 1423 2002"></td> </tr> </tbody> </table>	Number	+Class			Amount	Exercise Price	Expiration Date	ASX Code	400,000	\$0.10	5 Oct 2015	MPJAI	500,000	\$0.25	5 Oct 2015	MPJAI	500,000	\$0.50	5 Oct 2015	MPJAI	63,686	\$0.03	28 Feb 2014	MPJAK	30,000,000	\$0.01	30 Jun 2016	"NEW CLASS"	<b>31,463,686</b>	<b>Total</b>		
Number	+Class																																	
Amount	Exercise Price	Expiration Date	ASX Code																															
400,000	\$0.10	5 Oct 2015	MPJAI																															
500,000	\$0.25	5 Oct 2015	MPJAI																															
500,000	\$0.50	5 Oct 2015	MPJAI																															
63,686	\$0.03	28 Feb 2014	MPJAK																															
30,000,000	\$0.01	30 Jun 2016	"NEW CLASS"																															
<b>31,463,686</b>	<b>Total</b>																																	

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

## 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

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

Example: In the case of restricted securities, end of restriction period

	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.
  - 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: Tuesday, 5<sup>th</sup> March 2013

Print Name:

Phillip Hains



**The CFO Solution**

5 March 2013

# Appendix 3B – Annexure 1

## Calculation of placement capacity under rule 7.1 and rule 7.1A for <sup>+</sup> eligible entities

Introduced 01/08/12

### Part 1

\*All calculations are based on a post consolidation basis.

<b>Rule 7.1 – Issues exceeding 15% of capital</b>	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>Insert</b> number of fully paid ordinary securities on issue 12 months before date of issue or agreement to issue	124,091,470
<b>Add</b> the following: <ul style="list-style-type: none"> <li>• Number of fully paid ordinary securities issued in that 12 month period under an exception in rule 7.2</li> <li>• Number of fully paid ordinary securities issued in that 12 month period with shareholder approval</li> <li>• Number of partly paid ordinary securities that became fully paid in that 12 month period</li> </ul> <i>Note:</i> <ul style="list-style-type: none"> <li>• Include only ordinary securities here – other classes of equity securities cannot be added</li> <li>• Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</li> <li>• It may be useful to set out issues of securities on different dates as separate line items</li> </ul>	105,289,176 (LR 7.2) 50,069,994 (LR 7.3)
<b>Subtract</b> the number of fully paid ordinary securities cancelled during that 12 month period	Nil
<b>“A”</b>	279,450,640

<b>Step 2: Calculate 15% of “A”</b>	
<b>“B”</b>	0.15 <i>[Note: this value cannot be changed]</i>
<b>Multiply “A” by 0.15</b>	41,917,596



<b>Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used</b>	
<p><b>Insert</b> number of equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> <li>• Under an exception in rule 7.2</li> <li>• Under rule 7.1A</li> <li>• With security holder approval under rule 7.1 or rule 7.4</li> </ul> <p><b>Note:</b></p> <ul style="list-style-type: none"> <li>• <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i></li> <li>• <i>Include here (if applicable ) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	20,716,200
<b>“C”</b>	20,716,200

<b>Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1</b>	
<p>“A” x 0.15</p> <p><i>Note: number must be same as shown in Step 2</i></p>	41,917,596
<p><b>Subtract “C”</b></p> <p><i>Note: number must be same as shown in Step 3</i></p>	20,716,200
<p><b>Total</b> [“A” x 0.15] – “C”</p>	<p>21,201,396</p> <p><b>[Note:</b> <i>this is the remaining placement capacity under rule 7.1]</i></p>

## Part 2

### Rule 7.1A – Additional placement capacity for eligible entities

#### Step 1: Calculate “A”, the base figure from which the placement capacity is calculated

<b>“A”</b> <i>Note: number must be same as shown in Step 1 of Part 1</i>	279,450,640
---	-------------

#### Step 2: Calculate 10% of “A”

<b>“D”</b>	0.10 <i><b>Note:</b> This value cannot be changed</i>
<b>Multiply “A” by 0.10</b>	27,945,064

#### Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used

<b>Insert</b> number of equity securities issued or agreed to be issued in that 12 month period under rule 7.1A  <i>Notes:</i> <ul style="list-style-type: none"> <li>• This applies to equity securities – not just ordinary securities</li> <li>• Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</li> <li>• Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</li> <li>• It may be useful to set out issues of securities on different dates as separate line items</li> </ul>	Nil
<b>“E”</b>	Nil

#### Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A

<b>“A” x 0.10</b> <i>Note: number must be same as shown in Step 2</i>	27,945,064
<b>Subtract “E”</b> <i>Note: number must be same as shown in Step 3</i>	Nil
<b>Total [“A” x 0.10] – “E”</b>	27,945,064 <i><b>Note:</b> This is the remaining placement capacity under rule 7.1A</i>

## ASX ANNOUNCEMENT

### Notice Under Section 708A(5) of the Corporations Act [ASX Code: MPJ]

Tuesday 5<sup>th</sup> March 2013

This notice is given under paragraph (5)(e) of section 708A of the Corporations Act.

Type:	Shares	Options
Class/Description:	a) Ordinary (Fully Paid)	b) Unlisted, exercisable @\$0.01 on or before 30 June 2016 d) Unlisted, exercisable @ \$0.03 per option on or before 28 February 2014
ASX Code:	MPJ	b) TBA d) MPJAK
Date of Issue:	5 <sup>th</sup> March 2013	5 <sup>th</sup> March 2013
Number Issued:	a) 30,000,000	b) 30,000,000 d) 43,686
Issue Price per Security:	a) Nil consideration	b) Nil Consideration d) Nil Consideration

The Company intends to apply to Australian Stock Exchange Limited for quotation of the above shares.

Accordingly the Company gives notice under section 708A(5)(e) of the *Corporations Act 2001* (Cth) (the "Corporations Act") that:

1. the abovementioned ordinary shares were issued without disclosure to investors under Part 6D.2 of the *Corporations Act*;
2. as at the date of this notice the Company has complied with:
  - (i) the provisions of Chapter 2M *Corporations Act* as they apply to the Company; and
  - (ii) section 674 *Corporations Act*; and
3. as at the date of this notice there is no "excluded information" (as defined in subsection 708A(7) of the *Corporations Act*) which is required to be disclosed by the Company.

For and on behalf of the Company,



Phillip Hains  
Company Secretary