

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.

Name of Entity:

Mining Projects Group Limited (ASX Code: 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 Shares (MPJ)
b) Options (new class) |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | a) 282,190,050
b) 282,190,050 |
| 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) Para passu with existing ordinary shares
b) Options exercisable at \$0.002 on or before 6 July 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

5 Issue price or consideration

a) \$0.002 per share
b) Nil – free attaching option 1:1 to (a)

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

Issued to investors as per prospectus dated 16th June 2009.

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

21st July 2009

8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)

Code	Ordinary Shares	Options	Exercise Price	Expiry Date	Escrow Release
MPJ	2,115,844,112	-	-	-	-
MPJO	-	1,023,036,413	\$0.009	31/07/2009	-
New Class		282,190,050	\$0.002	6/07/2014	-
Listed Total	2,115,844,112	1,305,226,463			

+ See chapter 19 for defined terms.

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

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

+ See chapter 19 for defined terms.

- | | | |
|----|---|--|
| 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 | |

+ See chapter 19 for defined terms.

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

+ See chapter 19 for defined terms.

Entities that have ticked box 34(b)

38 Number of securities for which +quotation is sought

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39 Class of +securities for which quotation is sought

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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

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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)

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	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)		

+ 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.
 - 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:



Date: 21st July 2009

Print Name:

Richard Revelins
Director



The CFO Solution

21.07.09

+ See chapter 19 for defined terms.

Mining Projects Group Limited

Top 20 Holders of New Class of Options Post Allotment of Securities as per Prospectus

	<u>HOLDER NAME</u>	<u>DESIGNATION</u>	<u>UNITS</u>	<u>% OF ISSUED</u>
1 *	DARONTACK PL		16,580,842	5.88%
2	NEFCO NOM PL		13,500,000	4.78%
3	DARWELL HUGH		11,788,889	4.18%
4	RICHARDS NICHOLAS C		10,700,000	3.79%
5	ANZ NOM LTD	CASH INCOME A/C	8,813,584	3.12%
6	THOMSON T + B H T C S	THOMSON FAM SMSF A	7,635,500	2.71%
7	AUSSIE HOMES QLD PL	MASCALI S/F A/C	6,214,767	2.20%
8	CARROLL RODNEY LEWIS		6,000,000	2.13%
9	XU WEI ZE		5,700,000	2.02%
10	SONIC HLDGS PL	SONIC HLDGS UNIT A	5,000,000	1.77%
11	COPPER OAK PL	ROD PETERS S/F A/C	4,907,634	1.74%
12	WORSWICK BARRY J + V C	WORSWICK S/F A/C	4,196,534	1.49%
13 *	STANHOPE ACCOUNTING SVCS		3,281,250	1.16%
14	ALEMANA INV LTD		3,250,000	1.15%
15	DALY HAROLD WALTER + M H	DALY S/F ACCOUNT	3,000,000	1.06%
16	KASTIN PL		2,912,500	1.03%
17	LI JACK YUEJIN		2,820,517	1.00%
18 *	BRIDUN PL	DUNKLEY S/F A/C	2,750,000	0.97%
19	THNG HOOI HAW		2,500,000	0.89%
20	WEN LUCY		2,500,000	0.89%
	*** TOP 20 TOTAL ***		124,052,017	43.96%

Mining Projects Group Limited

Spread and Percentage Ownership of New Class of Options Post Allotment of Securities as per Prospectus

<u>SPREAD OF HOLDINGS</u>	<u>HOLDERS</u>	<u>UNITS</u>	<u>% OF ISSUED CAPITAL</u>
NIL HOLDING			
1 - 1,000	25	12,089	.00 %
1,001 - 5,000	23	51,470	.02 %
5,001 - 10,000	28	217,474	.08 %
10,001 - 100,000	276	14,707,391	5.21 %
100,001 -	<u>293</u>	<u>267,201,626</u>	<u>94.69 %</u>
TOTAL ON REGISTER	<u>645</u>	<u>282,190,050</u>	<u>100.00 %</u>

ANALYSIS BY LOCATION (EXCLUDES ZERO HOLDERS)

OVERSEAS	14	17,244,166	6.11 %
AUSTRALIA :			
ACT	14	2,763,016	.98 %
NSW	186	61,010,180	21.62 %
VIC	134	87,430,191	30.98 %
QLD	70	21,496,217	7.62 %
SA	66	29,194,755	10.35 %
WA	144	61,063,980	21.64 %
TAS	10	560,998	.20 %
NT	1	150,000	.05 %
ADDRESS UNKNOWN	<u>6</u>	<u>1,276,547</u>	<u>.45 %</u>
	<u>645</u>	<u>282,190,050</u>	<u>100.00 %</u>

** ALL HOLDERS INCLUDED

*** COMMON HOLDERS MERGED INTO ONE HOLDING

Mining Projects Group Limited

Top 20 Holders Ordinary Shareholders Listing Post Allotment of Securities as per Prospectus

	<u>HOLDER NAME</u>	<u>DESIGNATION</u>	<u>UNITS</u>	<u>% OF ISSUED</u>
1	ANZ NOM LTD	CASH INCOME A/C	164,713,275	7.78%
2	QUEENSLAND MARKETING MGNT	S/F A/C	75,714,285	3.58%
3	PEREGRINE CORP LTD		66,913,326	3.16%
4	NEFCO NOM PL		55,500,000	2.62%
5 *	DARONTACK PL		49,742,528	2.35%
6	DARWELL HUGH		35,366,667	1.67%
7	RICHARDS NICHOLAS C		32,100,000	1.52%
8	QUEENSLAND MM PL	QUEENSLAND MM S/F	30,000,000	1.42%
9	FARCAM PL		27,000,000	1.28%
10	AUSSIE HOMES QLD PL	MASCALI S/F A/C	18,644,301	0.88%
11	THOMSON T + B H T C S	THOMSON FAM SMSF A	18,235,549	0.86%
12	CARROLL RODNEY LEWIS		18,000,000	0.85%
13	XU WEI ZE		17,100,000	0.81%
14 *	QUEENSLAND M M PL	QMM S/F A/C	15,607,302	0.74%
15	SONIC HLDGS PL	SONIC HLDGS UNIT A	15,000,000	0.71%
16	COPPER OAK PL	ROD PETERS S/F A/C	14,722,903	0.70%
17	KLIMIS PETER		12,807,789	0.61%
18	WORSWICK BARRY J + V C	WORSWICK S/F A/C	12,589,603	0.60%
19	ROYLE NEIL GORDON + J E	N & J ROYLE SUPER	10,175,000	0.48%
20	CITICORP NOM PL		10,013,450	0.47%
	*** TOP 20 TOTAL ***		699,945,978	33.09%

Mining Projects Group Limited

Spread and Percentage Ownership of Ordinary Shares Post Allotment of Securities as per Prospectus

<u>SPREAD OF HOLDINGS</u>	<u>HOLDERS</u>	<u>UNITS</u>	<u>% OF ISSUED CAPITAL</u>
NIL HOLDING			
1 - 1,000	205	75,456	0.00 %
1,001 - 5,000	181	509,770	0.02 %
5,001 - 10,000	85	663,861	0.03 %
10,001 - 100,000	1251	60,200,609	2.85 %
100,001 -	1636	2,054,394,416	97.10 %
TOTAL ON REGISTER	<u>3358</u>	<u>2,115,844,112</u>	<u>100.00 %</u>
TOTAL OVERSEAS HOLDERS	<u>142</u>	<u>87,169,504</u>	<u>4.12 %</u>

ANALYSIS BY LOCATION (EXCLUDES ZERO HOLDERS)

OVERSEAS	142	87,169,504	4.12 %
AUSTRALIA :			
ACT	48	15,283,592	0.72 %
NSW	872	410,945,753	19.42 %
VIC	721	815,327,928	38.53 %
QLD	417	186,929,071	8.83 %
SA	257	148,743,583	7.03 %
WA	662	406,739,745	19.22 %
TAS	43	18,206,702	0.86 %
NT	27	7,748,914	0.37 %
ADDRESS UNKNOWN	<u>169</u>	<u>18,749,320</u>	<u>0.90 %</u>
	<u>3358</u>	<u>2,115,844,112</u>	<u>100.00 %</u>

** ALL HOLDERS INCLUDED

*** COMMON HOLDERS MERGED INTO ONE HOLDING