

# 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

**RESOURCE STAR LIMITED**

ABN

71 098 238 585

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   | Issue of Fully Paid Ordinary Shares<br>Cancellation of Class A Performance Shares                          |
| 2 | Number of *securities issued or to be issued (if known) or maximum number which may be issued  | 3,742,475 Fully Paid Ordinary Shares<br>(1,176,471) Class A Performance Shares                             |
| 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)   | Fully Paid Shares  |
| 4 | Do the *securities rank equally in all respects from the date of allotment with an existing *class of quoted *securities?<br><br>If the additional securities do not rank equally, please state:<br><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> | All Fully Paid Ordinary Shares issued will rank equally with existing Fully Paid Ordinary Shares on issue. |
| 5 | Issue price or consideration   | 16 cents per Fully Paid Ordinary Shares<br><br>Nil Consideration for the Class A Performance Shares        |

6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Share Placement which is a precursor to listing offered to institutional and sophisticated investors. The funds raised from the Placement will be used for re-listing expenses and as general working capital.  Cancellation of Class A Performance Shares following the expiration of the time to achieve the key milestone events.										
7	Dates of entering *securities into uncertificated holdings or despatch of certificates	12 November 2009										
8	Number and *class of all *securities quoted on ASX (including the securities in clause 2 if applicable)	<table border="1"> <thead> <tr> <th data-bbox="671 640 847 674">Number</th> <th data-bbox="847 640 1299 674">*Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="671 674 847 819">39,425,654</td> <td data-bbox="847 674 1299 819">Ordinary Shares</td> </tr> </tbody> </table>	Number	*Class	39,425,654	Ordinary Shares						
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9	Number and *class of all *securities not quoted on ASX (including the securities in clause 2 if applicable)	<table border="1"> <thead> <tr> <th data-bbox="671 819 847 853">Number</th> <th data-bbox="847 819 1299 853">*Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="671 853 847 954">78,432</td> <td data-bbox="847 853 1299 954">Unlisted options exercisable at \$4.437 expiring on 15 December 2009</td> </tr> <tr> <td data-bbox="671 954 847 1032">194,118</td> <td data-bbox="847 954 1299 1032">Unlisted options exercisable at \$4.25 expiring on 15 December 2009</td> </tr> <tr> <td data-bbox="671 1032 847 1111">78,432</td> <td data-bbox="847 1032 1299 1111">Unlisted options exercisable at \$4.879 expiring on 15 December 2010</td> </tr> <tr> <td data-bbox="671 1111 847 1211">78,432</td> <td data-bbox="847 1111 1299 1211">Unlisted options exercisable at \$5.338 expiring on 15 December 2011</td> </tr> </tbody> </table>	Number	*Class	78,432	Unlisted options exercisable at \$4.437 expiring on 15 December 2009	194,118	Unlisted options exercisable at \$4.25 expiring on 15 December 2009	78,432	Unlisted options exercisable at \$4.879 expiring on 15 December 2010	78,432	Unlisted options exercisable at \$5.338 expiring on 15 December 2011
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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

Questions 11 to 33 are not applicable

## 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

Questions 35 to 42 not applicable

## Quotation agreement

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+ See chapter 19 for defined terms.

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.

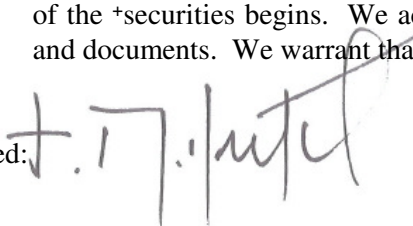
Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- 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.

Signed:



Date: 11 November 2009

**Ross Kestel**  
**Director**

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