

# 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

PACIFIC NIUGINI LIMITED

ABN

30 003 207 467

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   | Fully Paid Ordinary Shares |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | 3,000,000 ordinary 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 Ordinary Shares |

+ See chapter 19 for defined terms.

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

---

<p>4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +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>Fully paid ordinary shares issued on exercise of 1,500,000 unlisted \$0.20 employee options expiring 26 Nov 2012 and 1,500,000 unlisted \$0.20 employee options expiring 30 June 2014 will rank equally in all respects from the date of issue.</p>				
<p>5 Issue price or consideration</p>	<p>20 cents per share</p>				
<p>6 Purpose of the issue          (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Exercise of 1,500,000 unlisted \$0.20 options expiring 26 Nov 2012 and 1,500,000 unlisted \$0.20 options expiring 30 June 2014 .</p>				
<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>15 February 2012</p>				
<p>8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th data-bbox="686 1444 997 1489">Number</th> <th data-bbox="997 1444 1291 1489">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="686 1489 997 1709">251,184,667</td> <td data-bbox="997 1489 1291 1709">Ordinary shares</td> </tr> </tbody> </table>	Number	+Class	251,184,667	Ordinary shares
Number	+Class				
251,184,667	Ordinary shares				

---

+ 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)	16,450,100	Options (20 cents, 30 June 2014)
	1,330,000	Options (17 cents 23 February 2013)
	2,000,000	Options (28 cents 31 March 2013)
	1,000,000	Options (47 cents 22 December 2013)
	2,000,000	Options (38 cents 23 June 2014)
	2,000,000	Performance Rights (nil 23 June 2014)
	900,000	Options (48 cents 30 November 2014)
	300,000	Performance Rights (nil 30 Nov 2012)
	200,000	Performance Rights (nil 30 Nov 2013)
10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)		

### 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) (Items 35 to 37 N/A)

#### Additional securities forming a new class of securities

#### Entities that have ticked box 34(b) (Items 38 to 42 N/A)

#### Quotation agreement

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

+ See chapter 19 for defined terms.

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

---

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: ..... Date: 13 February 2012.  
(Director/Company secretary)

Print name: ..... ..Dennis Lovell .....  
=====

---

+ See chapter 19 for defined terms.