



Incorporated in New Zealand ABN 009 474 702

**REGISTERED (HEAD) OFFICE**

*541 Parnell Road, Parnell, Auckland, New Zealand*

*Phone: (+64 9) 303-1893 • Fax: (+64 9) 303-1612*

*Email: [office@heritagegold.co.nz](mailto:office@heritagegold.co.nz)*

**AUSTRALIAN OFFICE**

*1<sup>st</sup> floor, 25 Richardson Street, West Perth,*

*Western Australia 6005*

*Phone: (+61 8) 9481-2040 • Fax: (+61 8) 9481-2041*

29 May 2007

Newcastle Stock Exchange  
384 Hunter Street  
Newcastle  
NSW 2300  
**AUSTRALIA**

**PAGES: 4**

**FOR PUBLIC RELEASE**

**Warrant Expiry 27 June 2007**

Heritage Gold NZ Ltd has mailed the attached letter to Warrant Holders today regarding warrant expiry.

**Sue Sangster**  
**COMPANY SECRETARY**



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28 May 2007

Dear Warrant Holder

You are the currently registered as the holder of Heritage Gold NZ Limited (HGD) warrants, issued in accordance with the terms of the offer documentation dated 15 May 2002 (the *Offer Documents*).

You may be aware from recent announcements by HGD through NZSX, ASX and NSX that the final date for the conversion of warrants into HGD ordinary shares is **Wednesday 27 June 2007** (the *Expiry Date*).

The purpose of this letter is to remind you that your outstanding warrants may be paid for in full on or before 5pm (local time, New Zealand) on the Expiry Date, by payment of **NZ6.3 cents** per warrant.

**This is an exciting time for Heritage Gold which has recently announced a number of updates to shareholders, including its decision to proceed with an investment in a uranium prospect in the Dunmarra Basin in the Northern Territory, Australia. This new exploration, coupled with our investments in a cobalt project near Broken Hill in New South Wales and gold projects near Waihi, New Zealand are part of the Company's strategy to diversify its exploration holdings in Australasia.**

**Funds received from the conversion of warrants will be applied to these projects and for working capital.**

**Heritage shares prices over the last three months on the New Zealand market ranged between NZ3.6 and 10.9 cents. On the Australian market they ranged from A3.2 to 9.3 cents. As at 25 May 2007 the shares were priced at NZ8 cents and A6.8 cents.**

**The Board recommends that you convert your warrants into shares to ensure your entitlement does not lapse, and thanks you for your support.**

Payment can be made by cheque and sent to Heritage Gold's share registrar, Link Market Services Limited, PO Box 284, Ashburton, New Zealand. New Zealand cheques are to be made payable to "Heritage Gold NZ Limited Warrant Offer" and crossed "Not Transferable".

**Australian residents wishing to pay in Australian dollars are requested to contact Heritage Gold's Company Secretary (see contact details below) for confirmation of the exchange rate (Westpac bank TT rate) applicable on the day.** Australian cheques should be made payable to "Heritage Gold NZ Limited Warrant Offer" and mailed to Williams & Hughes, 1<sup>st</sup> Floor, 25 Richardson Street, West Perth, WA 6005.

Enquiries regarding the calculation of the amount due to convert warrants into fully paid shares should be made to the Company Secretary, Heritage Gold NZ Ltd, see contact details below.

In the event that you do not pay the final amount to convert a warrant held by you by 5pm (local time, New Zealand) on the Expiry Date, **that warrant will lapse immediately after 5pm on the Expiry Date.** In that event, you will not be entitled to a refund of any sums paid to HGD in respect of any instalments of the price for that warrant.

Upon conversion of a warrant, the resultant HGD ordinary share will rank equally in all respects with the existing ordinary shares of HGD.

To facilitate conversion of any or all of your warrants, HGD has prepared and **enclosed** a pro forma Warrant Conversion Form, which may be completed by you and returned to Link Market Services Limited (for New Zealand residents) or Williams & Hughes (Australian residents), together with your cheque in payment of the relevant conversion amount in the appropriate currency **(for payments in Australian dollars please contact Heritage Gold's Company Secretary, details below).**

The company is considering the possibility of securing underwriting, or equivalent arrangements, in relation to final conversion or lapse of the warrants and will advise progress in due course.

Yours faithfully  
Sue Sangster  
Company Secretary  
Phone + 64 9 303 1893  
Fax + 64 9 303 1612  
Email: sue@heritagegold.co.nz



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**NOTIFICATION OF CONVERSION OF  
WARRANTS TO FULLY PAID SHARES**

**NEW ZEALAND DOLLAR CHEQUE:**

**SEND TO:** LINK MARKET SERVICES LIMITED  
P O BOX 384  
ASHBURTON  
NEW ZEALAND

CSN No:

**AUSTRALIAN DOLLAR CHEQUE:**

**SEND TO:** WILLIAMS & HUGHES  
1<sup>ST</sup> FLOOR  
25 RICHARDSON STREET  
WEST PERTH  
AUSTRALIA

HIN:

AUD RATE:

AUD AMOUNT:

I/We hereby notify that I am/we are converting \_\_\_\_\_ of the Warrants held by me/us to fully paid Ordinary Shares in Heritage Gold NZ Limited under the terms of the Prospectus dated 15 May 2002.

Payment of NZ\$ \_\_\_\_\_ is enclosed\*, in respect of the conversion of \_\_\_\_\_ Warrants at the final payment of NZ 6.3 cents per Warrant.

Full Name:

\_\_\_\_\_  
\_\_\_\_\_

Full address:

\_\_\_\_\_  
\_\_\_\_\_

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2007

Signed \_\_\_\_\_

PLEASE NOTE THAT APPLICATION AND PAYMENT MUST BE RETURNED SO AS TO BE RECEIVED BY THE COMPANY'S SHARE REGISTRAR IN NEW ZEALAND, LINK MARKET SERVICES LIMITED, OR THE COMPANY'S AGENT, WILLIAMS & HUGHES, IN PERTH, NOT LATER THAN 5pm (**NEW ZEALAND TIME**) ON WEDNESDAY 27 JUNE 2007 OR YOUR WARRANTS WILL LAPSE IN ACCORDANCE WITH THE TERMS OF THE PROSPECTUS DATED 15 MAY 2002.

\*PAYMENT SHOULD BE MADE BY CHEQUE PAYABLE TO "HERITAGE GOLD NZ LIMITED WARRANT OFFER" AND CROSSED "NOT TRANSFERABLE. WARRANT HOLDERS WHO WISH TO MAKE PAYMENT IN AUSTRALIAN CURRENCY SHOULD FOLLOW THE INSTRUCTIONS IN THE LETTER TO WARRANT HOLDERS DATED 28 MAY 2007 THAT ACCOMPANIES THIS FORM.