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ABN: 11 000 902 063

Application for Quotation of Additional Securities

File Reference:
I:\Publications\Operating Rules\Listing Rules\Forms\NSX Quotation of Additional Securities.doc

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Introduction

To ensure the efficient processing of this form by NSX, please:

1. Adhere to the suggested number of the annexures required by this form.
2. Complete **all** statements and questions in this form. (NSX can provide an electronic version of this form on request).

More Information and Submission of Form:

Further information can be obtained from and all applications should be sent to:

General Manager
National Stock Exchange of Australia Limited
PO BOX 283
Newcastle NSW 2300

Phone: 61 2 4929 6377
Fax: 61 2 4929 1556
http://www.nsxa.com.au

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to NSX as soon as available. Information and documents given to NSX become NSX's property and may be made public.

Introduced 11 March 2004.

Name of entity

MOUNT ROMMEL MINING LIMITED

ABN/ACN

ACN 005 583 031

We (the entity) give NSX 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	Cumulative redeemable preference shares
2	Number of securities issued or to be issued (if known) or maximum number which may be issued	Maximum to be issued = 500 Minimum to be issued = 330
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)	The terms of issue are conditional on shareholder approval at a meeting on 20 June 2009. The price per preference share will be $1000
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	The preference shares are to carry a right to a cumulative dividend of 1.5% p.a., and this dividend ranks for payment in priority to all dividends on ordinary shares. These preference shares are issued to be redeemable, on various terms as disclosed in Section 10, the Offer Information Statement.

5	Issue price or consideration	$1000 per preference share.
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	This is a non pro-rata offer to all members of the Company and to the public, to raise funds to enable completing the Glenfine Project to production of gold.
7	Dates of entering securities into uncertificated holdings or despatch of certificates	29 June 2009.

8 Number and class of all securities quoted on NSX (*excluding* the securities in clause 2 if applicable)

Number	Class
37,061,089	f.p. ord shares.
741,000	p.p. ord. shares paid to 7½ cents.
1,094,083	08/09 options.

9 Number and class of all securities not quoted on NSX (*excluding* the securities in clause 2 if applicable)

Number	Class
1,100,000	f.p. ord. shares.

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

Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	Yes.
12	Is the issue renounceable or non-renounceable?	Renounceable.
13	Ratio in which the securities will be offered	One per member, discretionary thereafter.
14	Class of securities to which the offer relates	New class, preference shares.
15	Record date to determine entitlements	26 May 2009.
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	No
17	Policy for deciding entitlements in relation to fractions	N/A
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.	UK, USA, Monaco, and Caymen Islands.
19	Closing date for receipt of acceptances or renunciations	22 June 2009.
20	Names of any underwriters	Not underwritten.
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	N/A

25	If the issue is contingent on security holders' approval, the date of the meeting	20 June 2009.
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	29 May 2009.
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	Not participants.
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do security holders sell their entitlements *in full* through a broker?	N/A
31	How do security holders sell *part* of their entitlements through a broker and accept for the balance?	N/A
32	How do security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	Despatch date	29 June 2009.

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. ***NOT PRO RATA***

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

DISTRIBUTION IS ON BASIS OF ONE PER MEMBER UNTIL RESOLVED, THEN CONSIDERATION BY DIRECTORS OF SHORTFALL APPLICATIONS

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	No – see answer to Question 4 (page 4) and the explanation set out in Section 10 of the Offer Information Statement.
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)	The preference shares are unusual, in that redemption is anticipated to be by transfer of gold. The market relationship to gold should be tested by way of NSX listing.

42 Number and class of all securities quoted on NSX (*including* the securities in clause 38)

Number	Class
37,061,089	f.p. ord. shares
741,000	pp shares
1,094,083	08/09 options
500	Pref shares (conditional)

Quotation agreement

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

2 We warrant the following to NSX.

- 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 NSX 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 NSX the information and documents required by this form. If any information or document not available now, will give it to NSX before quotation of the securities begins. We acknowledge that NSX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: Frederick L Hunt (Director) Date: 19 May 2009

Print name: F. L. Hunt
(Director, Mount Rommel Mining Ltd)