



11 December 2009

## **ASX ANNOUNCEMENT**

### **CLEANSING NOTICE**

This notice is given by Metminco Limited (ABN 43 119 759 349) (“Metminco”) pursuant to section 708A(5)(e) of the Corporations Act 2001 (Cwlth) (Corporations Act).

Metminco has completed an equity capital raising totaling \$1.2 million by issue of 7,140,529 fully paid ordinary shares (Shares) in the Company at \$0.17 per Share to sophisticated and professional investors as defined in the Corporation Act 2001 (Placement). BBY Limited was the lead manager to the Placement.

In accordance with 708A(5)(e) of the Act, Metminco gives notice that:

- Metminco has issued the above Shares without disclosure to investors under Part 6D.2 of the Act.
- As at the date of this notice, Metminco has complied with:
  - The provisions of Chapter 2M of the Act as they apply to Metminco; and,
  - Section 674 of the Act
- As at the date of this notice, there is no information that is ‘excluded information’ within the meaning of sections 708A(7) and 708A(8) of the Act.

On behalf of the Board of Metminco,

A handwritten signature in black ink, appearing to read 'Philip W Killen', written over a horizontal line.

Philip W Killen  
Company Secretary

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

# 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

Metminco Limited

ABN

43 119 759 349

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. Fully paid ordinary share, and<br>B. \$0.25 option expiring 4 December 2012                              |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | A. 7,140,529<br>B. 1,000,000  |
| 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. As per existing fully paid ordinary shares<br>B. As per existing \$0.25 options expiring 4 December 2012 |

+ See chapter 19 for defined terms.

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<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>A. Yes            B. Yes</p>
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<p>5 Issue price or consideration</p>	<p>A. \$0.17 per share            B. Nil consideration</p>
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<p>6 Purpose of the issue          (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>A. Issue shares in relation to placement to sophisticated and professional investors.</p> <p>B. Issued to Mr Share Turner former director of Metminco for services to the Company.</p>
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<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>A. 10 December 2009            B. 10 December 2009</p>
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<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>Number</th> <th>+Class</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">380,747,933</td> <td>Fully paid ordinary shares</td> </tr> <tr> <td style="text-align: center;">27,230,017</td> <td>December 2012 \$0.25 Options</td> </tr> </tbody> </table>	Number	+Class	380,747,933	Fully paid ordinary shares	27,230,017	December 2012 \$0.25 Options
Number	+Class						
380,747,933	Fully paid ordinary shares						
27,230,017	December 2012 \$0.25 Options						

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+ 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)	The Company does not anticipate payment of dividends in the near term
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## Part 2 - Bonus issue or pro rata issue

Deleted – 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

### 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.

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

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**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

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)

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

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+ 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.
  - 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:  
(Director/Company secretary)

Date: 11 December 2009

Print name: Philip W Killen

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