



21 July 2010

The Manager  
Company Announcements Office  
Australian Securities Exchange Limited  
Exchange Plaza  
2 The Esplanade  
PERTH WA 6000

Dear Sir/Madam

**Issue of Shares Under the Magnum Share Plan**

Magnum Mining & Exploration Limited ("Magnum or the Company") announces that pursuant to the Magnum Share Plan, it has today issued 1,000,000 shares under the terms of the Magnum Share Plan to employees and consultants of the Company. The issue price of the Shares determined at close of business on 20 July 2010 is \$0.095 each.

Under the terms of the Magnum Share Plan, the shares issued today may not be sold or otherwise dealt with until the later to occur of the following:

- (a) any loan in respect of the Share is repaid; and
- (b) in respect of:
  - (i) one half of the Shares issued under this offer, 12 months after the date of issue of the Shares (21 July 2011); and
  - (ii) the remaining one half of the Shares issued under this Offer, 24 months after the date of issue of the Shares (21 July 2012).

Please find attached the Appendix 3B in respect to this issue.

Yours sincerely

**Magnum Mining and Exploration Ltd**

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**Grant Button**  
**Managing Director**

**Magnum Mining & Exploration Ltd**  
ABN: 70 003 170 376

Unit 2, Level 1, Churchill Court, 331-335 Hay Street, Subiaco WA 6008 PO Box 524, Wembley WA 6913  
Tel: +61 8 9481 5099 Fax: +61 8 9481 5044 Email: [info@mmel.com.au](mailto:info@mmel.com.au) Web: [www.mmel.com.au](http://www.mmel.com.au)

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.

Name of entity

MAGNUM MINING AND EXPLORATION LIMITED

ABN

70 003 170 376

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  | 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) | Shares will rank equally with the current fully paid shares in the Company |

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+ See chapter 19 for defined terms.

## Appendix 3B

### New issue announcement

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<p>4 Do the <sup>+</sup>securities rank equally in all respects from the date of allotment with an existing <sup>+</sup>class of quoted <sup>+</sup>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>Yes</p> <p>The shares may not be sold or otherwise dealt with until the later to occur of the following:</p> <p>(a) any loan in respect of the Share is repaid; and</p> <p>(b) in respect of:</p> <p>(i) one half of the shares issued under this offer, 12 months after the date of the issue (21 July 2011);</p> <p>(ii) the remaining half of the shares issued under this offer, 24 months after the date of the issue (21 July 2012).</p>
<p>5 Issue price or consideration</p>	<p>\$0.095 per share</p>
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>The shares were issued pursuant to the Magnum Share Plan, which was established to ensure that the company has appropriate incentives to continue to attract and retain the services of directors and employees of a high calibre.</p>
<p>7 Dates of entering <sup>+</sup>securities into uncertificated holdings or despatch of certificates</p>	<p>21 July 2010</p>

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<sup>+</sup> See chapter 19 for defined terms.

8	Number and <sup>+</sup> class of all <sup>+</sup> securities quoted on ASX ( <i>including</i> the securities in clause 2 if applicable)	<table><tr><th>Number</th><th><sup>+</sup>Class</th></tr><tr><td>161,165,612</td><td>Fully paid ordinary shares</td></tr></table>	Number	<sup>+</sup> Class	161,165,612	Fully paid ordinary shares
Number	<sup>+</sup> Class					
161,165,612	Fully paid ordinary shares					
9	Number and <sup>+</sup> class of all <sup>+</sup> securities not quoted on ASX ( <i>including</i> the securities in clause 2 if applicable)	<table><tr><th>Number</th><th><sup>+</sup>Class</th></tr><tr><td>10,150,000</td><td>Fully paid ordinary shares issued pursuant to the Employee Share Plan.</td></tr></table>	Number	<sup>+</sup> Class	10,150,000	Fully paid ordinary shares issued pursuant to the Employee Share Plan.
Number	<sup>+</sup> Class					
10,150,000	Fully paid ordinary shares issued pursuant to the Employee Share Plan.					
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 – Not applicable**

11	Is security holder approval required?	
12	Is the issue renounceable or non-renounceable?	
13	Ratio in which the <sup>+</sup> securities will be offered	
14	<sup>+</sup> Class of <sup>+</sup> securities to which the offer relates	
15	<sup>+</sup> Record date to determine entitlements	
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	
17	Policy for deciding entitlements in relation to fractions	

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<sup>+</sup> See chapter 19 for defined terms.

## Appendix 3B

### New issue announcement

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|----|--|--|
| 18 | Names of countries in which the entity has <sup>+</sup> security holders who will not be sent new issue documents<br><br><small>Note: Security holders must be told how their entitlements are to be dealt with.<br/><br/>Cross reference: rule 7.7.</small> |  |
| 19 | Closing date for receipt of acceptances or renunciations   |  |
| 20 | Names of any underwriters  |  |
| 21 | Amount of any underwriting fee or commission   |  |
| 22 | Names of any brokers to the issue  |  |
| 23 | Fee or commission payable to the broker to the issue   |  |
| 24 | Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of <sup>+</sup> security holders  |  |
| 25 | If the issue is contingent on <sup>+</sup> security holders' approval, the date of the meeting   |  |
| 26 | Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled   |  |
| 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  |  |
| 28 | Date rights trading will begin (if applicable)   |  |
| 29 | Date rights trading will end (if applicable)   |  |
| 30 | How do <sup>+</sup> security holders sell their entitlements <i>in full</i> through a  |  |

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<sup>+</sup> See chapter 19 for defined terms.

broker?	
31    How do <sup>+</sup> security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	
32    How do <sup>+</sup> security holders dispose of their entitlements (except by sale through a broker)?	
33 <sup>+</sup> Despatch date	

### 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 <sup>+</sup>securities are <sup>+</sup>equity securities, the names of the 20 largest holders of the additional <sup>+</sup>securities, and the number and percentage of additional <sup>+</sup>securities held by those holders
- 36    ☐ If the <sup>+</sup>securities are <sup>+</sup>equity securities, a distribution schedule of the additional <sup>+</sup>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 <sup>+</sup>securities

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<sup>+</sup> See chapter 19 for defined terms.

**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: <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>					
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)					
42	Number and +class of all +securities quoted on ASX ( <i>including</i> the securities in clause 38)	<table border="1"><thead><tr><th>Number</th><th>+Class</th></tr></thead><tbody><tr><td></td><td></td></tr></tbody></table>	Number	+Class		
Number	+Class					

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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.
- 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 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:



**Chief Executive Officer**

Date: 21 July 2010

Print name:

Grant Button

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+ See chapter 19 for defined terms.