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.

ABN <b>72 11</b>	2 320 251	
	the entity) give ASX the following	g information.
	t 1 - All issues ust complete the relevant sections (attac	h 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	50,000
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)	Fully paid ordinary shares

Name of entity

Azumah Resources Limited

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

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	Yes
5	Issue price or consideration	Nil
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Issue of shares to an employee on the vesting of performance rights granted pursuant to the Azumah Resources Limited Performance Rights Plan.
6a	Is the entity an *eligible entity that has obtained security holder approval under rule 7.1A?  If Yes, complete sections 6b – 6h in relation to the *securities the subject of this Appendix 3B, and comply with section 6i	Yes
6b	The date the security holder resolution under rule 7.1A was passed	19 November 2012
6c	Number of *securities issued without security holder approval under rule 7.1	Nil

Appendix 3B Page 2 07/02/2013

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

6d	Number of *securities issued with security holder approval under rule 7.1A	Nil	
6e	Number of *securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Nil	
6f	Number of securities issued under an exception in rule 7.2	50,000 (Exception 4)	
6g	If securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the issue date and both values. Include the source of the VWAP calculation.	N/A	
6h	If securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/A	
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	Rule 7.1 – 50,079,613 Rule 7.1A – 33,386,409	
7	Dates of entering *securities into uncertificated holdings or despatch of certificates	7 February 2013	
8	Number and +class of all +securities quoted on ASX (including the securities in section 2 if applicable)	Number 333,864,096	<sup>+</sup> Class Ordinary Shares

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

9 Number and \*class of all \*securities not quoted on ASX (including the securities in section 2 if applicable)

Number	+Class
2,500,000	Options (30 April 2013 - \$0.14)
4,500,000	Options (15 December 2013 - \$0.26)
500,000	Options (15 December 2013 - \$0.924)
2,000,000	Options (30 November 2014 - \$0.60)
2,800,000	Performance Rights (expiry 30 November 2014)
550,000	Performance Rights (expiry 30 November 2015)
1,000,000	Options (30 November 2014 - \$0.26)

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

N/A			
IN/A			

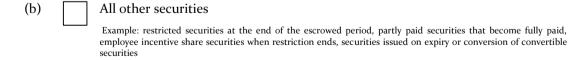
### Part 2 - DELETED - NOT APPLICABLE

### 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)	$\boxtimes$	Securities described in Part	
-----	-------------	------------------------------	--



### Entities that have ticked box 34(a)

### Additional securities forming a new class of securities

Tick to indicate you are providing the information or

+ See chapter 19 for defined terms.

Appendix 3B Page 4 07/02/2013

docume	ents	
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

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

### **Quotation agreement**

- <sup>+</sup>Quotation of our additional <sup>+</sup>securities is in ASX's absolute discretion. ASX may quote the <sup>+</sup>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.
- 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.
- 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: Company secretary

Print name: Dennis Wilkins

== == == == ==

Date: 7 February 2013

Appendix 3B Page 6 07/02/2013

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

### Appendix 3B - Annexure 1

# Calculation of placement capacity under rule 7.1 and rule 7.1A for †eligible entities

Introduced 01/08/12

### Part 1

Rule 7.1 – Issues exc	ceeding 15% of capital	
Step 1: Calculate "A", the base figure from which the placement capacity is calculated		
Insert number of fully paid ordinary securities on issue 12 months before date of issue or agreement to issue	282,020,356	
Add the following:		
<ul> <li>Number of fully paid ordinary securities issued in that 12 month period under an exception in rule 7.2</li> <li>Number of fully paid ordinary securities issued in that 12 month period with shareholder approval</li> </ul>	<ul> <li>100,000 fully paid ordinary shares issued on 23 July 2012 on vesting of performance rights (Exception 4)</li> <li>100,000 fully paid ordinary shares issued on 5 November 2012 on vesting of performance rights (Exception 4)</li> <li>50,000 fully paid ordinary shares issued on 8 February 2013 on vesting performance rights (Exception 4)</li> </ul>	
	51,593,739	
Number of partly paid ordinary	<ul> <li>50,000,000 fully paid ordinary shares issued on 24 February 2012 approved by shareholders on 30 November 2011</li> <li>405,000 fully paid ordinary shares issued on 24 February 2012 approved by shareholders on 19 November 2012</li> <li>1,188,739 fully paid ordinary shares issued on 2 March 2012 approved</li> </ul>	
securities that became fully paid in that 12 month period	by shareholders on 19 November 2012	
Note:		
<ul> <li>Include only ordinary securities here –         other classes of equity securities cannot         be added</li> <li>Include here (if applicable) the securities</li> </ul>	Nil.	

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

### Appendix 3B New issue announcement

the subject of the Appendix 3B to which this form is annexed  It may be useful to set out issues of securities on different dates as separate line items	
<b>Subtract</b> the number of fully paid ordinary securities cancelled during that 12 month period	Nil
"A"	333,864,095

Appendix 3B Page 8 07/02/2013

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

Step 2: Calculate 15% of "A"	
Step 2. Calculate 15% Of A	Г
"B"	0.15
	[Note: this value cannot be changed]
<b>Multiply</b> "A" by 0.15	50,079,614
Step 3: Calculate "C", the amount that has already been used	of placement capacity under rule 7.1
Insert number of equity securities issued or agreed to be issued in that 12 month period not counting those issued:	1 fully paid ordinary share issued on 23 April 2012 pursuant to a
Under an exception in rule 7.2	cleansing prospectus
Under rule 7.1A	
With security holder approval under rule 7.1 or rule 7.4	
<ul> <li>Note:</li> <li>This applies to equity securities, unless specifically excluded – not just ordinary securities</li> <li>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</li> <li>It may be useful to set out issues of securities on different dates as separate line items</li> </ul>	
"C"	1
Step 4: Subtract "C" from ["A" x "E placement capacity under rule 7.1	3"] to calculate remaining
"A" x 0.15	50,079,614
Note: number must be same as shown in Step 2	
Subtract "C"	1
Note: number must be same as shown in Step 3	
<b>Total</b> ["A" x 0.15] – "C"	50,079,613
	[Note: this is the remaining placement capacity under rule 7.1]

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

### Part 2

	Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate "A", the base figure from which the placement capacity is calculated		
"A"  Note: number must be same as shown in	333,864,095	
Step 1 of Part 1 Step 2: Calculate 10% of "A"		
"D"	0.10  Note: this value cannot be changed	
<b>Multiply</b> "A" by 0.10	33,386,409	
7.1A that has already been used  Insert number of equity securities issued or agreed to be issued in that 12 month period under rule 7.1A	Nil	
Notes:  This applies to equity securities – not		
<ul> <li>just ordinary securities</li> <li>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</li> <li>Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</li> <li>It may be useful to set out issues of securities on different dates as separate line items</li> </ul>		

Appendix 3B Page 10 07/02/2013

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

Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A	
"A" x 0.10 Note: number must be same as shown in Step 2	33,386,409
Subtract "E"  Note: number must be same as shown in Step 3	Nil
<i>Total</i> ["A" x 0.10] – "E"	33,386,409  Note: this is the remaining placement capacity under rule 7.1A

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



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7 February 2013

Company Announcements Office ASX Limited 20 Bond Street SYDNEY NSW 2000

Dear Sir

## ISSUE OF AZUMAH RESOURCES LIMITED SHARES - SECONDARY TRADING NOTICE NOTIFICATION PURSUANT TO PARAGRAPH 708A(5)(e) OF THE CORPORATIONS ACT 2001 (Act)

On 7 February 2013, Azumah Resources Limited (**Company**) issued 50,000 fully paid ordinary shares to an employee on the vesting of performance rights granted pursuant to the Azumah Resources Limited Performance Rights Plan (**Securities**).

#### **Secondary Trading Exemption**

The Act restricts the on-sale of securities issued without disclosure, unless the sale is exempt under section 708 or 708A. By the Company giving this notice, sale of the Securities noted above will fall within the exemption in section 708A(5) of the Act.

The Company hereby notifies ASX under paragraph 708A(5)(e) of the Act that:

- (a) the Company issued the Securities without disclosure to investors under Part 6D.2 of the Act;
- (b) as at 7 February 2013 the Company has complied with the provisions of Chapter 2M of the Act as they apply to the Company, and section 674 of the Act; and
- (c) as at 7 February 2013 there is no information:
  - i. that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
  - ii. that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
    - A. the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
    - B. the rights and liabilities attaching to the Securities.

Yours faithfully

**Dennis Wilkins**