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.

 $Introduced o 1/07/96 \ \ Origin: Appendix 5 \ \ Amended o 1/07/98, o 1/09/99, o 1/07/00, 30/09/01, 11/03/02, o 1/01/03, 24/10/05, o 1/08/12, o 4/03/13$

Name of ent	ity			
TARUGA	GOLD LIMITED			
ABN				
19 153 868	789			
We (the e	ntity) give ASX the following information.			
	Quotation of securities by complete this section if you are applying for quotation of securities			
	pe of *securities k 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 pai employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertib securities			
Entities that have ticked box 34(a)				
Addition	al securities forming a new class of securities			
Tick to indic	ate you are providing the information or			
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		ecurities, a distribution schedule of the additional aber of holders in the categories			
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	a) 45,200,000 b) 9,000,000 c) 5,000,000			
39	*Class of *securities for which quotation is sought	 a) Ordinary fully paid shares b) Option expiring 31/1/16 ex \$0.20 c) Option expiring 3/2/2016 ex \$0.20 			
40	Do the *securities rank equally in all respects from the *issue date with an existing *class of quoted *securities?	Yes			
	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)	Release from Escrow 7 February 2014			

Number and +class of all +securities quoted on ASX (including the +securities in clause 38)

Number	+Class	
160,616,000	Ordinary fully paid shares (TAR)	
10,000,000	Options exercisable at 20 cents each on or before 31 January 2016	
5,000,000	Options exercisable at 20 cents each on or before 3 February 2016	

Quotation agreement

- [†]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.
- 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 is not available now, we 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:		Date: 10 February 2014.
	(Director/Company secretary)	
Print name:	Peter John Newcomb	

Company Secretary