

ThanksRule 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

UraniumSA Limited

ABN

48 119 978 013

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   | Unlisted share options  |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | 5,000,000   |
| 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) | Exercise price of 20 cents expiring on 5 October 2016 exercisable any time after grant date |

+ 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>Shares issued when options exercised will rank equally with ordinary fully paid shares</p>																		
<p>5 Issue price or consideration</p>	<p>Nil</p>																		
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Unlisted employee options</p>																		
<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>6 October 2011</p>																		
<p>8 Number and +class of all +securities quoted on ASX (<i>including</i> the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th data-bbox="801 1030 1061 1075">Number</th> <th data-bbox="1061 1030 1391 1075">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="801 1075 1061 1176">147,274,756</td> <td data-bbox="1061 1075 1391 1176">Fully paid ordinary shares</td> </tr> </tbody> </table>	Number	+Class	147,274,756	Fully paid ordinary shares														
	Number	+Class																	
147,274,756	Fully paid ordinary shares																		
<p>9 Number and +class of all +securities not quoted on ASX (<i>including</i> the securities in clause 2 if applicable)</p>	<table border="1"> <tbody> <tr> <td data-bbox="801 1198 1029 1288">100,000</td> <td data-bbox="1029 1198 1391 1288">10.23 cent options expiring 24/6/2012</td> </tr> <tr> <td data-bbox="801 1288 1029 1377">2,500,000</td> <td data-bbox="1029 1288 1391 1377">29.23cent options expiring 17/11/2012</td> </tr> <tr> <td data-bbox="801 1377 1029 1467">2,500,000</td> <td data-bbox="1029 1377 1391 1467">29.23cent options expiring 31/12/2011</td> </tr> <tr> <td data-bbox="801 1467 1029 1556">250,000</td> <td data-bbox="1029 1467 1391 1556">29.23 cent options expiring 14/10/2013</td> </tr> <tr> <td data-bbox="801 1556 1029 1646">333,333</td> <td data-bbox="1029 1556 1391 1646">29.23cent options expiring 23/11/2013</td> </tr> <tr> <td data-bbox="801 1646 1029 1736">693,000</td> <td data-bbox="1029 1646 1391 1736">68 cent options expiring 17/1/2014</td> </tr> <tr> <td data-bbox="801 1736 1029 1814">250,000</td> <td data-bbox="1029 1736 1391 1814">42 cent options expiring 28/4/2014</td> </tr> <tr> <td data-bbox="801 1814 1029 1904">150,000</td> <td data-bbox="1029 1814 1391 1904">29.23 cent options expiring 6/7/2014</td> </tr> <tr> <td data-bbox="801 1904 1029 1953">5,000,000</td> <td data-bbox="1029 1904 1391 1953">20 cents options expiring 5/10/2016</td> </tr> </tbody> </table>	100,000	10.23 cent options expiring 24/6/2012	2,500,000	29.23cent options expiring 17/11/2012	2,500,000	29.23cent options expiring 31/12/2011	250,000	29.23 cent options expiring 14/10/2013	333,333	29.23cent options expiring 23/11/2013	693,000	68 cent options expiring 17/1/2014	250,000	42 cent options expiring 28/4/2014	150,000	29.23 cent options expiring 6/7/2014	5,000,000	20 cents options expiring 5/10/2016
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	150,000	29.23 cent options expiring 6/7/2014																	
	5,000,000	20 cents options expiring 5/10/2016																	
<p>Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)</p>	<p>N/A</p>																		

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+ See chapter 19 for defined terms.

## Part 2 - Bonus issue or pro rata issue

- |    |   |  |
|----|---|--|
| 11 | Is security holder approval required?   |  |
| 12 | Is the issue renounceable or non-renounceable?  |  |
| 13 | Ratio in which the +securities will be offered  |  |
| 14 | +Class of +securities to which the offer relates  |  |
| 15 | +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   |  |
| 18 | Names of countries in which the entity has +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/>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   |  |

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- 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 +security holders
- 25 If the issue is contingent on +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 +security holders sell their entitlements *in full* through a broker?
- 31 How do +security holders sell *part* of their entitlements through a broker and accept for the balance?
- 32 How do +security holders dispose of their entitlements (except by sale through a broker)?
- 33 +Despatch date

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+ See chapter 19 for defined terms.

### 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**      **N/A**

*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

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+ See chapter 19 for defined terms.

**Entities that have ticked box 34(b)**

38 Number of securities for which  
 +quotation is sought 

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39 Class of +securities for which  
 quotation is sought 

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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

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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)

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	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.
  - 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:



Date: 6 October 2011

(Company Secretary)

Print name: **Craig Gooden**

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+ See chapter 19 for defined terms.