

5 May 2005

Company Announcements Office  
Australian Stock Exchange Limited  
Level 4  
Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir / Madam

### **ISSUE OF OPTIONS TO FORMER CHIEF EXECUTIVE OFFICER**

The Directors advise that as a result of Mr Simon Gilbert, the former Chief Executive Officer of the Company, meeting the performance criteria for the grant of performance options during the term of his employment with the Company, the Board has proceeded to allot and issue a total of one million options to him that are exercisable at 10 cents each and that expire on 30 June 2006.

The performance options formed part of Mr Gilbert's remuneration package as announced on 21 May 2004. The options will be an unlisted class and they are not transferable.

Pursuant to the terms and conditions of Mr Gilbert's employment contract, he would become entitled to the options in the event that the average closing price of the Company's fully paid ordinary shares over five consecutive trading days equaled or exceeded 10 cents per share during his contracted period. Between 18 March 2005 and 24 March 2005, the average closing price of the Company's fully paid ordinary shares on ASX equaled 14.4 cents.

As announced on 22 April 2005, Mr Gilbert advised the Company of his resignation stating that he wished to take some personal time out, and pursue other opportunities.

The Board wishes to advise that Mr Gilbert's resignation was unexpected, and was not the result of any conflict within the Company. Mr Gilbert's contracted term had come to an end and was subject to re-negotiation of an extended term. Mr Gilbert took the decision not to extend the term of the contract.

The Board has maintained a professional relationship with Mr Gilbert, and confirms that he will continue to make himself available to the Company on a consultancy basis.

Yours faithfully

**Bradley S. Moore**  
*CHAIRMAN*

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

# Amended 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

Reefton Mining NL

ABN

68 010 546 675

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 Options   |
| 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) | - Unlisted.<br>- Non transferable.<br>- Exercisable at 10 cents each on or before 5pm WST on 30 June 2006. |

+ See chapter 19 for defined terms.

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

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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>No.</p> <p>The fully paid ordinary shares issued following the exercise of the Unlisted Options will rank equally in all respects with the fully paid ordinary shares presently on issue.</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>Granted to the former CEO following him meeting performance criteria during the term of his employment.</p> <p>The entitlement to be issued the Unlisted Options formed part of his remuneration package announced on 21 May 2004.</p>								
<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>5 May 2005</p>								
<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 data-bbox="686 1332 989 1377">Number</th> <th data-bbox="989 1332 1279 1377">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="686 1377 989 1422">242,924,370</td> <td data-bbox="989 1377 1279 1422">Ordinary</td> </tr> <tr> <td data-bbox="686 1422 989 1467">38,940,000</td> <td data-bbox="989 1422 1279 1467">Contributing Shares (6 cents payable)</td> </tr> <tr> <td data-bbox="686 1467 989 1532">151,494,234</td> <td data-bbox="989 1467 1279 1532">2009 Options</td> </tr> </tbody> </table>	Number	+Class	242,924,370	Ordinary	38,940,000	Contributing Shares (6 cents payable)	151,494,234	2009 Options
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242,924,370	Ordinary								
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	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	5,000,000	Contributing shares (8 cents payable)
	1,000,000	Unlisted Options
10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	The Company's dividend policy remains unchanged.	

## 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  Note: Security holders must be told how their entitlements are to be dealt with.  Cross reference: rule 7.7.	
19 Closing date for receipt of acceptances or renunciations	
20 Names of any underwriters	

+ See chapter 19 for defined terms.

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- 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 *in full* through a broker?
- 31 How do <sup>+</sup>security holders sell *part* of their entitlements through a broker and accept for the balance?

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+ See chapter 19 for defined terms.

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.

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**New issue announcement**

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**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: 5 May 2005  
(Chairman)

Print name: Bradley Moore

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+ See chapter 19 for defined terms.