

# 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 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12

Name of entity

**Indochine Mining Limited (IDC)**

ABN

**16 141 677 385**

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 (*Shares*)**

2 Number of +securities issued or to be issued (if known) or maximum number which may be issued

**Up to 351,858,178 Shares (*New Shares*) pursuant to an accelerated non-renounceable entitlement offer (the *Entitlement Offer*) described in the ASX Announcement and Investor Presentation lodged with ASX on 3 October 2013 (*Announcement Materials*).**

**The exact number of New Shares and precise breakdown of New Shares to be issued pursuant to the Institutional Entitlement Offer and the Retail Entitlement Offer is to be finalised and is subject to the reconciliation of shareholder entitlements and the effects of rounding.**

+ See chapter 19 for defined terms.

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- 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**

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+ See chapter 19 for defined terms.

<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><b>Yes</b></p>
<p>5 Issue price or consideration</p>	<p><b>\$0.07 per New Share</b></p>
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p><b>Entitlement Offer on the basis of 2 New Shares for 5 Shares held on Record Date. The funds raised from the Entitlement Offer will be used for the purpose set out in the [Announcement Materials].</b></p>
<p>6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	<p><b>Yes</b></p>
<p>6b The date the security holder resolution under rule 7.1A was passed</p>	<p><b>28 November 2012</b></p>
<p>6c Number of +securities issued without security holder approval under rule 7.1</p>	<p><b>Not applicable</b></p>
<p>6d Number of +securities issued with security holder approval under rule 7.1A</p>	<p><b>Not applicable</b></p>

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6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	<b>Not applicable</b>				
6f	Number of securities issued under an exception in rule 7.2					
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.	<b>Not applicable</b>				
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					
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	<b>See Annexure 1</b>				
7	Dates of entering +securities into uncertificated holdings or despatch of certificates					
		<b>16 October 2013 under the Institutional Entitlement Offer</b>  <b>12 November 2013 under the Retail Entitlement Offer</b>				
8	Number and +class of all +securities quoted on ASX (including the securities in section 2 if applicable)					
		<table border="1"> <thead> <tr> <th data-bbox="798 1388 1101 1433">Number</th> <th data-bbox="1101 1388 1436 1433">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="798 1433 1101 1659"><b>Up to 1,231,503,624</b></td> <td data-bbox="1101 1433 1436 1659"><b>Fully Paid Ordinary Shares</b></td> </tr> </tbody> </table>	Number	+Class	<b>Up to 1,231,503,624</b>	<b>Fully Paid Ordinary Shares</b>
Number	+Class					
<b>Up to 1,231,503,624</b>	<b>Fully Paid Ordinary Shares</b>					

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	Number	+Class	
9			
	Number and +class of all +securities not quoted on ASX (including the securities in section 2 if applicable)	<b>48,250,000</b>	<b>Unquoted, unrestricted and unlisted options exercisable at \$0.20 on various dates.</b>
		<b>2,000,000</b>	<b>Unquoted and unlisted options exercisable at \$0.40 each</b>
		<b>1,500,000</b>	<b>Unquoted and unlisted options exercisable at \$0.50 each (3,000,000 by 8 February 2014 and 500,000 by 2 March 2014)</b>
		<b>5,000,000</b>	<b>Unquoted and unlisted options exercisable at US\$0.25 each on 17 March 2015.</b>
	<b>14,500,000</b>	<b>Unquoted Staff Performance Options at zero exercise price upon reaching certain performance targets, expiry 16 January 2018.</b>	
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	<b>Full participation in any future dividends.</b>	

## Part 2 - Pro rata issue

11	Is security holder approval required?	<b>No</b>
12	Is the issue renounceable or non-renounceable?	<b>Non- Renounceable</b>
13	Ratio in which the +securities will be offered	<b>2 New Shares for 5 Shares held on Record Date.</b>
14	+Class of +securities to which the offer relates	<b>Fully Paid Ordinary Shares</b>

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15	+Record date to determine entitlements	<b>7.00pm (AEDT) 10 October 2013</b>
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	<b>No</b>
17	Policy for deciding entitlements in relation to fractions	<b>Where fractions arise in the calculation of shareholders' entitlements under the Entitlement Offer they will be rounded down to the next whole number of New Shares</b>
18	Names of countries in which the entity has security holders who will not be sent new offer documents  <small>Note: Security holders must be told how their entitlements are to be dealt with.  Cross reference: rule 7.7.</small>	<b>All countries other than Australia and New Zealand and any other jurisdictions into which it is decided to make offers</b>
19	Closing date for receipt of acceptances or renunciations	<b>7 October 2013 under the Institutional Entitlement Offer</b>  <b>1 November 2013 under the Retail Entitlement Offer</b>
20	Names of any underwriters	<b>Not applicable</b>
21	Amount of any underwriting fee or commission	<b>Not applicable</b>
22	Names of any brokers to the issue	<b>Empire Securities Group &amp; Argonaut – Joint Managers</b>
23	Fee or commission payable to the broker to the issue	<b>6% of the proceeds on the institutional component of the Entitlement Offer</b>
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	<b>Not applicable</b>
25	If the issue is contingent on security holders' approval, the date of the meeting	<b>Not applicable</b>

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26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	<b>No prospectus or Product Disclosure Statement will be issued</b>  <b>The Retail Entitlement Offer documents will be sent to eligible retail shareholders on or before 15 October 2013</b>
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	<b>Not applicable</b>
28	Date rights trading will begin (if applicable)	<b>Not applicable</b>
29	Date rights trading will end (if applicable)	<b>Not applicable</b>
30	How do security holders sell their entitlements <i>in full</i> through a broker?	<b>Not applicable</b>
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	<b>Not applicable</b>
32	How do security holders dispose of their entitlements (except by sale through a broker)?	<b>Not applicable</b>
33	*Issue date	<b>16 October 2013 in respect of the Institutional Entitlement Offer</b>  <b>12 November 2013 in respect of the Retail Entitlement Offer</b>

### 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

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(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 +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

***The reports mentioned in 35 and 36 above will be provided at the end of the Rights Issue if requested by ASX***

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

38 to 42

<b>Not applicable</b>
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#### 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.

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- 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.

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: 3 October 2013  
Company Secretary

Print name: A. JAIRATH

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