

42 000 837 472

17 November 2009

Via ASX online (10 pages including cover)

The Manager Company Announcements Office Australian Securities Exchange

Dear Sir/Madam,

### **EXERCISE OF OPTIONS**

Pursuant to ASX Listing Rule 3.10.5 we enclose a duly completed "Appendix 3B – New issue announcement, application for quotation of additional securities an agreement" in respect of 100,000 fully paid ordinary shares issued following the exercise of the same number of options.

Yours faithfully, KINGSGATE CONSOLIDATED LIMITED

PETER WARREN

Company Secretary

Kingsgate Consolidated Limited (ABN 42 000 837 472) Suite 801, Level 8, 14 Martin Place Sydney NSW 2000 Australia Telephone: 61 2 8256 4800 Facsimile: 61 2 8256 4810 Email: <u>info@kingsgate.com.au</u> Website: <u>www.kingsgate.com.au</u>

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.

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

KINGSGATE CONSOLIDATED LIMITED

ABN

42 000 837 472

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 <sup>+</sup>Class of <sup>+</sup>securities issued or to be issued

Ordinary shares

- 2 Number of <sup>+</sup>securities issued or to be issued (if known) or maximum number which may be issued
- 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)

100,000

Fully paid

+ See chapter 19 for defined terms.

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4	Do the <sup>+</sup> securities rank equally in all respects from the date of allotment with an existing <sup>+</sup> class of quoted <sup>+</sup> securities?	Yes	
	<ul> <li>If the additional securities do not rank equally, please state:</li> <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>		
5	Issue price or consideration	\$7.00 pursuant to option	exercise price.
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Shares issued pursuant t	o exercise of options.
7	Dates of entering <sup>+</sup> securities into uncertificated holdings or despatch of certificates	On or before 19 Novem	ber 2009.
		Number	+Class
8	Number and <sup>+</sup> class of all <sup>+</sup> securities quoted on ASX ( <i>including</i> the securities in clause 2 if applicable)	96,839,268	Ordinary shares

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

9	Number and	+class	of	all
	+securities not	quoted	on A	SX
	(including the s	ecurities	in cla	ause
	2 if applicable)			

Number	+Class	
Please refer to		
Attachment 1		

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

Same as existing ordinary shares.

# Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	Not applicable
12	Is the issue renounceable or non-renounceable?	Not applicable
13	Ratio in which the <sup>+</sup> securities will be offered	Not applicable
14	<sup>+</sup> Class of <sup>+</sup> securities to which the offer relates	Not applicable
15	<sup>+</sup> Record date to determine entitlements	Not applicable
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	Not applicable
17	Policy for deciding entitlements in relation to fractions	Not applicable
18	Names of countries in which the entity has <sup>+</sup> security holders who will not be sent new issue documents	Not applicable
	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	Not applicable
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<sup>+</sup> See chapter 19 for defined terms.

### Appendix 3B New issue announcement

20	Names of any underwriters	Not applicable
21	Amount of any underwriting fee or commission	Not applicable
22	Names of any brokers to the issue	Not applicable
23	Fee or commission payable to the broker to the issue	Not applicable
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of <sup>+</sup> security holders	Not applicable
25	If the issue is contingent on *security holders' approval, the date of the meeting	Not applicable
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	Not applicable
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	Not applicable
28	Date rights trading will begin (if applicable)	Not applicable
29	Date rights trading will end (if applicable)	Not applicable
30	How do <sup>+</sup> security holders sell their entitlements <i>in full</i> through a broker?	Not applicable
31	How do <sup>+</sup> security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	Not applicable
32	How do <sup>+</sup> security holders dispose of their entitlements (except by sale through a broker)?	Not applicable

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

33 <sup>+</sup>Despatch date

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)  $\sqrt{}$  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

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

# 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

A copy of any trust deed for the additional <sup>+</sup>securities

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

37

38 Number of securities for which <sup>+</sup>quotation is sought 39 Class of +securities for which quotation is sought 40 Do the <sup>+</sup>securities rank equally in all respects from the date of allotment with an existing <sup>+</sup>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

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

- 41 Reason for request for quotation Number
- 42 Number and <sup>+</sup>class of all <sup>+</sup>securities quoted on ASX (*including* the securities in clause 38)

Number	+Class

#### **Quotation agreement**

- <sup>1</sup> <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 <sup>+</sup>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 <sup>+</sup>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 <sup>+</sup>securities to be quoted, it has been provided at the time that we request that the <sup>+</sup>securities be quoted.
- If we are a trust, we warrant that no person has the right to return the <sup>+</sup>securities to be quoted under section 1019B of the Corporations Act at the time that we request that the <sup>+</sup>securities be quoted.

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

- 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 <sup>+</sup>quotation of the <sup>+</sup>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:

(Director/Company secretary) Date: 17 November 2009

Print name: PETER WARREN

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

# Attachment 1

Number of Options	Class
2,560,000	\$2.69 to \$7.00 expiring 1 April 2010 (KCNAK)
50,000	\$5.00 expiring 26 October 2010 (KCNAY)
50,000	\$6.00 expiring 26 October 2010 (KCNAY)
25,000	\$3.25 expiring 1 August 2010 (KCNAY)
50,000	\$4.00 expiring 1 August 2010 (KCNAY)
100,000	\$5.00 expiring 1 August 2010 (KCNAY)
100,000	\$6.00 expiring 1 August 2010 (KCNAY)
125,000	\$7.00 expiring 1 August 2010 (KCNAY)
50,000	\$6.00 expiring 1 July 2011 (KCNAZ)
150,000	\$8.00 expiring 1 July 2011 (KCNAZ)
756,460	\$4.68 and \$6.00 expiring 3 April 2013
415,000	\$6.00 expiring 3 April 2013
1,000,000	\$6.00 and \$7.00 expiring 2 April 2013
5,431,461	Total

Number and class of all securities not quoted on the ASX (including the securities in clause 2 if applicable)