



RESOURCEBASE
LIMITED

ABN 57 113 385 425

Level 17, 500 Collins Street
MELBOURNE VIC 3000

Phone: (03) 9614 0600

Fax: (03) 9614 0550

Email: admin@resourcebase.com.au

Web Site: www.resourcebase.com.au

8 November 2011

Company Announcements Office
Australian Securities Exchange

ASX ANNOUNCEMENT

SUCCESSFUL COMPLETION OF CAPITAL RAISING – RIGHTS ISSUE

Resource Base Ltd (“Resource Base” or “the Company”) is pleased to advise that it has successfully completed the capital raising pursuant to the recent non renounceable rights issue (rights issue”), whereby the total shortfall shares (58,826,405 shares) representing \$2,117,750.58 have been placed with the underwriter and nominee.

I hereby attach the applicable Appendix 3B. Upon issue of the shortfall shares, the Company will have the following capital structure:

Ordinary shares on issue: 197,429,401

Listed options: 18,928,555

Unlisted options: 2,000,000

The Company is working towards reinstatement of its securities to official quotation, which is expected to be on or about 15 November 2011.

For and on behalf of Resource Base Limited

Adrien Wing
Company Secretary

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, 24/10/2005.

Name of entity

Resource Base Limited

ABN

57 113 385 425

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 |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 58,826,406 |
| 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) | As for existing fully paid ordinary shares |

+ See chapter 19 for defined terms.

Appendix 3B

New issue announcement

| 4 | <p>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">• 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 | <p>Yes, the new shares will rank equally with existing fully paid ordinary shares from the date of issue.</p> | | | | | | | |
|-------------|---|---|--------|--------------------|-------------|----------------------------|------------|---|--|
| 5 | Issue price or consideration | \$0.036 | | | | | | | |
| 6 | Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets) | <p>The purpose of the Offer is to provide working capital for the Company's activities.</p> <p>The funds raised by the Offer will be applied, with existing funds and after payment of the costs of the Offer, to advance the development of the Company's mining and exploration assets, particularly, the Broula King Gold Mine located in New South Wales.</p> | | | | | | | |
| 7 | Dates of entering ⁺ securities into uncertificated holdings or despatch of certificates | 8 November 2011 | | | | | | | |
| 8 | Number and ⁺ class of all ⁺ securities quoted on ASX (including the securities in clause 2 if applicable) | <table><tr><th>Number</th><th>⁺Class</th></tr><tr><td>197,429,401</td><td>Fully paid ordinary shares</td></tr><tr><td>18,928,555</td><td>Options exercisable at \$0.05 on or before 30 November 2011</td></tr></table> | Number | ⁺ Class | 197,429,401 | Fully paid ordinary shares | 18,928,555 | Options exercisable at \$0.05 on or before 30 November 2011 | |
| Number | ⁺ Class | | | | | | | | |
| 197,429,401 | Fully paid ordinary shares | | | | | | | | |
| 18,928,555 | Options exercisable at \$0.05 on or before 30 November 2011 | | | | | | | | |

+ See chapter 19 for defined terms.

| | Number | +Class |
|----|---|--|
| 9 | Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable) | 2,000,000 Options exercisable at \$0.20 on or before 30 June 2013 |
| 10 | Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests) | Same as existing fully paid shares |

Part 2 - Bonus issue or pro rata issue

Part 2 – 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) ☒ 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 +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

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

5,001 - 10,000
10,001 - 100,000
100,001 and over

- 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

- 39 Class of ⁺securities for which quotation is sought

- 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
-

- 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)
-

| | |
|--------|--------------------|
| Number | ⁺ Class |
|--------|--------------------|

⁺ See chapter 19 for defined terms.

| | | | |
|----|--|--|--|
| 42 | Number and +class of all +securities quoted on ASX (including the securities in clause 38) | | |
|----|--|--|--|

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.
- 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.

+ See chapter 19 for defined terms.

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- 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:
(Company secretary)

Date: 8 November 2011

Print name: ..A Wing.....

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+ See chapter 19 for defined terms.