



ASX:PLP

ASX/Media Announcement

Perth: 23 February 2015

APPENDIX 3B AND SECONDARY TRADING NOTICE

Platypus Minerals Ltd ("Platypus" or "Company")

We attach an Appendix 3B in relation to the recently completed rights issue, comprising 37,416,944 fully paid ordinary shares and 18,708,523 listed options; an issue of 2,500,000 fully paid ordinary shares in consideration of professional and advisory services provided in lieu of cash payment; and an issue of 5,000,000 unlisted options to employees issued under the Platypus Incentive Scheme.

Notice given under section 708A(5)(e) of the Corporations Act 2001

In relation to the 2,500,000 shares issued in consideration of services provided, we confirm the shares issued are in a class of securities quoted on the Australian Securities Exchange.

The shares were issued without disclosure to investors under Part 6D.2, in reliance on Section 708A(5) of the Corporations Act 2001.

The Company, as at the date of this notice, has complied with:

- a) the provisions of Chapter 2M of the Corporations Act 2001 as they apply to the Company; and
- b) section 674 of the Corporations Act 2001.

There is no excluded information as at the date of this notice, for the purposes of Sections 708A(7) and (8) of the Corporations Act 2001.

= = ENDS = =

For further information, please contact

Tom Dukovic
Managing Director
+61 8 9363 7800

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, 04/03/13

Name of entity

PLATYPUS MINERALS LTD

ABN

99 008 894 442

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 | Ordinary Shares
Listed Options
Unlisted Options |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 39,916,944 Ordinary Shares
18,708,523 Listed Options
5,000,000 Unlisted Options |
| 3 | Principal terms of the +securities (e.g. 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) | Ordinary Shares
Listed Options with exercise price of 3.5c expiring 1 December 2016
Unlisted Options with exercise price of 3.0c expiring 12 January 2017 |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

<p>4 Do the +securities rank equally in all respects from the +issue date 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>Ordinary Shares – Yes Listed Options – new class Unlisted Options – new class</p>
<p>5 Issue price or consideration</p>	<p>\$0.02 per Ordinary Share Nil per Listed Option Nil per Unlisted Option</p>
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>37,416,944 Ordinary Shares and 18,708,523 Listed Options issued as part of the non-renounceable pro rata rights issue and shortfall to the rights issue pursuant to prospectus dated 21 November 2014 offering 1 new share at 2.0c for every 2 shares held with 1 free attaching listed option exercisable at 3.5c by 1 December 2016 for every 2 shares issued.</p> <p>2,500,000 Ordinary Shares issued in consideration of professional and advisory services provided to the Company in lieu of cash payment.</p> <p>5,000,000 Unlisted Options issued to employees of the Company under the Platypus Incentive Scheme as adopted at the AGM held on 28 November 2014.</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>Yes</p>

+ See chapter 19 for defined terms.

6b	The date the security holder resolution under rule 7.1A was passed	28 November 2014
6c	Number of +securities issued without security holder approval under rule 7.1	2,500,000
6d	Number of +securities issued with security holder approval under rule 7.1A	Nil
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Nil
6f	Number of +securities issued under an exception in rule 7.2	5,000,000 Unlisted Options issued to employees of the Company under the Platypus Incentive Scheme as adopted at the AGM held on 28 November 2014.
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.	N/A
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	N/A
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	7.1: 26,178,895 7.1A: 19,785,930 See Annexure 1 attached.

+ See chapter 19 for defined terms.

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New issue announcement

<p>7 +Issue dates</p> <p>Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.</p> <p>Cross reference: item 33 of Appendix 3B.</p>	<p>20 February 2015: 37,416,944 Ordinary Shares and 18,708,523 Listed Options;</p> <p>23 February 2015: 2,500,000 Ordinary Shares and 5,000,000 Unlisted Options</p>	
<p>8 Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)</p>	<p>Number</p>	<p>+Class</p>
<p>9 Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)</p>	<p>Number</p>	<p>+Class Options</p>
	<p>201,359,301</p> <p>18,708,523</p>	<p>Ordinary Shares</p> <p>Listed Options with exercise price of 3.5 cents and expiring 1 December 2016</p>
	<p>27,750,000</p> <p>5,000,000</p>	<p>Unlisted Options with exercise price of 3.0 cents and expiring 30 September 2017</p> <p>Unlisted Options with exercise price of 3.0 cents and expiring 12 January 2017</p>
<p>10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)</p>	<p>No Policy</p>	

Part 2 - Pro rata issue

<p>11 Is security holder approval required?</p>	
<p>12 Is the issue renounceable or non-renounceable?</p>	
<p>13 Ratio in which the +securities will be offered</p>	
<p>14 +Class of +securities to which the offer relates</p>	
<p>15 +Record date to determine entitlements</p>	

+ See chapter 19 for defined terms.

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 offer documents <small>Note: Security holders must be told how their entitlements are to be dealt with. 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	
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 offer documents will be sent to persons entitled	

+ See chapter 19 for defined terms.

Appendix 3B New issue announcement

- 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 +Issue 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

+ See chapter 19 for defined terms.

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

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 +issue date 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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+ See chapter 19 for defined terms.

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

Number	+Class

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.

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 is not available now, we 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)

23/02/2015
 Date:

Print name: Paul McQuillan
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+ See chapter 19 for defined terms.

Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

Part 1

Rule 7.1 – Issues exceeding 15% of capital																															
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated																															
Insert number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	3,525,491,782 (pre-consolidation)																														
<p>Add the following:</p> <ul style="list-style-type: none"> • Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2 • Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval • Number of partly paid +ordinary securities that became fully paid in that 12 month period <p><i>Note:</i></p> <ul style="list-style-type: none"> • Include only ordinary securities here – other classes of equity securities cannot be added • Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed • It may be useful to set out issues of securities on different dates as separate line items 	<table style="width: 100%; border-collapse: collapse;"> <tr> <td colspan="2">Option conversions:</td> </tr> <tr> <td style="padding-left: 20px;">03/04/14:</td> <td style="text-align: right;">267</td> </tr> <tr> <td style="padding-left: 20px;">06/10/14 (post-consolidation)</td> <td style="text-align: right;">18</td> </tr> <tr> <td colspan="2">pre-consolidation:</td> </tr> <tr> <td style="padding-left: 20px;">25 Mar 2014:</td> <td style="text-align: right;">43,500,000</td> </tr> <tr> <td style="padding-left: 20px;">28 Mar 2014:</td> <td style="text-align: right;">130,000,000</td> </tr> <tr> <td style="padding-left: 20px;">28 Apr 2014:</td> <td style="text-align: right;">140,000,000</td> </tr> <tr> <td style="padding-left: 20px;">6 Aug 2014:</td> <td style="text-align: right;">16,000,000</td> </tr> <tr> <td colspan="2">post-consolidation:</td> </tr> <tr> <td style="padding-left: 20px;">19 Aug 2014:</td> <td style="text-align: right;">4,666,667</td> </tr> <tr> <td style="padding-left: 20px;">6 October 2014:</td> <td style="text-align: right;">25,750,000</td> </tr> <tr> <td style="padding-left: 20px;">7 October 2014:</td> <td style="text-align: right;">825,000</td> </tr> <tr> <td style="padding-left: 20px;">3 December 2014:</td> <td style="text-align: right;">700,000</td> </tr> <tr> <td style="padding-left: 20px;">20 February 2015:</td> <td style="text-align: right;">37,416,944</td> </tr> <tr> <td colspan="2" style="text-align: center;">0</td> </tr> </table>	Option conversions:		03/04/14:	267	06/10/14 (post-consolidation)	18	pre-consolidation:		25 Mar 2014:	43,500,000	28 Mar 2014:	130,000,000	28 Apr 2014:	140,000,000	6 Aug 2014:	16,000,000	post-consolidation:		19 Aug 2014:	4,666,667	6 October 2014:	25,750,000	7 October 2014:	825,000	3 December 2014:	700,000	20 February 2015:	37,416,944	0	
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20 February 2015:	37,416,944																														
0																															
Subtract the number of fully paid +ordinary securities cancelled during that 12 month period	0																														

+ See chapter 19 for defined terms.

Appendix 3B
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“A”	3,854,992,049 pre-consolidation, which convert to: 128,500,672 post 1:30 consolidation; plus 69,358,629 post-consolidation, gives A: 197,859,301
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Step 2: Calculate 15% of “A”

“B”	0.15 <i>[Note: this value cannot be changed]</i>
Multiply “A” by 0.15	29,678,895

Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used

Insert number of +equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:	28 November 2014: 1,000,000 23 February 2015: 2,500,000
<ul style="list-style-type: none"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	
“C”	3,500,000

Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1

“A” x 0.15 <i>Note: number must be same as shown in Step 2</i>	29,678,895
Subtract “C” <i>Note: number must be same as shown in Step 3</i>	3,500,000
Total [“A” x 0.15] – “C”	26,178,895 <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

+ See chapter 19 for defined terms.

Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	197,859,301
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	19,785,930
Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
Insert number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A <i>Notes:</i> <ul style="list-style-type: none"> • <i>This applies to equity securities – not just ordinary securities</i> • <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	0
“E”	0
Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A	
“A” x 0.10 <i>Note: number must be same as shown in Step 2</i>	19,785,930
Subtract “E” <i>Note: number must be same as shown in Step 3</i>	0
Total [“A” x 0.10] – “E”	19,785,930 <i>Note: this is the remaining placement capacity under rule 7.1A</i>

+ See chapter 19 for defined terms.

