

**SHARE ISSUE**

6 October 2005

**Share Issue**

The directors of Batavia Mining Limited advise that the following share issues have been made by the company:

- 408,998 shares issued to Thor Mining PLC in consideration for the acquisition of Uranium Exploration Rights to advanced prospects in Eastern Arunta Province, Northern Territory. The terms of which was included in the Company's ASX release dated 19 July 2005; and
- 4,000,000 ordinary shares issued to Pascal Geraths, a consultant retained to promote the company in Europe.

An Appendix 3B is attached.

Yours faithfully

**BATAVIA MINING LIMITED**



**Greg Durack**  
Managing Director

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

Batavia Mining Limited

ABN

98 009 075 861

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   | Shares              |
| 2 | Number of *securities issued or to be issued (if known) or maximum number which may be issued  | 4,408,998           |
| 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) | Ordinary fully paid |

\* See chapter 19 for defined terms.

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

<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>Yes</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>4,000,000 shares as consideration for the appointment of a promotional consultant in Europe.</p> <p>408,998 shares as consideration for the acquisition of Mining Property EL22913, EL22349, ELA22912, ELA23463, ELA24392</p>								
<p>7 Dates of entering *securities into uncertificated holdings or despatch of certificates</p>	<p>6 October 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="711 1318 992 1381">Number</th> <th data-bbox="992 1318 1258 1381">*Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="711 1381 992 1413">275,661,027</td> <td data-bbox="992 1381 1258 1413">Shares</td> </tr> <tr> <td data-bbox="711 1413 992 1444">37,273,010</td> <td data-bbox="992 1413 1258 1444">30/9/06 Options</td> </tr> <tr> <td data-bbox="711 1444 992 1476">90,376,692</td> <td data-bbox="992 1444 1258 1476">15/6/06 Options</td> </tr> </tbody> </table>	Number	*Class	275,661,027	Shares	37,273,010	30/9/06 Options	90,376,692	15/6/06 Options
Number	*Class								
275,661,027	Shares								
37,273,010	30/9/06 Options								
90,376,692	15/6/06 Options								

+ 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)	500,000 258,750 30/11/05 Options 31/3/07 Options
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	No policy.

**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  <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	

+ See chapter 19 for defined terms.

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

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- |    |   |  |
|----|---|--|
| 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 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 †security holders sell their entitlements <i>in full</i> through a broker?   |  |
| 31 | How do †security holders sell <i>part</i> 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

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

**Appendix 3B**  
**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 (including 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:

(Director/Company secretary)

Date: 6 October 2005

Print name:

Greg Durack

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+ See chapter 19 for defined terms.



# Appendix 5B

## Mining exploration entity quarterly report

Introduced 1/7/96. Origin: Appendix 8. Amended 1/7/97, 1/7/98.

Name of entity

BATAVIA MINING LIMITED

ACN or ARBN

009 075 861

Quarter ended ("current quarter")

30 Sept 2005

### Consolidated statement of cash flows

Cash flows related to operating activities	Current quarter \$A'000	Year to date 12 months \$A'000
1.1 Receipts from customers	-	-
1.2 Payments for (a) exploration and evaluation	(897)	(897)
(b) development	-	-
(c) production	-	-
(d) administration	(291)	(291)
(e) remote camp costs	(33)	(33)
1.3 Royalties received	-	-
1.4 Interest and other items of a similar nature received	15	15
1.5 Interest and other costs of finance paid	(1)	(1)
1.6 Payment for environmental bonds	-	-
1.7 Income taxes paid	-	-
1.8 Other	-	-
<b>Net Operating Cash Flows</b>	<b>(1,207)</b>	<b>(1,207)</b>
<b>Cash flows related to investing activities</b>		
1.8 Payment for purchases of: (a) prospects	-	-
(b) controlled entity (net of cash acquired)	-	-
(c) other fixed assets	(1)	(1)
1.9 Proceeds from sale of: (a) prospects	-	-
(b) equity investments	-	-
(c) other fixed assets	-	-
1.10 Loans to other entities	-	-
1.11 Loans repaid by other entities	-	-
1.12 Other	-	-
<b>Net investing cash flows</b>	<b>(1)</b>	<b>(1)</b>
1.13 Total operating and investing cash flows (carried forward)	<b>(1,208)</b>	<b>(1,208)</b>

+ See chapter 19 for defined terms.

**Appendix 5B**  
**Mining exploration entity quarterly report**

1.13	Total operating and investing cash flows (brought forward)	(1,208)	(1,208)
<b>Cash flows related to financing activities</b>			
1.14	Proceeds from issues of shares, options, etc. (net of expenses)	926	926
1.15	Payment for shares	–	–
1.16	Proceeds from borrowings	–	–
1.17	Repayment of borrowings	(2)	(2)
1.18	Dividends paid	–	–
1.19	Other	–	–
<b>Net financing cash flows</b>		924	924
<b>Net increase (decrease) in cash held</b>			
1.20	Cash at beginning of quarter/year to date	1,012	1,012
1.21	Exchange rate adjustments to item 1.20	–	–
1.22	<b>Cash at end of quarter</b>	<b>728</b>	<b>728</b>

**Payments to directors of the entity and associates of the directors**  
**Payments to related entities of the entity and associates of the related entities**

		Current quarter \$A'000
1.23	Aggregate amount of payments to the parties included in item 1.2	29
1.24	Aggregate amount of loans to the parties included in item 1.10	–

1.25 Explanation necessary for an understanding of the transactions

**Non-cash financing and investing activities**

2.1 Details of financing and investing transactions which have had a material effect on consolidated assets and liabilities but did not involve cash flows

2.2 Details of outlays made by other entities to establish or increase their share in projects in which the reporting entity has an interest

+ See chapter 19 for defined terms.

### Financing facilities available

*Add notes as necessary for an understanding of the position.*

	Amount available \$A'000	Amount used \$A'000
3.1 Loan facilities	–	–
3.2 Credit standby arrangements	–	–

### Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	100
4.2 Development	–
<b>Total</b>	<b>100</b>

### Reconciliation of cash

Reconciliation of cash at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts is as follows.

	Current quarter \$A'000	Previous quarter \$A'000
5.1 Cash on hand and at bank	114	114
5.2 Deposits at call	614	614
5.3 Bank overdraft	–	–
5.4 Other – security deposits	–	–
<b>Total: cash at end of quarter (item 1.22)</b>	<b>728</b>	<b>728</b>

### Changes in interests in mining tenements

	Tenement reference	Nature of interest (note (2))	Interest at beginning of quarter	Interest at end of quarter
6.1	Interests in mining tenements relinquished, reduced or lapsed			
6.2	Interests in mining tenements acquired or increased			

+ See chapter 19 for defined terms.

**Appendix 5B**  
**Mining exploration entity quarterly report**

**Issued and quoted securities at end of current quarter**

*Description includes rate of interest and any redemption or conversion rights together with prices and dates.*

	Total number	Number quoted	Issue price per security (see note 3) (cents)	Amount paid up per security (see note 3) (cents)
7.1 <b>Preference +securities</b> <i>(description)</i>				
7.2 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions				
7.3 <b>+Ordinary securities</b>	271,252,029	271,252,029		
7.4 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs	47,004,202	47,004,202		
7.5 <b>+Convertible debt securities</b> <i>(description)</i>				
7.6 Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted				
7.7 <b>Options</b>				
BTVO	37,273,010	37,273,010	Exercise Price \$0.20	Expiry Date 30 Sep 2006
BTVOA	90,376,692	90,376,692	Exercise Price \$0.05	Expiry Date 15 June 2006
Option Plan	500,000	-	Exercise Price \$0.15	Expiry Date 30 Nov 2005
	258,750	-	Exercise Price \$4.00	Expiry Date 31 Mar 2007
7.8 Issued during quarter	46,973,714	46,973,714		
7.9 Exercised during quarter	30,488	30,488	Exercise Price \$0.05	Expiry Date 15 June 2006
7.1 Expired during 0 quarter				
7.1 <b>Debentures</b> 1 <i>(totals only)</i>				
7.1 <b>Unsecured notes</b> 2 <i>(totals only)</i>				

+ See chapter 19 for defined terms.

## Compliance statement

- 1 This statement has been prepared under accounting policies, which comply with accounting standards as defined in the Corporations Act or other standards acceptable to ASX.
- 2 This statement does give a true and fair view of the matters disclosed.

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Sign here:

Date: 07 Oct 2005

(Company Secretary)

Print name: GREGORY M. DURACK