

Elemental Minerals Limited

NEWS RELEASE

FOR IMMEDIATE RELEASE

ASX Code – ELM

31 July 2006

APPOINTMENT OF COMPANY SECRETARY, ISSUE OF INCENTIVE OPTIONS AND CHANGE OF REGISTERED OFFICE

Elemental Minerals Limited (“the Company”) is pleased to announce the appointment of Mr Patrick Flint as company secretary. Mr Flint will be actively involved in the management of the Company and in particular the development of the Company’s proposed new project, the Kasai Diamond and Gold project. Mr Bruce Acutt has resigned as company secretary, and the Board thanks Mr Acutt for his contribution.

In conjunction with the appointment of Mr Flint and the recent appointment of Mr Reg Gillard as Chairman, the following incentive options are to be issued:

- To Mr Gillard - 1,000,000 incentive options at an exercise price of 50 cents and expiring on 31 August 2009. The issue of these options is subject to shareholder approval.
- To Mr Flint - 1,000,000 incentive options at an exercise price of 50 cents and expiring on 31 August 2009.

The Company also advises that the Company’s registered office has been changed to:

Elemental Minerals Limited
Ground Floor, 30 Ledger Road
Balcatta, Western Australia, 6021

Telephone – 08 9240 2836
Facsimile – 08 9240 2406

For further information in respect of the Company’s activities, please contact:

<i>Reg Gillard</i>	<i>Jeremy Whybrow</i>	<i>Klaus Eckhof</i>
<i>Chairman</i>	<i>Director</i>	<i>Director</i>
<i>Tel: (61 8) 9240 2836</i>	<i>Tel: (61 8) 9321 3883</i>	<i>Tel: (61 8) 9240 2836</i>
<i>Email: gillardr@crepl.com.au</i>	<i>Email: jeremy@kirke.com.au</i>	<i>Email: eckhofk@crepl.com.au</i>

Company website: www.elementalminerals.com.au

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Facsimile: +61 8 9240 2406
Email: info@elementalminerals.com.au
Website: www.elementalminerals.com.au
ABN: 31 108 066 422

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

ELEMENTAL MINERALS LIMITED

ABN

31 108 066 422

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 and Incentive Options |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 1,790,505 shares and 1,000,000 incentive options |
| 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 shares
Incentive options – exercisable at 50 cents each on or before 31 August 2009 |

+ 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"> • 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>Shares – Yes Incentive options - No</p>						
<p>5 Issue price or consideration</p>	<p>Shares - 20 cents per share for shares issued on exercise of options Incentive options - Nil</p>						
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Shares - Conversion of options Incentive options – refer announcement dated 31 July 2006</p>						
<p>7 Dates of entering [*]securities into uncertificated holdings or despatch of certificates</p>	<p>31/7/2006</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="686 1456 989 1512">Number</th> <th data-bbox="989 1456 1279 1512">[†]Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="686 1512 989 1568">30,818,505</td> <td data-bbox="989 1512 1279 1568">FPO</td> </tr> <tr> <td data-bbox="686 1568 989 1727">29,936,795</td> <td data-bbox="989 1568 1279 1727">Options</td> </tr> </tbody> </table>	Number	[†] Class	30,818,505	FPO	29,936,795	Options
Number	[†] Class						
30,818,505	FPO						
29,936,795	Options						

+ See chapter 19 for defined terms.

9	Number and *class of all *securities not quoted on ASX (including the securities in clause 2 if applicable)	Number	*Class
		6,385,300 1,000,000	FPO Options
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A	

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

- | | | |
|----|-------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| 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? | |

+ See chapter 19 for defined terms.

- 32 How do *security holders dispose of their entitlements (except by sale through a broker)?
- 33 *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 *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

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

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 (<i>including</i> the securities in clause 38)		

+ 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.

 - 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: 31 July 2006
(Director)

Print name: Patrick Flint

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