

NEWCREST
MINING
LIMITED

ACN 005 683 625

to: Company Announcements Office
from: Peter Larsen
date: 16 November 2010
subject: Appendix 3B for Immediate Release to the Market

Attached for release to the market is Appendix 3B updating Newcrest's total number of issued shares.

The Company has allotted 677,828 shares in accordance with the Newcrest Dividend Reinvestment Plan. In addition, since 13 September 2010, the Company has allotted 11,166 shares in accordance with the Newcrest Restricted Share Plan (2005), 15,774 shares in accordance with the Newcrest Restricted Share Plan (2006), 10,380 shares in accordance with the Newcrest Executive Performance Share Plan (2006), 8,700 shares in accordance with the Newcrest Restricted Share Plan (2007) and 900 shares in accordance with the Newcrest Restricted Share Plan (2008).

The total number of Newcrest Mining Limited issued shares is now 765,211,675 ordinary shares.

Yours sincerely



Peter Larsen
Deputy Company Secretary

For personal use only

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

NEWCREST MINING LIMITED

ABN

20 005 683 625

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 | 724,748 |
| 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 SHARES, THAT RANK EQUALLY WITH EXISTING ORDINARY SHARES |

For personal use only

Appendix 3B
New issue announcement

- 4 Do the ⁺securities rank equally in all respects from the date of allotment with an existing ⁺class of quoted ⁺securities?

YES

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

- 5 Issue price or consideration

677,828 SHARES ISSUED AT \$39.76 IN ACCORDANCE WITH THE NEWCREST DIVIDEND REINVESTMENT PLAN ON 22 OCTOBER 2010.

SINCE 13 SEPTEMBER 2010;

11,166 SHARES ISSUED TO EMPLOYEES IN ACCORDANCE WITH THE NEWCREST RESTRICTED SHARE PLAN (2005). CONSIDERATION – NIL.

15,774 SHARES ISSUED TO EMPLOYEES IN ACCORDANCE WITH THE NEWCREST RESTRICTED SHARE PLAN (2006). CONSIDERATION – NIL.

10,380 SHARES ISSUED TO EMPLOYEES IN ACCORDANCE WITH THE NEWCREST EXECUTIVE PERFORMANCE SHARE PLAN (2006). CONSIDERATION – NIL.

8,700 SHARES ISSUED TO EMPLOYEES IN ACCORDANCE WITH THE NEWCREST RESTRICTED SHARE PLAN (2007). CONSIDERATION – NIL.

900 SHARES ISSUED TO EMPLOYEES IN ACCORDANCE WITH THE NEWCREST RESTRICTED SHARE PLAN (2008). CONSIDERATION – NIL.

For personal use only

Appendix 3B
New issue announcement

<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>SHARES ISSUED: IN ACCORDANCE WITH THE NEWCREST DIVIDEND REINVESTMENT PLAN. IN ACCORDANCE WITH THE NEWCREST RESTRICTED SHARE PLAN (2005). IN ACCORDANCE WITH THE NEWCREST RESTRICTED SHARE PLAN (2006). IN ACCORDANCE WITH THE NEWCREST EXECUTIVE PERFORMANCE SHARE PLAN (2006). IN ACCORDANCE WITH THE NEWCREST RESTRICTED SHARE PLAN (2007). IN ACCORDANCE WITH THE NEWCREST RESTRICTED SHARE PLAN (2008).</p>				
<p>7 Dates of entering ⁺securities into uncertificated holdings or despatch of certificates</p>	<p>SEE ITEM 5 ABOVE</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="759 1039 1051 1077">Number</th> <th data-bbox="1051 1039 1355 1077">⁺Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="759 1077 1051 1294">765,211,675</td> <td data-bbox="1051 1077 1355 1294">FULLY PAID ORDINARY SHARES</td> </tr> </tbody> </table>	Number	⁺ Class	765,211,675	FULLY PAID ORDINARY SHARES
Number	⁺ Class				
765,211,675	FULLY PAID ORDINARY SHARES				

+ See chapter 19 for defined terms.

For personal use only

Appendix 3B
New issue announcement

	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	165,000	Executive Performance Share Plan Performance Rights (July 2006)
	66,116	Executive Performance Share Plan Performance Rights (November 2006)
	47,711	Restricted Share Plan Rights (November 2006)
	94,085	Executive Performance Share Plan Performance Rights (November 2007)
	112,507	Restricted Share Plan Rights (November 2007)
	352,124	Executive Performance Share Plan Performance Rights (November 2008)
	133,201	Restricted Share Plan Rights (November 2008)
	253,806	Executive Performance Share Plan Performance Rights (November 2009)
	<u>1,224,550</u>	

10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests) AS PER EXISTING ORDINARY SHARES IN NEWCREST MINING LIMITED

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

For personal use only

Appendix 3B
New issue announcement

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	
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	

+ See chapter 19 for defined terms.

For personal use only

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 ⁺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

For personal use only

Appendix 3B
New issue announcement

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

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
-

+ See chapter 19 for defined terms.

For personal use only

Appendix 3B
New issue announcement

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)

--

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

Number	⁺ Class

For personal use only

Appendix 3B
New issue announcement

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: Date: 16 November 2010
(Deputy Company Secretary)

Print name: Peter Larsen

=====

+ See chapter 19 for defined terms.

For personal use only