



4 January 2012

ASX: MGK

## **ASX ANNOUNCEMENT**

### **CEO COMMENCES**

MIL Resources Limited ("MIL" or "the Company") is pleased to announce that Tony Williamson has today commenced as Chief Executive Officer.

A geologist with over 30 years' experience, Tony has spent the majority of his career operating in Asia, predominantly in Papua New Guinea (PNG). Tony joins MIL from AIM-listed Archipelago Resources' Indonesian subsidiary where he was Project Development Manager - Exploration and prior to that held the position of PNG General Manager at AIM-listed Triple Plate Junction.

From 1999-2004, Tony was the Director of Mining at the PNG Department of Mining where he was responsible for all aspects of the multi billion-dollar PNG mining industry. In this role, Tony oversaw the implementation of new policies, was a member of the Mining Advisory Board responsible for mineral licensing and served as an Alternate Director for Ok Tedi Mining Ltd. This position gave Tony extensive senior management and leadership experience.

The CEO is to be remunerated with a combination of cash salary, superannuation contributions and long term incentive in the form of options over ordinary shares in the company which vest over a period of 21 months from commencement of employment. The appointment is subject to 3 months probation and can be terminated by either party on 3 months notice after probation.

Attached is an Appendix 3B in respect of the options.

**\*\*\*ENDS\*\*\***

#### **FOR FURTHER INFORMATION CONTACT:**

Doug Halley, Chairman, MIL Resources +61 (2) 9252 1505

Victoria Thomas, Six Degrees Investor Relations +61 (3) 9674 0347

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## **ABOUT MIL RESOURCES LIMITED**

MIL Resources is a Papua New Guinea focussed mineral exploration company listed on the Australian Securities Exchange (ASX : MGX). The Company is exploring primarily for gold and copper in eight 100% owned projects across Papua New Guinea and a large, vanadium rich, titanomagnetite project at Amazon Bay in South Eastern Papua New Guinea (MIL earning 51%).

[www.milresources.com](http://www.milresources.com)

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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

MIL RESOURCES LIMITED

ABN

23 003 669 163

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  | Unlisted Options |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 10,000,000       |

+ See chapter 19 for defined terms.

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

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- 3 Principal terms of the <sup>+</sup>securities (eg, if options, exercise price and expiry date; if partly paid <sup>+</sup>securities, the amount outstanding and due dates for payment; if <sup>+</sup>convertible securities, the conversion price and dates for conversion)

Options issued to Anthony Williamson as Chief Executive Officer which are in 4 tranches as follows:

- 2.5 million to vest on 4 April 2012 with a term of 3 years from the vesting date at an exercise price of 6 cents. On exercise each option will convert into 1 fully paid ordinary share in the Company;
- 2.5 million to vest on 4 October 2012 with a term of 3 years from the vesting date at an exercise price of 8 cents. On exercise each option will convert into 1 fully paid ordinary share in the Company;
- 2.5 million to vest on 4 April 2013 with a term of 3 years from the vesting date at an exercise price of 10 cents. On exercise each option will convert into 1 fully paid ordinary share in the Company;
- 2.5 million to vest on 4 October 2013 with a term of 3 years from the vesting date at an exercise price of 12 cents. On exercise each option will convert into 1 fully paid ordinary share in the Company.

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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"> <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>	Yes							
5	Issue price or consideration	Nil consideration							
6	<p>Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	Options issued as part of the Chief Executive Officer's employment contract.							
7	<p>Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	4 <sup>th</sup> January 2012							
8	<p>Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th style="text-align: left;">Number</th> <th style="text-align: left;">+Class</th> </tr> </thead> <tbody> <tr> <td>571,483,821</td> <td>Ordinary fully paid</td> </tr> <tr> <td>61,327,782</td> <td>Options expiring 31 May 2012</td> </tr> </tbody> </table>	Number	+Class	571,483,821	Ordinary fully paid	61,327,782	Options expiring 31 May 2012	
Number	+Class								
571,483,821	Ordinary fully paid								
61,327,782	Options expiring 31 May 2012								

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**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)	41,651,329
		33,333,333
		Unlisted Options
		Unlisted Converting Redeemable Preference Shares
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	The company does not have a dividend 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>	

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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	
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	

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

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through a broker and accept for the balance?

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

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

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**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.

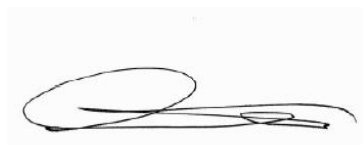
Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- 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:



Company secretary

Date: 4 January 2012

Print name: James Beecher

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