

RIGHTS ISSUE

Notice given under Paragraph 2(f) Section 708AA of the *Corporations Act 2001* (“**Act**”).

Austindo Resources Corporation NL (“**Austindo**”) will conduct a rights issue as defined in Section 9A of the Act of ordinary shares in the capital of Austindo without disclosure to investors under Part 6D.2 of the Act on the following terms and conditions:

- Type of offer – renounceable.
- Entitlements – issue of shares to Eligible Shareholders as at the Record Date.
- Offer Price – 0.7 cents per shares.
- Offer Ratio – 1 new share for every 3 shares held on the Record Date.
- Shortfall – Eligible Shareholders may apply for new shares out of any Shortfall.

Austindo states that, as at the date of this Notice, it has complied with:

- (i) the provisions of Chapter 2M of the Act as they apply to the Austindo; and
- (ii) Section 674 of the Act.

Austindo advises as follows:

- (a) Austindo proposes seeking shareholder approval at its next Annual General Meeting to convert from an NL company to a company limited by shares and to adopt a new Constitution. Furthermore, Austindo will seek shareholder approval to a consolidation of its share capital on the basis of 50:1.
- (b) Austindo has previously stated that its target date for the first gold pour at the Cibaliung Project was during the June 2008 quarter. However, following consultation with technical advisers engaged on the project, it now seems likely that the first gold pour will be postponed until during the September 2008 quarter to ensure that construction, refurbishment and commissioning of the gold processing plant is completed and that sufficient ore has been stockpiled prior to the commencement of production through the plant. .

There is no information that is excluded information as at the date of this Notice.

The issue of Ordinary Shares pursuant to the rights issue may have an effect on control of the Company as the Offer is partially underwritten by Australia and New Zealand Banking Group Limited (“**ANZ**”). ANZ currently holds 25.05% of the issued capital of the Company and if no eligible shareholder subscribes for shares under the rights issue with the result that ANZ is required to take up its underwriting commitment in full, ANZ would hold 39.60% of the issued capital of the Company.

For further information please contact:

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