

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

Shaw River Resources Limited

ACN

121 511 886

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 | <ol style="list-style-type: none">1. Ordinary Shares2. Unlisted ESOP Options |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | <ol style="list-style-type: none">1. 10,650,000 Ordinary Shares2. 1,450,000 Unlisted ESOP 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) | <ol style="list-style-type: none">1. Ordinary shares fully paid2. Unlisted ESOP options issued under ESOP approved by shareholders in 2007 |

+ See chapter 19 for defined terms.

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<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>1. Yes 2. Yes, on exercise of the unlisted options</p>				
<p>5 Issue price or consideration</p>	<p>1. 6 cents each 2. Nil for unlisted ESOP options</p>				
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>1. Fund ongoing exploration particularly on the company's manganese exploration assets. 2. Issued as incentive to employees and contractors under ESOP.</p>				
<p>7 Dates of entering ⁺securities into uncertificated holdings or despatch of certificates</p>	<p>18 September 2008</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="699 1337 986 1370">Number</th> <th data-bbox="986 1337 1260 1370">⁺Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="699 1370 986 1574">67,546,500</td> <td data-bbox="986 1370 1260 1574">Ordinary Shares Fully Paid</td> </tr> </tbody> </table>	Number	⁺ Class	67,546,500	Ordinary Shares Fully Paid
Number	⁺ Class				
67,546,500	Ordinary Shares Fully Paid				

⁺ 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)	23,100,000	Ordinary shares fully paid escrowed until 22 December 2008
	8,187,773	Ordinary shares fully paid escrowed until 5 March 2009
	2,500,000	31/12/10 – 20 cent options escrowed until 5 March 2009
	6,000,000	30 Nov 2011 – 20 cent options escrowed until 22 December 2008
	400,000	30 Nov 2011 – 20 cent options
	500,000	22/02/12 – 20 cent options vest 22/02/08
	200,000	15/01/12 – 20 cent options vest 15/01/08
	700,000	30/11/2012 – 20 cent options vest 03/12/08
	350,000	28/02/2013 – 20 cent options vest 28/02/09
	500,000	28/02/2013 – 24 cent options vest 28/02/09
	500,000	28/02/2013 – 29 cent options vest 28/02/10
	1,000,000	01/05/2013 – 20 cents options
	1,000,000	30/06/2013 – 20 cent options
	125,000	31/08/2013- 9.43 cent options vest 1/09/09
	125,000	31/08/2013-10.66 cent options vest 1/09/10
	600,000	31/08/2013- 9.43 cent options vest 1/06/09
600,000	31/08/2013-10.66 cent options vest 1/12/09	

10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)

N/A

Part 2 - DELETED – NOT APPLICABLE

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

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37 A copy of any trust deed for the additional +securities

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.

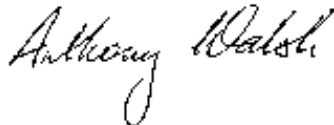
- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) 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: 18 September 2008

Company secretary

Print name:

Tony Walsh

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+ See chapter 19 for defined terms.

18 September 2008

The Manager
Company Announcements Office
Australian Stock Exchange Limited
Exchange Plaza, 2 The Esplanade
PERTH WA 6000

Dear Sir

SECTION 708A(6) NOTICE

Issuer:	Shaw River Resources Limited
ACN:	121 511 886

The Issuer named above notifies ASX (as the operator of the prescribed financial market on which the securities identified below are or are to be quoted) under section 708A(5)(e) that:

- (a) the securities identified below were issued without disclosure under Part 6D.2 of the Corporations Act;
- (b) as at the date of this notice the Issuer has complied with the provisions of Chapter 2M as they apply to the Issuer and with sections 674 and 675 of the Corporations Act; and
- (c) as at the date of this notice there is no information which is excluded information as contained in sections 708A(7) and (8) of the Corporations Act.

DETAILS OF THE ISSUE OR OFFER OF SECURITIES

Classes of Securities:	Ordinary Shares Unlisted Options
ASX Code of the Securities:	SRR
Date of the issue of securities:	18 September 2008
Total number of securities issued:	10,650,000 ordinary shares

Signed for and on behalf of the Issuer:



Tony Walsh
Company Secretary
Shaw River Resources Limited