

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

Gold Anomaly Limited

ABN

75 067 519 779

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

1. Ordinary shares
2. Options
3. Convertible Security

2 Number of +securities issued or to be issued (if known) or maximum number which may be issued

1. 25,000,000 shares
2. 13,000,000 options
3. 1 convertible security

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+ See chapter 19 for defined terms.

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- 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)
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| <ol style="list-style-type: none"><li>1. Shares – fully paid</li><li>2. Options - exercisable @ \$0.0181; expiring 08/05/15</li><li>3. Convertible Security:<ul style="list-style-type: none"><li>• The face value of the Convertible Security is A\$2,050,000 (the <b><i>Principal Amount</i></b>).</li><li>• The Convertible Security does not bear interest and is secured by a general security interest over all of the assets of the Company.</li><li>• The Convertible Security shall be convertible into new Ordinary Shares of the Company determined by dividing the Principal Amount to be converted by the lesser of 90% of the average of three daily VWAPs per Share during a specified period prior to the conversion date of the Convertible Security and 130% of the average of the daily VWAPs per share during the 20 trading days prior to the issue of the Convertible Security.</li><li>• The Ordinary Shares issued upon conversion of the Convertible Security will rank pari passu with existing Ordinary Shares.</li><li>• The Convertible Security does not carry any voting rights at meetings of shareholders of the Company, and has no rights of participation in any rights issue undertaken by the Company prior to conversion of the Convertible Security.</li></ul></li></ol> |
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+ See chapter 19 for defined terms.

<p>4 Do the <sup>+</sup>securities rank equally in all respects from the date of allotment with an existing <sup>+</sup>class of quoted <sup>+</sup>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>	<ol style="list-style-type: none"> <li>1. Shares – yes</li> <li>2. Options – no (not quoted securities)</li> <li>3. Convertible security – no (not quoted security)</li> </ol>
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<p>5 Issue price or consideration</p>	<ol style="list-style-type: none"> <li>1. Shares and options – nil cash consideration. Issued pursuant to terms of Convertible Security Agreement between the Company and Bergen Global Opportunity Fund, LP</li> <li>2. Convertible security - A\$1,600,000</li> </ol>
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<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<ol style="list-style-type: none"> <li>1. Shares and options - issued to secure the convertible security investment, details of which were announced to the market on 9 May 2012</li> <li>2. Convertible security - secure funds for general corporate and working capital purposes.</li> </ol>
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<p>7 Dates of entering <sup>+</sup>securities into uncertificated holdings or despatch of certificates</p>	<p>9 May 2012</p>
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	Number	<sup>+</sup> Class
<p>8 Number and <sup>+</sup>class of all <sup>+</sup>securities quoted on ASX (<i>including</i> the securities in clause 2 if applicable)</p>	<p>1,623,989,753</p> <p>264,502,888</p>	<p>GOA – ordinary shares</p> <p>GOAOA – options exercisable at \$0.03 per option on or before 30 June 2012</p>

<sup>+</sup> See chapter 19 for defined terms.

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9	Number and <sup>+</sup> class of all <sup>+</sup> securities not quoted on ASX ( <i>including</i> the securities in clause 2 if applicable)	2,000,000	GOAAM – options exercisable at \$0.04 per option on or before 1 April 2013
		11,000,000	Options exercisable at \$0.0455 per option on or before 7 April 2013
		2,577,320	Options exercisable at \$0.0272 per option on or before 27 May 2013
		824,176	Options exercisable at \$0.0255 per option on or before 24 June 2013
		700,935	Options exercisable at \$0.030 per option on or before 29 July 2013
		837,989	Options exercisable at \$0.0251 per option on or before 30 August 2013
		568,182	Options exercisable at \$0.0246 per option on or before 22 September 2013
		810,811	Options exercisable at \$0.0259 per option on or before 29 September 2013
		505,051	Options exercisable at \$0.0277 per option on or before 19 October 2013
		728,155	Options exercisable at \$0.0288 per option on or before 31 October 2013
		738,916	Options exercisable at \$0.0284 per option on or before 1 November 2013
	655,022	Options exercisable at \$0.0321 per option on or before 22 November 2013	

<sup>+</sup> 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) (cont'd)	490,196	Options exercisable at \$0.0428 per option on or before 30 November 2013
		757,576	Options exercisable at \$0.0462 per option on or before 20 December 2013
		788,644	Options exercisable at \$0.0444 per option on or before 20 January 2014
		932,836	Options exercisable at \$0.0375 per option on or before 23 February 2014
		889,680	Options exercisable at \$0.0393 per option on or before 30 March 2014
		880,282	Options exercisable at \$0.0398 per option on or before 3 May 2014
		690,608	Options exercisable at \$0.0507 per option on or before 2 June 2014
		503,356	Options exercisable at \$0.0417 per option on or before 4 July 2014
		449,102	Options exercisable at \$0.0468 per option on or before 4 August 2014
		496,689	Options exercisable at \$0.0423 per option on or before 5 September 2014
		622,407	Options exercisable at \$0.0337 per option on or before 5 October 2014
		13,166,666	Options exercisable at \$0.035 per option on or before 30 June 2015 (ESOP)
		21,083,334	Options exercisable at \$0.045 per option on or before 30 June 2015 (ESOP)
13,000,000	Options exercisable at \$0.0181 per option on or before 8 May 2015		
1	Convertible security having a face value of A\$2,050,000		
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A	

+ See chapter 19 for defined terms.

## Part 2 - Bonus issue or pro rata issue

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|----|---|--|
| 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<br><br><small>Note: Security holders must be told how their entitlements are to be dealt with.<br/>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  |  |

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+ See chapter 19 for defined terms.

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|----|---|--|
| 24 | Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of <sup>+</sup> security holders                             |  |
| 25 | If the issue is contingent on <sup>+</sup> 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 <sup>+</sup> security holders sell their entitlements <i>in full</i> through a broker?   |  |
| 31 | How do <sup>+</sup> security holders sell <i>part</i> of their entitlements 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

<sup>+</sup> See chapter 19 for defined terms.

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(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**

*(If the additional securities do not form a new class, go to 43)*

*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

*(now go to 43)*

**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

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+ See chapter 19 for defined terms.

40 Do the <sup>+</sup>securities rank equally in all respects from the date of allotment with an existing <sup>+</sup>class of quoted <sup>+</sup>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)

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

Number	<sup>+</sup> Class

*(now go to 43)*

**Quotation agreement**

- 1 <sup>+</sup>Quotation of our additional <sup>+</sup>securities is in ASX’s absolute discretion. ASX may quote the <sup>+</sup>securities on any conditions it decides.
  
- 2 We warrant the following to ASX.
  - The issue of the <sup>+</sup>securities to be quoted complies with the law and is not for an illegal purpose.
  
  - There is no reason why those <sup>+</sup>securities should not be granted <sup>+</sup>quotation.
  
  - An offer of the <sup>+</sup>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

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- 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: 9 May 2012

Print name: John Lemon  
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+ See chapter 19 for defined terms.