



**CASSINI**  
RESOURCES LIMITED

ABN: 50 149 789 337

## ASX Announcement & Media Release

Friday 1 June 2012

### Investment Highlights

- Potential company making projects.
- Poised for near term exploration success.
- Located in world class mining districts.
- Excellent in-country management and expertise.
- JV partner with excellent discovery track record.
- Fully funded for initial exploration program.
- Exploration and development of existing assets continues.

### Capital Structure\*

Shares on Issue	34,550,001
Shares Trading	20,749,999
Market Cap	\$5.18M
Cash on hand	\$2.5M

\*As at 29/5/2012

**Unlisted Options** 8,000,000  
(20 cents, 30 June 2015)

### Directors

#### Mike Young

Non Exec Chairman

#### Richard Bevan

Managing Director

#### Greg Miles

Non Exec Director

#### Phil Warren

Non Exec Director & Co. Sec

#### David Johnson

Executive Director - Exploration

## Cassini receives shareholder approval to complete acquisition delivering an interest in 3 prospective gold projects in Nevada USA.

The Directors of Cassini Resources Limited (ASX:CZI) ("Cassini" or "the Company") are pleased to announce that the Company has now received shareholder approval to complete the acquisition of Search Resources Limited ("Search") following its shareholder meeting held yesterday.

Cassini now has the rights of the Joint Venture (JV) Agreements to earn a 70% equity interest in 3 prospective gold exploration projects in Nevada USA.

As per the terms of the Share Sale Agreement, Cassini will issue 8.8M new ordinary shares and pay \$200,000 cash to Search shareholders to complete the acquisition.

The Company has been working in cooperation with Search over the past month to progress the exploration strategy and activities on the Nevada projects and looks forward to updating shareholders in the near future on the key exploration milestones.

### Mr. David Johnson joins Cassini Board

The Directors welcome Mr David Johnson to the Cassini board in the capacity of Executive Director – Exploration. David has a wealth of project generation and exploration experience and we look forward to his contribution in generating value for our shareholders.

Shareholder approval has been received to issue David one (1) million share options. The share options have the same terms and conditions as the existing Director options, being an exercise price of \$0.25 and an expiry date of 30 June 2015.

Please find attached the Appendix 3B in respect of the issue of securities.

For further information please see detailed presentation on the Company's website [www.cassiniresources.com.au](http://www.cassiniresources.com.au) or contact Richard Bevan on the contact details below.

#### Richard Bevan

Managing Director Telephone: +61 8 9322 6569

Email: [richard.bevan@cassiniresources.com.au](mailto:richard.bevan@cassiniresources.com.au)

# 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

**CASSINI RESOURCES LIMITED**

ABN

**50 149 789 337**

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).*

- |   |  |
|---|--|
| <p>1 +Class of +securities issued or to be issued</p>   | <p>Fully paid ordinary shares<br/><br/>Unlisted options (\$0.25, 30 June 2015)</p>   |
| <p>2 Number of +securities issued or to be issued (if known) or maximum number which may be issued</p>  | <p>8,800,000 Fully paid ordinary shares (6,800,002 subject to voluntary escrow)<br/><br/>1,000,000 Unlisted options (\$0.25, 30 June 2015)</p>   |
| <p>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)</p> | <p>Fully paid ordinary shares.<br/>                 - 3,400,003 subject to voluntary escrow for 6 months from 29 May 2012<br/>                 - 3,399,999 subject to voluntary escrow for 12 months from 29 May 2012.<br/>                 - 1,999,998 shares are not subject to any escrow provisions.<br/><br/>                 Unlisted Options exercisable at \$0.25 each on or before 30 June 2015</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?

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

Fully paid ordinary shares - yes

The unlisted options will rank equally on conversion of these securities into ordinary shares.

5 Issue price or consideration

The fully paid ordinary shares have been issued as a result of Cassini's acquisition of Search Resources Limited ("Search") as disclosed in the Notice of Meeting lodged with the ASX on 30 April 2012, and as such, no funds will be raised from the issue.

The Unlisted Options have been granted for nil consideration and therefore no funds will be raised.

6 Purpose of the issue  
(If issued as consideration for the acquisition of assets, clearly identify those assets)

Fully paid ordinary shares issued as a result of Cassini's acquisition of Search Resources Limited ("Search") as disclosed in the Notice of Meeting lodged with the ASX on 30 April 2012.

Unlisted Options issued to management as approved by Shareholders at the company's general meeting held on 29 May 2012.

7 Dates of entering <sup>+</sup>securities into uncertificated holdings or despatch of certificates

31 May 2012

Number	<sup>+</sup> Class
27,550,001*	Ordinary fully paid shares
*6,800,002 shares are subject to voluntary escrow, the terms of which are outlined at Part 1.3)	

Number	<sup>+</sup> Class

9	Number and <sup>+</sup> class of all <sup>+</sup> securities not quoted on ASX (including the securities in clause 2 if applicable)	5,250,000	Ordinary fully paid shares escrowed 24 months until 9.01.2014
		1,750,000	Ordinary fully paid shares escrowed 12 months until 14.12.2012
		6,250,000	Unlisted options (\$0.20, 30 June 2015) escrowed 24 months until 9.01.2014
		750,000	Unlisted options (\$0.20, 30 June 2015) escrowed 12 months until 14.12.2012
		1,000,000	Unlisted options (\$0.20, 30 June 2015)
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Not applicable	

## Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	N/A
12	Is the issue renounceable or non-renounceable?	N/A
13	Ratio in which the <sup>+</sup> securities will be offered	N/A
14	<sup>+</sup> Class of <sup>+</sup> securities to which the offer relates	N/A
15	<sup>+</sup> Record date to determine entitlements	N/A
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A
17	Policy for deciding entitlements in relation to fractions	N/A
18	Names of countries in which the entity has <sup>+</sup> security holders who will not be sent new issue documents  Note: Security holders must be told how their entitlements are to be dealt with.  Cross reference: rule 7.7.	N/A
19	Closing date for receipt of acceptances or renunciations	N/A
20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A

24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of <sup>+</sup> security holders	N/A
25	If the issue is contingent on <sup>+</sup> security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	N/A
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	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do <sup>+</sup> security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do <sup>+</sup> security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A
32	How do <sup>+</sup> security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	<sup>+</sup> Despatch date	N/A

### 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 +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

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)		

## 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:



Print name: PHIL WARREN,  
COMPANY SECRETARY  
== == == == ==

Date: 1 June 2012