



ABN 96 009 217 154

13 April 2016

ASX Limited

Electronic lodgement

ASX Code: XST

ISSUE OF SHARES

Xstate Resources Limited advises that it has today issued 58,265,423 shares at \$0.005 each to raise \$291,327 before costs, as advised to the market on 7 April 2016.

Disclosure under ASX Listing Rules 7.1A.4(b) and 3.10.5A

In accordance with ASX Listing Rules 7.1A.4(b) and 3.10.5A, the Company makes the following disclosures in respect of the shares placed pursuant to Listing Rule 7.1(A):

(a) The dilutive effect of the shares on existing shareholders is as follows:

	Shares	Dilution
Shares on issue prior to the issue of shares	238,061,695	
Placement pursuant to Listing Rule 7.1	34,559,254	
Total on issue after Rule 7.1 placement	272,620,949	
Placement Shares issued under Listing Rule 7.1A	23,706,169	8.69%
Shares on issue following the issue of Placement Shares	296,327,118	

Details of the approximate percentage of issued capital following the issue of Placement Shares held by existing shareholders and new shareholders are as follows.

This information relates specifically to the 23,706,169 Shares issued under Listing Rule 7.1A.

Existing shareholders who did not subscribe for Placement	
Shares under Listing Rule 7.1A	100.00%
Existing shareholders who subscribed for Placement	
Shares under Listing Rule 7.1A	0.0%
New shareholders who subscribed for Placement Shares under Listing Rule 7.1A	0.0%
Total	100.0%



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Due to the limited amount raised, the price at which the shares were placed and the time and cost of an entitlements offer, the Company decided to raise funds by way of a placement.

Xstate is grateful for the continuing support of its long-term shareholders and the Company will continue to endeavour to afford existing shareholders the opportunity to participate in future capital raising.

Secondary Trading Notice Pursuant to Paragraph 708A(5)(e) of the Corporations Act 2001 ("Act")

The Act restricts the on-sale of securities issued without disclosure, unless the sale is exempt under section 708 or 708A of the Act. By giving this notice, a sale of the Shares noted above will fall within the exemption in section 708A(5) of the Act.

The Company hereby notifies ASX under paragraph 708A(5)(e) of the Act that:

- (a) the Company issued the Shares without disclosure to investors under Part 6D.2 of the Act;
- (b) as at the date of this Notice, the Company has complied with the provisions of Chapter 2M of the Act as they apply to the Company, and section 674 of the Act; and
- (c) as at the date of this Notice, there is no information:
 - (i) that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
 - (ii) that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
 - a the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
 - b the rights and liabilities attaching to the relevant Shares.

For and on behalf of the Board of Xstate Resources Limited

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