

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 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

NEW CENTURY RESOURCES LIMITED

ABN

53 142 165 080

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. Fully paid ordinary shares
2. Fully paid ordinary shares
3. Unquoted options
4. Unquoted options
5. Unquoted options

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

1. 34,333,333
2. 71,538,898
3. 30,000,000
4. 42,000,000
5. 8,500,000

+ See chapter 19 for defined terms.

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| <p>3 Principal terms of the +securities (e.g. 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> | <ol style="list-style-type: none">1. Fully paid ordinary shares2. Fully paid ordinary shares3. Unquoted options exercisable at \$0.25 each on or before 13 July 2022.4. Unquoted options exercisable at various exercise prices and expiry dates as set out in section 11.3 of the Company's prospectus dated 20 June 2017.5. Unquoted options exercisable at \$0.25 each on or before 13 July 2020. |
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+ See chapter 19 for defined terms.

<p>4 Do the +securities rank equally in all respects from the +issue date 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 	<ol style="list-style-type: none"> 1. Yes 2. Yes 3. No, but upon exercise and conversion into shares, yes 4. No, but upon exercise and conversion into shares, yes 5. No, but upon exercise and conversion into shares, yes
<p>5 Issue price or consideration</p>	<ol style="list-style-type: none"> 1. \$0.15 each 2. Conversion price of \$0.20 per share 3. Acquisition of 70% of the issued capital of Century Mine Rehabilitation Project Pty Ltd 4. Director options 5. Employee options
<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"> 1. Public offer to raise \$5,150,000 2. Conversion of convertible notes 3. Consideration for the acquisition of 70% of the issued capital of Century Mine Rehabilitation Project Pty Ltd. 4. Director options as approved by shareholders on 31 May 2017. 5. Employee options to be issued under the employee option plan, as approved at the Company's annual general meeting held on 24 November 2014.
<p>6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	<p>No</p>

+ See chapter 19 for defined terms.

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6b	The date the security holder resolution under rule 7.1A was passed	N/A
6c	Number of +securities issued without security holder approval under rule 7.1	N/A
6d	Number of +securities issued with security holder approval under rule 7.1A	N/A
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	N/A
6f	Number of +securities issued under an exception in rule 7.2	N/A
6g	If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.	N/A
6h	If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/A
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	N/A
7	+Issue dates <small>Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A. Cross reference: item 33 of Appendix 3B.</small>	13 July 2017

+ See chapter 19 for defined terms.

	Number	+Class
8 Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	295,724,750	Fully paid ordinary shares

	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)	30,000,000	options expiring 13 July 2022, exercise price \$0.25, escrowed until the date that is 2 years from reinstatement to trading of the Company's securities following the acquisition of 70% of Century Mine Rehabilitation Project (Relisting Date)
	7,500,000	options expiring 13 July 2021, exercise price \$0.25, escrowed for 2 years from the Relisting Date
	7,500,000	options expiring 13 July 2021, exercise price \$0.50, escrowed for 2 years from the Relisting Date
	7,500,000	options expiring 13 July 2021, exercise price \$0.75, escrowed for 2 years from the Relisting Date
	7,500,000	options expiring 13 July 2021, exercise price \$1.00, escrowed for 2 years from the Relisting Date

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6,000,000	options expiring 13 July 2020, exercise price \$0.25, escrowed for 2 years from the Relisting Date
6,000,000	options expiring 13 July 2020, exercise price \$0.50, escrowed for 2 years from the Relisting Date
8,500,000	options expiring 13 July 2020, exercise price \$0.25, no escrow period.

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

N/A

Part 2 - Pro rata issue – 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 – Shares only

(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 – Not applicable

+ See chapter 19 for defined terms.

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.
- 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 is not available now, we 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: Oonagh Malone
Company Secretary

Date: 17 July 2017.

Print name: Oonagh Malone.....

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+ See chapter 19 for defined terms.

Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Not applicable – Company is not an eligible entity