

16 September 2009

Company Announcements Office  
Australian Securities Exchange Limited  
20 Bridge Street  
SYDNEY NSW 2000

## SHARE PLACEMENT

Alchemy Resources Limited (ASX Code: ALY) (the “Company” or “Alchemy”) is pleased to announce that pursuant to its announcement dated 28 July 2009 regarding the placement of \$2.5 million, it has today completed the second tranche of 7,000,000 shares to raise \$1,400,000.

The second tranche of shares were approved by shareholders at a General Meeting conducted on 14 September 2009.

Attached are an Appendix 3B seeking quotation for the second tranche of shares and Notice under Section 708A(5)(e) of the Corporations Act.

**ENDS**

For further information contact:

Michael Hannington  
Managing Director  
Ph: (08) 9481 4400

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## 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

ALCHEMY RESOURCES LIMITED

ABN

17 124 444 122

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   | A. Ordinary Shares<br>B. Options  |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | A. 7,000,000<br>B. 3,000,000  |
| 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) | A. Fully Paid<br>B. Exercisable at \$0.25 each on or before 30 September 2012 |

**Appendix 3B – Alchemy Resources Limited**  
**New issue announcement**

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4	<p>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"> <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>	<p>A. Yes          B. No, unlisted options</p>						
5	<p>Issue price or consideration</p>	<p>A. \$0.20 per share          B. Nil</p>						
6	<p>Purpose of the issue          (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Approved by shareholders at a General Meeting conducted on 14 September 2009:</p> <p>A. To fund further drilling, development approvals and conduct studies at the Hermes Gold Project, and for working capital purposes.          B. Issued as payment for services in assisting with raising capital for the Company.</p>						
7	<p>Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>16 September 2009</p>						
8	<p>Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left; padding: 2px;">Number</th> <th style="text-align: left; padding: 2px;">+Class</th> </tr> </thead> <tbody> <tr> <td style="padding: 2px;">45,489,500</td> <td style="padding: 2px;">Ordinary Shares</td> </tr> <tr> <td style="padding: 2px;">21,536,250</td> <td style="padding: 2px;">Options exercisable at \$0.25 on or before 31 August 2010</td> </tr> </tbody> </table>	Number	+Class	45,489,500	Ordinary Shares	21,536,250	Options exercisable at \$0.25 on or before 31 August 2010
Number	+Class							
45,489,500	Ordinary Shares							
21,536,250	Options exercisable at \$0.25 on or before 31 August 2010							

	Number	+Class	
9			
		14,731,600	Ordinary Shares
		3,947,750	Options exercisable at \$0.25 on or before 31 August 2010
		5,250,000	Options exercisable at \$0.25 on or before 30 June 2011
		1,100,000	Options exercisable at \$0.37 on or before 30 June 2012
		1,100,000	Options exercisable at \$0.50 on or before 30 June 2013
		3,000,000	Options exercisable at \$0.25 on or before 30 September 2012
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)		
	N/A		

## 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 +securities will be offered	N/A
14	+Class of +securities to which the offer relates	N/A
15	+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

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**Appendix 3B – Alchemy Resources Limited**  
**New issue announcement**

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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

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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)  Shares 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 <sup>+</sup>securities

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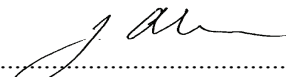
**Entities that have ticked box 34(b)**

38	Number of securities for which +quotation is sought	N/A					
39	Class of +securities for which quotation is sought	N/A					
40	<p>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"> <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>	N/A					
41	<p>Reason for request for quotation now</p> <p>Example: In the case of restricted securities, end of restriction period</p> <p>(if issued upon conversion of another security, clearly identify that other security)</p>	N/A					
42	Number and +class of all +securities quoted on ASX (including the securities in clause 38)	<table border="1"> <thead> <tr> <th data-bbox="715 1384 983 1424">Number</th> <th data-bbox="983 1384 1313 1424">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="715 1424 983 1547">N/A</td> <td data-bbox="983 1424 1313 1547"></td> </tr> </tbody> </table>	Number	+Class	N/A		
Number	+Class						
N/A							

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**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 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: 16 September 2009  
(Director/Company Secretary)

Print name: John Arbuckle  
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Australian Securities Exchange Limited  
20 Bridge Street  
SYDNEY NSW 2000

## PLACEMENT OF SHARES

Notice under Section 708A(5)(e) of the Corporations Act ("Act")

The Company advises that on 16 September 2009 it issued 7,000,000 fully paid ordinary shares.

This notice is issued pursuant to Section 708A(5)(e) of the Act and the Company advises that:

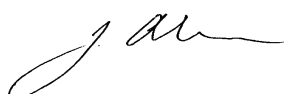
1. The relevant securities are in a class of securities that were quoted securities at all times in the 3 months before the day on which the relevant securities were issued.
2. Trading in that class of securities on the prescribed financial market on which they were quoted was not suspended for more than a total of 5 days during the shorter of the period during which the class of securities were quoted, and the period of 12 months before the day on which the relevant securities were issued.
3. No exemption under section 111AS or 111AT covered the issuer, or any person as director or auditor of the issuer, at any time during the relevant period.
4. No order under Section 340 or 341 of the Act covered the issuer, or any person as director or auditor of the issuer, at any time during the relevant period.

The Company has issued the shares without disclosure to investors under Part 6D.2 of the Act.

At the date of this Notice:

1. The Company has complied with the provisions of Chapter 2M and Section 674 of the Act as they apply to the Company; and
2. There is no information that is "excluded information" required to be set out pursuant to sections 708A(7) or (8) of the Act.

Yours faithfully  
**ALCHEMY RESOURCES LIMITED**

  
**John Arbuckle**  
Director