

# Hampton Hill Mining NL

ABN 60 606 628 524

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6 February 2008

The Manager  
Announcements  
Company Announcements Office  
ASX Limited  
PO Box H224 Australia Square  
SYDNEY NSW 2000

Dear Sir / Madam,

## Announcement of Entitlement Issue

Hampton Hill Mining NL announces a non-renounceable pro-rata issue of up to 22,497,370 fully paid ordinary shares at a price of 18 cents each to all shareholders of the Company as at 21 February 2008, on the basis of 1 share for every 5 shares held, to raise up to \$4,030,000 after costs.

The purpose of the issue is to fund further exploration on the Company's projects, evaluation of additional prospects and ongoing overhead expenditure.

The proposed timetable for this issue is set out below

Announcement of Entitlement Issue & Lodgment of Prospectus	<b>6 February 2008</b>
Despatch of preliminary Notice to Shareholders	<b>7 February 2008</b>
Ex date – shares trade ex-entitlements	<b>15 February 2008</b>
Record Date for determining entitlements to new shares	<b>21 February 2008</b>
Prospectus and Entitlement and Acceptance Form despatched	<b>25 February 2008</b>
Issue closes - latest date for acceptances and payment in full	<b>17 March 2008</b>
Despatch Date - last day for shares to be entered into shareholders' holdings	<b>27 March 2008</b>

These dates are indicative only and may vary. The Company reserves the right to vary the opening and closing dates of the Entitlement Offer without prior notice. This may impact on subsequent dates.

An Appendix 3B announcement and application for quotation is attached.

Yours faithfully

Peter Ruttledge  
Company Secretary

# 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.

Name of entity

**HAMPTON HILL MINING NL**

ABN

**60 060 628 524**

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   | <b>ORDINARY SHARES – FULLY PAID</b>      |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | <b>22,497,370</b>                        |
| 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) | <b>Issue price is 18 cents per share</b> |

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

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<p>4 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><b>Yes - rank equally with existing ordinary fully paid shares</b></p>				
<p>5 Issue price or consideration</p>	<p><b>18 cents per share</b></p>				
<p>6 Purpose of the issue          (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p><b>Pro-rata non-renounceable entitlement issue to fund:</b></p> <ul style="list-style-type: none"> <li><b>(a) working capital to provide for the costs of exploration of those of the Company's tenement areas which are not funded by third parties and to provide for contributions to joint venture operations;</b></li> <li><b>(b) maintenance of current rights of tenure to the Company's exploration and mining tenements;</b></li> <li><b>(c) the search for new exploration opportunities; and</b></li> <li><b>(d) ongoing administration and overhead expenditure including the costs of the Entitlement Offer.</b></li> </ul>				
<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p><b>Estimated to be 27 March 2008</b></p>				
<p>8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th data-bbox="721 1577 938 1604">Number</th> <th data-bbox="943 1577 1273 1604">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="721 1610 938 1638"><b>134,971,335</b></td> <td data-bbox="943 1610 1273 1638"><b>Ordinary Shares fully paid</b></td> </tr> </tbody> </table>	Number	+Class	<b>134,971,335</b>	<b>Ordinary Shares fully paid</b>
Number	+Class				
<b>134,971,335</b>	<b>Ordinary Shares fully paid</b>				

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+ See chapter 19 for defined terms.

	Number	+Class
9	200,000	<b>Ordinary shares \$0.10 partly paid to 0.1 cent</b> <b>Ordinary shares \$0.20 partly paid to 0.1 cent</b> <b>Ordinary shares \$0.25 partly paid to 0.1 cent</b>
	1,750,000	
	700,000	
<b>Total</b>	<b>2,650,000</b>	
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	<b>No dividend policy is currently in place since the company is involved only in exploration</b>

## Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	<b>No</b>
12	Is the issue renounceable or non-renounceable?	<b>Non-renounceable</b>
13	Ratio in which the +securities will be offered	<b>1 new share for every 5 shares held</b>
14	+Class of +securities to which the offer relates	<b>Ordinary shares</b>
15	+Record date to determine entitlements	<b>21 February 2008</b>
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	<b>Not applicable</b>
17	Policy for deciding entitlements in relation to fractions	<b>Fractional entitlements will be disregarded through rounding down</b>
18	Names of countries in which the entity has +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.	<b>Not applicable</b>
19	Closing date for receipt of acceptances or renunciations	<b>17 March 2008</b>

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20	Names of any underwriters	<b>Not applicable – the issue is not underwritten</b>
21	Amount of any underwriting fee or commission	<b>Not applicable</b>
22	Names of any brokers to the issue	<b>Not applicable</b>
23	Fee or commission payable to the broker to the issue	<b>Not applicable</b>
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	<b>Not applicable</b>
25	If the issue is contingent on +security holders' approval, the date of the meeting	<b>Not applicable</b>
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	<b>25 February 2008</b>
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	<b>Not applicable</b>
28	Date rights trading will begin (if applicable)	<b>Not applicable</b>
29	Date rights trading will end (if applicable)	<b>Not applicable</b>
30	How do +security holders sell their entitlements <i>in full</i> through a broker?	<b>Not applicable</b>
31	How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	<b>Not applicable</b>

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+ See chapter 19 for defined terms.

- 32 How do <sup>+</sup>security holders dispose of their entitlements (except by sale through a broker)? Not applicable
- 33 <sup>+</sup>Despatch date 27 March 2008

### 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** **NOT APPLICABLE**  
*(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 <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

*(now go to 43)*

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

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

**NOT APPLICABLE**

38 Number of securities for which  
 +quotation is sought 

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39 Class of +securities for which  
 quotation is sought 

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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

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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)

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	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)		

*(now go to 43)*

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+ See chapter 19 for defined terms.

## All entities

### Fees

43 Payment method (tick one)

Payment on invoice

Electronic payment made

Note: Payment may be made electronically if Appendix 3B is given to ASX electronically at the same time.

Periodic payment as agreed with the home branch has been arranged

Note: Arrangements can be made for employee incentive schemes that involve frequent issues of securities.

### 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.~~

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- 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: **6 February 2008**  
(~~Director~~/Company secretary)

Print name: **PETER C RUTTLEDGE**

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+ See chapter 19 for defined terms.