

### **Australian Stock Exchange Announcement**

29 March 2011

The Manager Companies Announcements Office Australian Stock Exchange Electronic Lodgement

Dear Sir/Madam

**Appendix 3B Notice** 

Please find attached the application for the quotation of securities issued under the employee share plan.

For further information, please contact:

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Melbourne Unit 2 4 Garden Road Clayton VIC 3168

Unit 3 37-39 Rushdale Street Knoxfield VIC 3180

Perth Unit 2 50 Howe Street Osborne Park WA 6017

Unit 1B, 11 Anvil Way Welshpool WA 6106

**Sydney** 8 Distribution Drive Seven Hills NSW 2147

Legend Corporation Ltd ACN 102631087 ABN 69 102631087

**Legend (Australasia) Pty Ltd** ACN 006 722 292 ABN 81 006 722 292

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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.

Name of entity

### LEGEND CORPORATION LIMITED

ACN

102 631 087

We (the entity) give ASX the following information.

# Part 1 - All issues

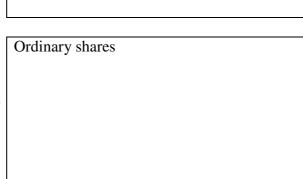
You must complete the relevant sections (attach sheets if there is not enough space).

1 +Class of +securities issued or to be issued

Ordinary shares

40,046

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



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

5 Issue price or consideration

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

7 Dates of entering \*securities into uncertificated holdings or despatch of certificates

Issued under the Employee Share Plan

29 March 2011

8 Number and <sup>+</sup>class of all <sup>+</sup>securities quoted on ASX (*including* the securities in clause 2 if applicable)

Number	+Class
217,041,847	Ordinary



\$0.34

		Name	+Class
		Number	+Class
9	Number and <sup>+</sup> class of all	450,000	Unlisted options
	*securities not quoted on ASX		exerciseable as
	( <i>including</i> the securities in clause 2 if applicable)		follows:
	2 II applicable)		150,000 at VWAP
			plus 12% after
			28/11/08
			150,000 at VWAP
			plus 12% after
			28/11/09
			150,000 at VWAP
			plus 12% after
			28/11/10
		150,000	Unlisted Options
			excercisable before
			24 June 2013 in 1
			tranche of 150,000
			Options at \$0.10 per
			option and upon the
			following vesting
			hurdles being met:
			Tranche #3 vests on
			24 May 2011 if
			share sale price is
			more than \$0.18.

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

# Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	
12	Is the issue renounceable or non- renounceable?	
13	Ratio in which the <sup>+</sup> securities will be offered	
14	+Class of +securities to which the offer relates	
15	<sup>+</sup> Record date to determine entitlements	

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

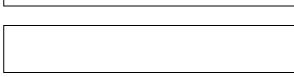
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	
17	Policy for deciding entitlements in relation to fractions	
	relation to fractions	
18	Names of countries in which the entity has <sup>+</sup> security holders who will not be sent new issue documents	
	Note: Security holders must be told how their entitlements are to be dealt with.	
	Cross reference: rule 7.7.	
19	Closing date for receipt of	Γ
17	acceptances or renunciations	
20	Names of any underwriters	
21	Amount of any underwriting fee or commission	
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	
24	Amount of any handling fee payable to brokers who lodge	
	acceptances or renunciations on	
	behalf of +security holders	
25	If the issue is contingent on	
23	*security holders' approval, the date of the meeting	
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	
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	
20		
28	Date rights trading will begin (if applicable)	

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

29	Date	rights	trading	will	end	(if
	applic	cable)				



- 30 How do <sup>+</sup>security holders sell their entitlements *in full* through a broker?
- 31 How do +security holders sell *part* of their entitlements through a broker and accept for the balance?
- 32 How do \*security holders dispose of their entitlements (except by sale through a broker)?
- 33 <sup>+</sup>Despatch date



# 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)  $\sqrt{}$  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
docu	mei	nts						

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 +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories 1 - 1,000

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

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

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

#### 4/1 Entiti

- 38 +quotation is sought
- 2 ı
- 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)

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

Number	+Class	

ties tha	t	hav	e ticked	box	34(b)
Numbe	er	of	securities	for	which

39	Class	of	+securities	for	which
	quotati	on is	sought		

+ See chapter 19 for defined terms.

## **Quotation agreement**

- <sup>1</sup> +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 <sup>+</sup>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.
- 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.

Graham Legger

(Company secretary)

Sign here:

Date: 29 / 03 / 2011.....

Print name:

Graham Seppelt.....