GREENLAND
MINERALS AND ENERGY LTD

The Manager
Company Announcements
Australian Securities Exchange

Via electronic lodgement

Dear Sir/Madam

Notice – Share Purchase Plan

On 1st October 2012, Greenland Minerals and Energy Limited (ASX:GGG) ("Company") announced an offer to eligible shareholders to apply for shares in the Company ("Shares") under a Share Purchase Plan ("SPP"). The SPP offer will open on 5th October 2012.

The SPP offer will be made pursuant to an exemption from Part 6D.2 and 6D.3 of the Corporations Act 2001 (Cth) ("Act") (other than sections 736 and 738) granted by the Australian Securities and Investments Commission [CO 09/425] ("Class Order"). It is a condition of the Class Order that the Company gives ASX this notice within the 24 hour period before the SPP offer is made.

For the purposes of the Class Order, the Company states that:

(a) it is offering to issue the Shares under the SPP without disclosure to investors under Part 6D.2 of the Act;

(b) this notice is being given in accordance with the Class Order;

(c) as at the date of this notice, the Company has complied with:
   (i) the provisions of Chapter 2M of the Act as they apply to the Company; and
   (ii) section 674 of the Act; and

(d) as at the date of this notice, there is no information that is "*excluded information*" within the meaning of subsections 708A(7) and 708A(8) of the Act as if this notice was a notice under paragraph 708A(5)(e) of the Act.

Yours sincerely

Miles Guy
Company Secretary

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