

**ASX**

AUSTRALIAN SECURITIES EXCHANGE

# MARKET RELEASE

25 June 2008

## NOBLE MINERAL RESOURCES LIMITED

### PRE-QUOTATION DISCLOSURE

Noble Mineral Resources Limited was admitted to the Official List of ASX Limited on Wednesday 25 June 2008.

Official Quotation of the following securities will commence at 1.30 pm E.S.T. (11.30 am WST) on Friday, 27 June 2008.

The following information is released as pre-quotation disclosure.

1. Distribution schedule - Appendix 1A, paragraph 48.
2. Top 20 holders.
3. Constitution.
4. Number and escrow period of restricted securities.
5. A revised pro-forma balance sheet based on funds raised.
6. An updated statement of commitments based on funds raised.
7. A corporate governance statement.
8. Terms and conditions of the ESOP.
9. Confirmation of the completion of the various Tenement Acquisition Agreements.
10. A statement confirming the completion of the Loan Agreement with Global Gold Holdings Limited.

Security Code: NMG

Ben Donovan  
**Senior Adviser, Issuers**

## 1. DISTRIBUTION SCHEDULE OF THE NUMBER OF HOLDERS IN EACH CLASS OF SECURITY TO BE QUOTED

### Fully paid ordinary shares

Range	Holders	Units	%
1 - 1,000	-	-	-
1,001 - 5,000	-	-	-
5,001 - 10,000	334	3,340,000	2.41
10,001 - 100,000	47	1,935,750	1.40
100,001 - Over	73	133,094,250	96.19
<b>Total</b>	<b>454</b>	<b>138,370,000</b>	<b>100.00</b>

## 2. STATEMENT OF THE 20 LARGEST HOLDERS OF EACH CLASS OF SECURITY TO BE QUOTED

### Fully paid ordinary shares

Rank	Holder	No. Held	Percentage
1	Global Gold Holdings Limited	35,000,000	25.29
2	Mr Wayne David Norris <The Ausgold A/C>	27,000,000	19.51
3	Mr Amit Eliyahu	5,700,000	4.12
4	Mr Wayne David Norris	5,700,000	4.12
5	Mr Wayne David Norris <Ausgold Super Fund A/C>	5,000,000	3.61
6	Ms Kim Maree Barbier	4,326,000	3.13
7	Meridian Overseas Holdings Inc	3,381,250	2.44
8	Talent Lane Ltd	3,381,250	2.44
9	Axmin Limited	3,000,000	2.17
10	Mrs Barbara Melva Norris	2,585,000	1.87
11	Platinum Parade Sdn Bhd	2,450,000	1.77
12	Mr Terry Allen Stark <Terry Allen Stark Fam A/C>	2,166,000	1.57
13	Ban Sean Benny Khoo	1,112,500	0.80
14	Ms Sabine Dyckerhoff	1,000,000	0.72
15	Mr Derek Hadley	1,000,000	0.72
16	Peng Hoong Leong	1,000,000	0.72
17	Mr Craig James Norris	945,000	0.68
18	Mr Shane Ian Norris	945,000	0.68
19	Mr Wayne David Norris <Luke D N Norris A/C>	945,000	0.68
20	Mr David Sek Yin Tan	935,000	0.68
	<b>TOTAL</b>	<b>107,572,000</b>	<b>77.72</b>

### 3. DETAILS OF RESTRICTED SECURITIES

#### Fully paid ordinary shares:

Number	Escrow period
111,037,500	24 months commencing on the date of official quotation
918,750	12 months from 18 October 2007
600,000	12 months from 22 October 2007
300,000	12 months from 9 November 2007
300,090	12 months from 13 November 2007
300,000	12 months from 3 December 2007
300,000	12 months from 5 December 2007
150,000	12 months from 8 February 2008
225,000	12 months from 5 March 2008
300,000	12 months from 31 March 2008
506,160	12 months from 3 April 2008
1,500,000	12 months from 13 May 2008
<b>116,437,500</b>	

### 4. UPDATED STATEMENT OF COMMITMENTS BASED ON ACTUAL FUNDS RAISED

	\$
Actual Funds Raised	2,024,000
Seed capital raised from Global Gold Holdings Limited	1,500,000
Additional seed capital raised	300,000
Funding from Global Gold Holdings Limited	<u>2,000,000</u>
<b>Total funds available</b>	<b>5,824,000</b>
<b>Proposed Expenditure:</b>	
Project Expenditure	3,553,000
Expenses of the Issue pursuant to the Prospectus	<u>370,000</u>
<b>Total Proposed Expenditure</b>	<b><u>3,923,000</u></b>
<b>Amount Available as Working Capital</b>	<b><u>1,901,000</u></b>

	Year 1	Year 2	Total
	\$	\$	\$
<b>Project Expenditure*</b>			
Cape Three Points (Ghana)	1,050,000	1,280,000	2,330,000
Tumentu (Ghana)	390,000	585,000	975,000
Bindi Bindi (Western Australia)	23,000	225,000	248,000
<b>TOTAL</b>	<b><u>1,463,000</u></b>	<b><u>2,090,000</u></b>	<b><u>3,553,000</u></b>

\*The exploration budgets have been proposed on the basis that all concessions and tenements have been or will be granted and are lawfully accessible for exploration within the two-year exploration programme.

**5. UPDATED PRO-FORMA BALANCE SHEET BASED ON ACTUAL FUNDS RAISED**

	\$
<b>CURRENT ASSETS</b>	
Cash assets	<u>5,524,789</u>
<b>Total Current Assets</b>	<u>5,524,789</u>
<b>NON CURRENT ASSETS</b>	
Capitalised exploration costs	772,267
Rental bond	<u>2,500</u>
<b>Total Non Current Assets</b>	<u>774,767</u>
<b>TOTAL ASSETS</b>	<u>6,299,556</u>
<b>NON CURRENT LIABILITIES</b>	
Secured loan owing to Global Gold	<u>2,000,000</u>
<b>Total Non Current Liabilities</b>	<u>2,000,000</u>
<b>TOTAL LIABILITIES</b>	<u>2,000,000</u>
<b>NET ASSETS</b>	<u>4,299,556</u>
<b>EQUITY</b>	
Issued Capital	4,521,956
Accumulated losses	<u>(222,400)</u>
<b>TOTAL EQUITY</b>	<u>4,299,556</u>

**8. STATEMENT CONFIRMING THE SATISFACTION OF THE CONDITIONS PRECEDENT IN RESOLUTIONS 1.4 TO 1.6**

- 1.4 We confirm that 3,000,000 shares have been issued and allotted to Axmin Limited ("Axmin") and that all relevant conditions precedent to the Cape Three Points Heads of Agreement dated 20 February 2008 between Axmin, Ausgold Ghana Limited and the Company and the subsequent letter of variation dated on or about 10 May 2008 have been satisfied.
- 1.5 We confirm that the conditions precedent to the Bindi Bindi West Agreement dated 20 September 2007 between Mr Ian Wallace and the Company have been satisfied.
- 1.6 We confirm that 5,000,000 shares were issued and allotted to Global Gold Holdings Limited ("Global Gold") pursuant to the Share Subscription Agreement dated 18 April 2008 between Global Gold and the Company and accordingly all conditions precedent have been satisfied.

**9. STATEMENT CONFIRMING COMPLETION OF RESOLUTION 1.7**

- 1.7 We confirm that \$2,000,000 has been advanced by Global Gold pursuant to the Loan Agreement dated 18 April 2008 between Global Gold and the Company ("Global Gold Loan Agreement") and completion of that agreement has taken place.