



URANIUM
EQUITIES

3 November 2011

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NOTICE UNDER SECTION 708AA OF THE CORPORATIONS ACT 2001 (Cth)

Uranium Equities Limited (ASX: **UEQ**) today announced a fully underwritten non-renounceable rights issue to shareholders whose registered addresses are in Australia and New Zealand and who are registered as shareholders of UEQ at the record date of 5.00pm ACDT on Thursday 17 November 2011 (**Eligible Shareholders**), on the basis of 1 fully paid ordinary share (**New Share**) for every 5 fully paid ordinary shares (**Entitlement**) held, at an issue price of \$0.05 per New Share to raise a total of approximately \$2,102,608 (before costs) (**Rights Issue**).

In accordance with section 708AA(2)(f) and (7) of the Corporations Act 2001 (Cth) (**Corporations Act**), UEQ gives notice that:

1. UEQ will offer the New Shares for issue without disclosure to investors under Part 6D.2 of the Corporations Act.
2. UEQ is giving this notice under section 708AA(2)(f) of the Corporations Act.
3. As at the date of this notice, UEQ has complied with:
 - (a) the provisions of Chapter 2M of the Corporations Act as they apply to UEQ; and
 - (b) section 674 of the Corporations Act.
4. As at the date of this notice, there is no information:
 - (a) that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
 - (b) that investors and their professional advisers would reasonably require, and would reasonably expect to find in a disclosure document, for the purpose of making an informed assessment of:
 - (i) the assets and liabilities, financial position and performance, profits and losses and prospects of UEQ; or
 - (ii) the rights and liabilities attaching to the New Shares.
5. The issue of the New Shares may affect the control of UEQ. Below is some information on the effect that the issue of the New Shares may have on the control of UEQ and the consequences of that effect.

The potential effect of the Rights Issue on the control of UEQ is as follows (assuming that no options are exercised prior to the record date):

- (a) If all Eligible Shareholders take up their Entitlements under the Rights Issue, then the Rights Issue will have no significant effect on the control of UEQ.



- (b) If some Eligible Shareholders do not take up all of their Entitlements under the Rights Issue, then the interests of those Eligible Shareholders will be diluted.
- (c) The proportional interests of ineligible foreign shareholders will be diluted because those ineligible foreign shareholders are not entitled to participate in the Rights Issue.
- (d) The Rights Issue is fully underwritten by Patersons Securities Limited (**Underwriter**). If the Eligible Shareholders do not take up their Entitlements under the Rights Issue, then the Underwriter would be required to take up its full commitment under the Underwriting Agreement with UEQ which would result in the Underwriter, subject to any sub-underwriting arrangements it has entered into, acquiring a maximum of approximately 42,052,160 New Shares under the Rights Issue resulting in a maximum voting power in UEQ of 16.66%.

The table below sets out the impact of the Rights Issue on the capital structure of the Company (assuming that no options are exercised prior to the record date):

Description	Number of shares
Total issued capital at the date of this announcement	210,260,801
Maximum Number of New Shares offered under the Rights Issue	42,052,160
Total issued capital at completion of the Rights Issue	252,312,961

Yours faithfully

Rolf Heinrich
Company Secretary
Uranium Equities Limited