



MANTLE MINING

ASX: MNM

DIRECTORS

Mr Martin Blakeman
Chairman

Mr Ian Kraemer
Managing Director

Mr Peter Anderton
Non-Executive Director

Mr Stephen de Belle
Non-Executive Director

COMPANY SECRETARY

Mr Winton Willesee

PRINCIPAL PLACE OF BUSINESS AND REGISTERED OFFICE

Level 1, 2 Ross Place
South Melbourne VIC 3205

CONTACT DETAILS

Website:
www.mantlemining.com

Email:
admin@mantlemining.com

ph: + 61 (3) 9602 4133
fax: + 61 (3) 9670 6643

G.P.O. Box 2986
Melbourne VIC 3001

ASX Release
27 October 2009

Rights Issue Timetable

On 26 October 2009, **Mantle Mining Corporation Ltd (ASX: MNM) (Company)** lodged a prospectus with ASIC pursuant to which the Company is making a pro rata non-renounceable entitlement issue of one (1) Share for every four (4) Shares held by Shareholders at an issue price of 4 cents per Share to raise approximately \$1,183,970 together with one (1) free new Option for every two (2) new Shares issued exercisable at 7 cents on or before 31 December 2010 (**Prospectus**).

A copy of the Prospectus (and an associated Letter to Shareholders) was announced to ASX on 26 October 2009. The Company wishes to advise shareholders that all references in the Prospectus and Letter to Shareholders to the:

- a) "Ex Date" should be **29 October 2009** (rather than 28 October 2009); and
- b) "Record Date" should be **5 November 2009** (rather than 4 November 2009).

Shareholders with any queries may contact the Company Secretary, Winton Willesee, on (+61 3) 9602 4133.

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, 24/10/2005.

Name of entity

MANTLE MINING CORPORATION LIMITED

ABN

70 107 180 441

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 | Fully Paid Ordinary Shares
Options |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 29,599,253 Fully Paid Ordinary Shares
14,799,627 Options |
| 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) | Fully Paid Ordinary Shares
Options (7c, 31 Dec 2010) |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

<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"> • 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 	<p>Shares – Yes Options – not currently quoted however application will be made to ASX to have this options stream quoted.</p>						
<p>5 Issue price or consideration</p>	<p>\$0.04 per Share along with one free attaching option for every two shares allotted.</p>						
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Working Capital and to accelerate the Company's exploration programs</p>						
<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>2 December 2009</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="695 1258 935 1301">Number</th> <th data-bbox="935 1258 1361 1301">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="695 1301 935 1344">147,996,267</td> <td data-bbox="935 1301 1361 1344">Ordinary Fully Paid Shares</td> </tr> <tr> <td data-bbox="695 1344 935 1424">14,799,627</td> <td data-bbox="935 1344 1361 1424">Options (\$0.07, 31 Dec 2010)</td> </tr> </tbody> </table>	Number	+Class	147,996,267	Ordinary Fully Paid Shares	14,799,627	Options (\$0.07, 31 Dec 2010)
Number	+Class						
147,996,267	Ordinary Fully Paid Shares						
14,799,627	Options (\$0.07, 31 Dec 2010)						

+ See chapter 19 for defined terms.

	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	300,000	Options (\$0.25, 30 June 2011)
	250,000	Options (\$0.25, 4 Feb 2011)
	1,000,000	Options (\$0.25, 30 Dec 2012)
	450,000	Options (\$0.25, 13 Aug 2010)
	450,000	Options (\$0.25, 13 Aug 2011)
10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	The Company has not declared a dividend.	

Part 2 - Bonus issue or pro rata issue

11 Is security holder approval required?	No
12 Is the issue renounceable or non-renounceable?	Non-Renounceable
13 Ratio in which the +securities will be offered	For every four shares currently held shareholders will be entitled to subscribe for one new share. For each two new shares issued shareholders will be granted one new option.
14 +Class of +securities to which the offer relates	Fully Paid Ordinary Shares
15 +Record date to determine entitlements	5 November 2009
16 Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	No
17 Policy for deciding entitlements in relation to fractions	Fractional entitlements will be rounded up.
18 Names of countries in which the entity has +security holders who will not be sent new issue documents <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	United States of America, Netherlands, Great Britain, Switzerland, Hong Kong
19 Closing date for receipt of acceptances or renunciations	24 November 2009

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

20	Names of any underwriters	Cygnnet Capital Pty Ltd
21	Amount of any underwriting fee or commission	6% of total amount raised.
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	N/A
25	If the issue is contingent on +security holders' approval, the date of the meeting	No
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	9 November 2009
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	26 October 2009
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do +security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A

+ See chapter 19 for defined terms.

- 32 How do +security holders dispose of their entitlements (except by sale through a broker)?
- 33 +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) 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 documents

- 35 If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +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
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

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

Entities that have ticked box 34(b)

38 Number of securities for which
 +quotation is sought

39 Class of +securities for which
 quotation is sought

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)

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

+ See chapter 19 for defined terms.

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.

 - 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.

- 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:27 October 2009.....
(Company Secretary)

Print name: Winton Willesee
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+ See chapter 19 for defined terms.