

20 December 2011

Australian Securities Exchange Limited

By Electronic Lodgement

Dear Sir

ISSUE OF SOUTH BOULDER MINES LTD SHARES – SECONDARY TRADING NOTICE NOTIFICATION PURSUANT TO PARAGRAPH 708A(5)(e) OF THE CORPORATIONS ACT 2001 ("Act")

On 16 December 2011, South Boulder Mines Ltd ("**Company**") issued:

- 3,750,000 fully paid ordinary shares at an issue price of \$0.20 each;
- 520,000 fully paid ordinary shares at an issue price of \$0.35 each; and
- 100,000 fully paid ordinary shares at an issue price of \$0.75 each.

On 20 December 2011, the Company issued:

- 100,000 fully paid ordinary shares at an issue price of \$0.20 each.

("Securities").

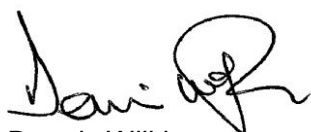
Secondary Trading Exemption

The Act restricts the on-sale of securities issued without disclosure, unless the sale is exempt under section 708 or 708A. By the Company giving this notice, sale of the Securities noted above will fall within the exemption in section 708A(5) of the Act.

The Company hereby notifies ASX under paragraph 708A(5)(e) of the Act that:

- (a) the Company issued the Securities without disclosure to investors under Part 6D.2 of the Act;
- (b) as at 20 December 2011 the Company has complied with the provisions of Chapter 2M of the Act as they apply to the Company, and section 674 of the Act; and
- (c) as at 20 December 2011 there is no information:
 - i. that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
 - ii. that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
 - A. *the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or*
 - B. *the rights and liabilities attaching to the Securities.*

Yours faithfully



Dennis Wilkins
Company Secretary