



## ***PROSPECTUS***

**For a non renounceable rights Issue of one (1) Option for every two (2) Shares held by Shareholders, at an Issue price of one (1) cent per Option.**

### **IMPORTANT NOTICE**

**This Prospectus is a short form prospectus issued in accordance with Section 712 of the Corporations Act 2001. This Prospectus does not of itself contain all the information that is generally required to be set out in a document of this type but refers to another document the information of which is deemed to be incorporated in this Prospectus.**

**Options offered by this Prospectus should be considered speculative.**

**ASX code: AHR**

# ANCHOR RESOURCES LIMITED

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# ANCHOR RESOURCES LIMITED

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## Important Notice

This Prospectus is dated 13 September 2007 and was lodged with the Australian Securities and Investments Commission (ASIC) on that date.

ASIC takes no responsibility for the contents of this Prospectus.

No Options will be issued on the basis of this Prospectus later than thirteen (13) months after the date of this Prospectus. Application for permission for the Options offered by this Prospectus to be listed for Quotation will be made within seven (7) days of the date of this Prospectus.

Applicants should read this document in its entirety and, if in any doubt, consult with their professional advisers before deciding whether to apply for Options. There are risks associated with an investment in Anchor Resources Limited and the Options offered under this Prospectus must be regarded as a speculative investment. The Options offered under this Prospectus carry no guarantee with respect to return on capital investment, payment of dividends or the future value of the Options.

Certain terms and abbreviations used in this Prospectus have defined meanings which are explained in Section 12 of this Prospectus.

## Short Form Prospectus

This Prospectus is a short form prospectus issued in accordance with Section 712 of the Corporations Act 2001. This means that this Prospectus does not of itself contain all the information that is generally required to be set out in a document of this type. Rather, the Prospectus incorporates by reference information contained in a document that has been lodged with ASIC.

This Prospectus refers to the disclosure document lodged with ASIC by the Company on 11 May 2007 (May 2007 Prospectus) for the Offer of up to 17,500,000 Shares at an issue price of 20 cents each to raise up to \$3,500,000 and it also refers to the 2007 Financial Report. In referring to the May 2007 Prospectus and to the 2007 Financial Report, the Company:

- (a) identifies the May 2007 Prospectus and the 2007 Financial Report as being relevant to the Offer of Options under this Prospectus and containing information that will provide investors and their professional advisers with information to assist them in making an informed assessment of :
  - (i) the rights and liabilities attaching to -
    - (a) the Options, and
    - (b) the underlying securities;
  - (ii) the capacity of the Company to issue the underlying securities; and
  - (iii) the assets and liabilities, financial position and performance, profits and losses, and prospects of Anchor Resources;
- (b) refers investors and their professional advisers to Section 4 of this Prospectus, which summarises the information in the May 2007 Prospectus, and the 2007 Financial Report deemed to be incorporated in this Prospectus;

## ANCHOR RESOURCES LIMITED

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- (c) informs investors and their professional advisers that they are able to obtain, free of charge, a copy of the May 2007 Prospectus and the 2007 Financial Report by contacting the Company at its registered office during normal business hours during the Offer Period; and
- (d) advises that the information in the May 2007 Prospectus and the 2007 Financial Report will be primarily of interest to investors and their professional advisers or analysts.

# ANCHOR RESOURCES LIMITED

## SECTION 1 CHAIRMAN'S LETTER

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13 September 2007

Dear Shareholders

The Board of Directors is pleased to offer to all Anchor Resources Limited Shareholders the opportunity to participate in a "one-for-two" non-renounceable entitlements issue, which was foreshadowed in general terms in the Company's IPO Prospectus. Such an issue was proposed as a "loyalty option" for those Shareholders who continued to hold their issued stock and for new Shareholders supporting the Company in its first few months after listing.

All Shareholders registered at 5.00pm EST on 24 September 2007 will be entitled to participate in the Offer on the basis of one (1) Option for every two (2) Shares then held, at a cost of one (1) cent per Option, an exercise price of 25 cents per Share and expiry date of 31 March 2010

The Closing Date for acceptance of the Offer is 5.00pm EST on 19 October 2007.

The Company also advises that, following the listing of Anchor Resources on the Australian Securities Exchange on 5 July 2007, advances have included:

- termination of the Aspiring uranium joint venture, with Anchor resuming full control of the project and its exploration program;
- application for two new exploration licences in the vicinity of the Tritton and Girilambone copper mines, west of Nyngan, NSW; and
- a successful proposal for a \$51,000 grant from the Queensland Department of Mines and Energy – Collaborative Drilling Initiative to drill the Clayholes Dam gold prospect at Greenvale East in early 2008.

In addition, exploration activities have commenced with:

- initial soil and rockchip sampling, and scintillometer readings at the Aspiring uranium project in northern Queensland;
- re-logging and sampling of old core from the Bielsdown antimony project;
- preparation work for ground magnetics and drilling at the Blinks copper-gold-molybdenum project, subject to the receipt of relevant approvals; and
- an airborne geophysics contract has been secured for the imminent heli-survey of the Birdwood copper-gold-molybdenum project.

The Board takes this opportunity to thank all Shareholders for their support since listing and looks forward to continuing support in the future.

Yours faithfully



**John Anderson**  
Chairman  
Anchor Resources Limited

## ANCHOR RESOURCES LIMITED

### SECTION 2 TIMETABLE AND IMPORTANT DATES

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<b>EVENT</b>	<b>DATE</b>
Announcement of rights Issue (Appendix 3B)	12 September 2007
Prospectus lodged with ASIC and ASX	13 September 2007
Notice sent to Shareholders containing information required by Appendix 3B	17 September 2007
Anchor Resources' Shares commence trading ex Entitlement	18 September 2007
Record Date for determining Entitlements	24 September 2007
Despatch Prospectus and announcement of completion of despatch	28 September 2007
Closing Date	19 October 2007
Deferred settlement trading commences	22 October 2007
Holding Statements despatched	24 October 2007

# ANCHOR RESOURCES LIMITED

## SECTION 3 DETAILS OF THE OFFER

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### 3.1 Purpose of the Rights Issue

The funds raised by the Offer of up to \$153,400 will be applied to working capital and also to meet issue expenses of approximately \$15,000.

The Company intends to expend the funds raised in the Offer as follows:

<b>Activity</b>	<b>Budgeted Amount</b>
Drilling programs, geological investigation, geophysical and geochemical surveys on the Company's projects	\$128,400
Administration and working capital	\$10,000
Expenses of the Issue	\$15,000
Total	<u>\$153,400</u>

If no funds are raised as a result of this Offer, the Company has sufficient working capital to meet its obligations as set out in the May 2007 Prospectus.

### 3.2 The Rights Issue

The Company is making a pro-rata non-renounceable rights Issue of up to 15,340,000 Options at an issue price of one (1) cent each to Shareholders who are registered at 5.00pm EST on 24 September 2007 to raise approximately \$153,400 (before costs of the Issue).

The Options will be offered on the basis of one (1) Option for every two (2) Shares then held. The Options will have an exercise price of 25 cents per Share and expiry date of 31 March 2010.

### 3.3 Entitlement

The number of Options to which each Shareholder is entitled (Entitlement) is shown on the Acceptance Form accompanying this Prospectus.

Shareholders may accept their Entitlement in full or part by returning a completed Acceptance Form to the Company Share Registrar by 5.00pm EST on 19 October 2007.

### 3.4 Minimum Subscription

There is no minimum subscription.

### 3.5 Oversubscription

Oversubscriptions will not be accepted.

# ANCHOR RESOURCES LIMITED

## SECTION 3 DETAILS OF THE OFFER

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### 3.6 Issue Price

The Issue price is one (1) cent for each Option payable in full in Australian currency on the acceptance of the rights Issue as follows:

- cheque drawn on and payable at any Australian bank;
- money order; or
- bank draft drawn on and payable at any Australian bank.

### 3.7 Acceptance

This Offer may be accepted in whole or in part. Acceptance and payment in full of one (1) cent per Option must be received before 5.00pm EST on 19 October 2007. Instructions for completion and lodgement of acceptances are set out on the back of the Acceptance Form.

### 3.8 Action Required

If you wish to take up **all** of your Entitlement, complete the enclosed Acceptance Form in accordance with the instructions set out and lodge the form together with your cheque for the amount shown on the form so that it reaches the Company's Share Registrar:

Registries Limited  
PO Box R67  
Royal Exchange, NSW 1223

by no later than 5.00pm EST on 19 October 2007.

Cheques and drafts should be made payable to "Anchor Resources Limited - New Issue Account" and crossed "Not Negotiable".

If you wish to take up **part** of your Entitlement, complete the enclosed Acceptance Form in respect of the Options you wish to take up in accordance with the instructions set out in the form and lodge the form together with your cheque for the relevant amount (being the number of Options you wish to take up multiplied by one (1) cent per Option) so that it reaches the Company's Share Registrar (address above) by no later than 5.00pm EST on 19 October 2007.

If you do not wish to take up any of your Entitlement, you do not need to take any action and your Entitlement to the Options will lapse.

### 3.9 Underwriting

This Offer is not underwritten.

### 3.10 Shortfall

The Directors reserve the right to grant, or not to grant, any Options not taken up by the Shareholders pursuant to this Prospectus at their absolute discretion within three (3) months of the Closing Date on the same terms as are being offered to Shareholders pursuant to this Prospectus.

# ANCHOR RESOURCES LIMITED

## SECTION 3 DETAILS OF THE OFFER

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The Directors also reserve the right to place with parties selected by them any Options not taken up by the Shareholders.

### 3.11 Closing Date

The Closing Date for the rights Issue is 5.00pm EST on 19 October 2007.

### 3.12 Offer Period

The Prospectus will be despatched to Shareholders on or about 28 September 2007. The rights Issue closes on 19 October 2007.

### 3.13 Allotment

The Options will be allotted and issued no later than 24 October 2007.

Statements of holding for the Options will be mailed no later than 24 October 2007.

No Options will be issued on the basis of this Prospectus later than thirteen (13) months after the date of this Prospectus.

### 3.14 Stock Exchange Quotation

Application for official quotation of the Options by the Australian Securities Exchange (ASX) will be made by the Company within seven (7) days of the date of this Prospectus. Application for official quotation of Shares allotted and issued as a result of the exercise of Options issued under this Prospectus will be made within three (3) business days of allotment and issue.

### 3.15 Overseas Shareholders

Shareholders residing outside Australia and New Zealand should consult their professional advisers as to whether any governmental or other consents are required, or other formalities need to be observed to enable them to accept their Entitlements.

This Prospectus does not constitute an offer or invitation in any place in which, or to any person to whom, it would not be lawful to make such an offer or invitation. The distribution of this Prospectus in jurisdictions outside Australia or New Zealand may be restricted by law and persons who come into possession of this Prospectus should seek advice on and observe any such restrictions. Any failure to comply with such restrictions may constitute a violation of applicable securities laws. Return of a duly completed Application Form will be taken by the Company as to constitute a representation that there has been no breach of such laws.

### 3.16 Enquiries

If you have any questions concerning your Entitlement, please contact Mr Trevor Woolfe, Managing Director, or Mr Ross Moller, Company Secretary, on (02) 9279 1231, or fax (02) 9279 2727 or contact your professional adviser.

# ANCHOR RESOURCES LIMITED

## **SECTION 4 INFORMATION DEEMED TO BE INCORPORATED IN THIS PROSPECTUS**

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### **4.1 Short Form Prospectus**

This Prospectus is a short form prospectus issued in accordance with Section 712 of the Corporations Act 2001. This means that this Prospectus does not of itself contain all the information that is generally required to be set out in a document of this type, but incorporates, by reference, information contained in a document that has been lodged with ASIC.

The information deemed to be incorporated by reference into this Prospectus is the May 2007 Prospectus summarised below in sub-section 4.2 and the 2007 Financial Report summarised in sub-section 4.3, and will primarily be of interest to investors and their professional advisers or analysts.

The Company informs investors and their professional advisers that they are able to obtain, free of charge, a copy of the May 2007 Prospectus and the 2007 Financial Report by contacting the Company at its registered office during normal business hours during the Offer Period. The May 2007 Prospectus will also be available by searching ASIC's records (including the ASIC website) in relation to Anchor Resources, or by visiting the Company's website at [www.anchorresources.com.au](http://www.anchorresources.com.au).

### **4.2 Summary of Information Deemed to be Incorporated – May 2007 Prospectus**

Set out below is a summary of the information contained in the May 2007 Prospectus that is deemed to be incorporated in this Prospectus to assist investors and their professional advisers to determine whether, for the purposes of making an informed investment decision in relation to the Options, they should obtain a copy of the May 2007 Prospectus.

#### ***Section 1 – Details of the Offer***

Section 1 contains general information pertaining to the Offer of Shares under the Prospectus.

#### ***Section 2 – Directors' Review of Exploration Projects***

Section 2 contains a summary of the projects and tenements held by Anchor Resources. It details the objectives and strategies of the Company, and summarises the intended exploration expenditure in regard to each of the projects.

#### ***Section 3 – Corporate Governance***

Section 3 contains information relating to the Company's practices in relation to the ASX Principles of Good Corporate Governance and Best Practice Recommendations.

#### ***Section 4 – Independent Geologist's Report***

Section 4 consists of the report prepared by the Independent Geologist, Goldner and Associates. The report describes in detail the geological setting and historical mining and exploration on the mining tenements of Anchor Resources. The report also sets out details of proposed exploration programs on the mining tenements.

## ANCHOR RESOURCES LIMITED

### SECTION 4 INFORMATION DEEMED TO BE INCORPORATED IN THIS PROSPECTUS

#### ***Section 5 – Independent Review of Tenements***

Section 5 consists of a report prepared by Hetherington Exploration & Mining Title Services Pty Ltd on the mining tenements acquired, or to be acquired, by Anchor Resources. The report details the titleholders of the mining tenements and the agreements entered into by the Company with various parties.

#### ***Section 6 – Independent Accountant's Report***

Section 6 comprises the Independent Accountant's Report prepared by Barnes Dowell James dated 10 May 2007. The report was included in the May 2007 Prospectus to assist investors and their financial advisers in making an assessment of the financial position of the Company.

The Independent Accountant's Report contains reviewed statements of the financial position of the Company as at 31 March 2007 and proforma statements of the financial position of the Company as at 31 March 2007 reflecting the position of the Company on the basis that various transactions, including the issue of all the Shares offered under the May 2007 Prospectus have been completed.

Based on its review, which was not an audit, the Independent Accountant stated that nothing had come to their attention that caused them to believe that the financial information as set out in Appendix A of their report did not present fairly:

- (i) the results of Anchor Resources for the period ended 31 March 2007;
- (ii) the statement of the financial position of Anchor Resources as at 31 March 2007; and
- (iii) the proforma statement of the financial position of Anchor Resources as at 31 March 2007 adjusted to include funds to be raised by the Prospectus,

in accordance with the accounting methodology required by applicable Australian Accounting Standards, Urgent Issues Group Consensus Views and the accounting policies adopted by Anchor Resources.

#### ***Section 7 – Risk Factors***

Section 7 notes that an investment in Anchor Resources should be considered speculative and has risks that are reasonably expected of an investment in a business of its type. It details a number of factors that may impact on the success and future profitability of Anchor Resources, including commodity price volatility and exchange rate risks, exploration success, operating risks, resources estimates, political risks, environmental risks, title risks and native title, share market conditions and general investment risks.

## ANCHOR RESOURCES LIMITED

### SECTION 4 INFORMATION DEEMED TO BE INCORPORATED IN THIS PROSPECTUS

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#### ***Section 8 – Additional Information***

Section 8 sets out additional information required to be disclosed in the Prospectus, including:

- Company registration;
- Share capital;
- Company tax status and financial year;
- A statement that the Directors are not aware of any material litigation pending or commenced against the Company;
- Summary of Material Contracts to which the Company is a party that the Directors considered were material in enabling investors to make an informed assessment of the Offer of Shares under the May 2007 Prospectus;
- Rights attaching to Shares;
- Compliance with ASX Listing Rules;
- Directors' interests and remuneration;
- Interests of persons named in the May 2007 Prospectus;
- Consents of persons named in the May 2007 Prospectus;
- Dividend policy;
- Employee Share Option Plan;
- Expenses of the Offer;
- Details of the Existing Shareholders and Optionholders;
- Electronic Prospectus;
- Documents available for inspection;
- Working Capital Statement;
- Governing Law; and
- Definitions.

#### ***Directors' Consent***

Section 8 also includes a Directors' Consent statement from the Directors relating to their consent to the lodgement of the Prospectus, their belief that there were no misleading or deceptive statements made in the Prospectus and that the statements made were made by persons competent to make such statements and who consented to their statements being included in the Prospectus.

#### **4.3 Summary of Information Deemed to be Incorporated – 2007 Financial Report**

Set out below is a summary of the information contained in the 2007 Financial Report that is deemed to be incorporated in this Prospectus to assist investors and their professional advisers to determine whether, for the purposes of making an informed investment decision in relation to the Options, they should obtain a copy of the 2007 Financial Report.

The 2007 Financial Report contains audited financial statements of the financial position as at 30 June 2007 and of its financial performance, as represented by the results of its operations and cash flows, for the financial period ended 30 June 2007 reflecting the position of the Company.

## ANCHOR RESOURCES LIMITED

### SECTION 4 INFORMATION DEEMED TO BE INCORPORATED IN THIS PROSPECTUS

#### 4.4 BALANCE SHEET

Set out below is Anchor Resources' audited balance sheet as at 30 June 2007 and its proforma unaudited balance sheet at 30 June 2007, incorporating transactions as set out below. The proforma balance sheets show Anchor Resources' financial position on the assumption that the full subscription is taken up under the Offer.

	<b>Historical Consolidation</b>	<b>Proforma Subscription</b>
	<b>30 Jun 07</b>	<b>30 Jun 07</b>
	\$	\$
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash	3,676,442	3,814,842
Debtors	12,331	12,331
Other Current Assets	9,363	9,363
<b>Total Current Assets</b>	<b>3,698,136</b>	<b>3,836,536</b>
<b>Non Current Assets</b>		
Tenement Deposits	35,000	35,000
Exploration Expenditure	213,267	213,267
<b>Total Non Current Assets</b>	<b>248,267</b>	<b>248,267</b>
<b>Total Assets</b>	<b>3,946,403</b>	<b>4,084,803</b>
<b>Current Liabilities</b>		
Trade and Other Creditors	147,938	147,938
<b>Total Current Liabilities</b>	<b>147,938</b>	<b>147,938</b>
<b>Non Current Liabilities</b>		
	0	0
<b>Total Liabilities</b>	<b>147,938</b>	<b>147,938</b>
<b>Net Assets</b>	<b>3,798,465</b>	<b>3,936,865</b>
<b>Shareholders' Equity</b>		
Issued Capital	3,889,994	4,028,394
Reserves	20,000	20,000
Retained Profits (Losses)	(111,529)	(111,529)
<b>Total Shareholders' Equity</b>	<b>3,798,465</b>	<b>3,936,865</b>

The proforma balance sheet as at 30 June 2007 reflects the completion for Options under the Offer as though it had taken place on 30 June 2007 (15,340,000 Options at one (1) cent = \$153,400) and expenses of the Issue of \$15,000.

# ANCHOR RESOURCES LIMITED

## SECTION 5 COMPANY OVERVIEW

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### 5.1 Overview and Reference to May 2007 Prospectus

A comprehensive overview of the Company is set out in the May 2007 Prospectus that was lodged with ASIC on 11 May 2007 for the initial public offering of up to 17,500,000 Shares. Persons considering subscribing for Options under this Prospectus should refer to Section 4 of this Prospectus for a summary of the information contained in the May 2007 Prospectus deemed to be incorporated in this Prospectus.

As detailed in Section 1 of the May 2007 Prospectus, Anchor Resources had proposed an exploration budget of \$2,880,000 over 24 months on the five (5) projects. To date, approximately \$65,000 has been expended on exploration with the balance proposed to be spent in the next 24 months.

The actual manner in which the exploration expenditure is incurred may vary having regard to numerous factors, including the results of ongoing exploration activities and other matters as outlined in Section 1 of the May 2007 Prospectus raising \$3,500,000.

On 29 June 2007 the Directors resolved to allot and issue 17,500,000 Shares at an issue price of 20 cents each pursuant to applications received under the May 2007 Prospectus.

The Company now has 30,680,000 Shares and 1,500,000 unlisted Options on issue.

Anchor Resources was admitted to the ASX Official List and then quotation commencing on 5 July 2007 of 20,215,000 Shares commencing 5 July 2007. Under ASX Listing Rules, 6,750,000 shares were subject to escrow of 24 months from 5 July 2007, 1,500,000 shares with an escrow of 12 months from 29 January 2007, 2,215,000 shares with an escrow of 12 months from 30 March 2007; 1,500,000 options exercisable at 25 cents with an escrow of 24 months from 5 July 2007. Accordingly, holding locks have been applied in relation to these securities and the Company's Share Registrar has undertaken not to remove holding locks without the consent of the ASX.

## ANCHOR RESOURCES LIMITED

### SECTION 6 EFFECT OF THE RIGHTS ISSUE ON THE COMPANY

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- 6.1** Other than as stated in this Prospectus, the Company is not aware of any material matter or circumstance that would impact on the contents of the May 2007 Prospectus or the activities and prospects of the Company and be relevant to assist investors or their professional advisers making an informed assessment of relevant matters.

Under the Offer, up to 15,340,000 Options are available for issue and will be issued if the Offer is fully subscribed (either by Shareholders accepting the Offer under this Prospectus or pursuant to the Directors' discretion to place any shortfall referred to in Section 3.10 of this Prospectus).

Upon completion of the Issue, the issued capital of the Company will comprise 30,680,000 Shares (10,465,000 unlisted), 1,500,000 Options (unlisted) and up to 15,340,000 Options (listed).

After expenses of the Offer, the proceeds from the Issue of Options will be approximately \$138,400. These funds will be applied to the general working capital requirements of the Company.

## ANCHOR RESOURCES LIMITED

### SECTION 7      TERMS AND CONDITIONS OF OPTIONS AND RIGHTS ATTACHING TO SHARES

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#### 7.1      Terms and Conditions of Options

The Options will entitle the holders to subscribe for fully paid ordinary Shares in the Company on the following terms:

1.      Each Option entitles the holder to acquire one fully paid ordinary Share in the Company.
2.      The Options may be exercised at any time until 31 March 2010. Each Option may be exercised by forwarding the Company, at its principal office, the exercise notice, duly completed, together with payment by way of cheque or bank draft drawn on an Australian Bank in Australian Dollars of the sum of twenty five cents (25¢) per Option exercised. The Options will lapse at 5.00pm EST on 31 March 2010.
3.      The Options may be transferred by an instrument (duly stamped where necessary) in the form commonly used for transfer of Options at any time until 31 March 2010, subject to any restrictions which may be imposed by ASX if the Company is listed upon ASX.
4.      Optionholders shall be permitted to participate in new issues of securities on the prior exercise of Options in which case the Optionholders shall be afforded the period of at least nine (9) business days prior to and inclusive of the record date (to determine Entitlements to the Issue) to exercise the Option.
5.      Shares issued on the exercise of Options will be issued not more than fourteen (14) days after receipt of a properly executed exercise notice and application monies. Shares allotted pursuant to the exercise of an Option will rank equally with the then issued ordinary Shares of the Company in all respects. Official quotation of the Shares will be sought.
6.      In the event of any reconstruction (including consolidation, sub-division, reduction or return) of the issued capital of the Company, all rights of the Optionholder will be changed to the extent necessary to comply with the Listing Rules applying to the reconstruction of capital at the time of the reconstruction.
7.      If there is a bonus Issue to Shareholders, the number of Shares over which the Option is exercisable may be increased by the number of Shares which the holder of the Option would have received if the Option had been exercised before the record date for the bonus Issue.

#### 7.2      Rights Attaching To Shares Upon Conversion of Options

The Shares that may be issued following the exercise of Options issued under this Prospectus will rank equally with the issued fully paid ordinary Shares in the Company. The rights attaching to Shares are set out in the Company's Constitution and, in certain circumstances, are regulated by the Corporations Act, the Listing Rules and general law. Where the Constitution omits any provision required under the Listing Rules, the Constitution is deemed to contain such a provision and the Constitution is deemed not to contain any provision inconsistent with the Listing Rules. The Constitution of the Company may be inspected during normal business hours at the registered office of the Company.

## ANCHOR RESOURCES LIMITED

### SECTION 7      TERMS AND CONDITIONS OF OPTIONS AND RIGHTS ATTACHING TO SHARES

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The following is a summary of the more significant rights of the holders of Shares of the Company. This summary is not exhaustive nor does it constitute a definitive statement of the rights and liabilities of the Company's members.

#### ***General Meeting***

Each member is entitled to receive notice of, and to attend and vote at, general meetings of the Company and to receive all notices, accounts and other documents required to be sent to members under the Company's Constitution, the Corporations Act or the Listing Rules.

The Directors may convene a general meeting whenever they think fit. General meetings may also be called as requested by the Shareholders or as ordered by a court under Section 249D, E, F and G of the Act.

A Notice of General Meeting must be given in accordance with the Act, and must specify the place, date and time of the meeting, the general nature of the business to be transacted at the meeting, information regarding a Shareholder's right to appoint a proxy, and if a special resolution is to be proposed at the meeting, the text of the special resolution.

A quorum is met with two Shareholders present at the time when the meeting proceeds to business.

#### ***Voting***

Subject to any rights or restrictions for the time being attached to any class or classes of Shares whether by the terms of their issue, the Constitution, the Corporations Act or the Listing Rules, at a general meeting of the Company every holder of fully paid ordinary Shares present in person or by a representative has one vote on a show of hands and every such holder present in person or by a representative, proxy or attorney has one vote per Share on a poll. A person who holds an ordinary Share which is not fully paid is entitled, on a poll, to a fraction of a vote equal to the proportion which the amount paid bears to the total issue price of the Share. A member is not entitled to vote unless all calls and other sums presently payable by the member in respect of Shares in the Company have been paid. Where there are two or more joint holders of the Share and more than one of them is present at a meeting and tenders a vote in respect of the Share (whether in person or by proxy or attorney), the Company will count only the vote cast by the member whose name appears before the other(s) in the Company's register of members. No Shares may be issued with voting rights more advantageous than those available to any previously issued Shares. In the case of an equality of votes, the Chairman of the meeting, in addition to their deliberative vote, has a casting vote.

#### ***Issues of Further Shares***

The Directors may, on behalf of the Company, issue, grant Options over, or otherwise dispose of un-issued Shares to any person on the terms, with the rights, and at the times that the Directors decide. However, the Directors must act in accordance with the restrictions imposed by the Company's Constitution, the Listing Rules, the Corporations Act and any rights for the time being attached to the Shares in special classes of Shares.

## ANCHOR RESOURCES LIMITED

### SECTION 7      TERMS AND CONDITIONS OF OPTIONS AND RIGHTS ATTACHING TO SHARES

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#### ***Variation of Rights***

At present, the Company has on issue one class of Shares only, namely ordinary Shares. The rights attached to the Shares in any class may be altered only by special resolution passed at a separate meeting of the holders of the issued Shares of the affected class, or with the written consent of the holders of at least three quarters of the issued Shares of the affected class.

#### ***Transfer of Shares***

Subject to the Company's Constitution, the Corporations Act and the Listing Rules, ordinary Shares are freely transferable.

The Shares may be transferred by a proper transfer effected in accordance with ASTC Settlement Rules, by any other method of transferring or dealing introduced by ASX and as otherwise permitted by the Corporations Act or by a written instrument of transfer in any usual form or in any other form approved by the Directors that is permitted by the Corporations Act. The Company may decline to register a transfer of Shares in the circumstances described in the Company's Constitution and where permitted to do so under the Listing Rules. If the Company declines to register a transfer, the Company must, within five business days after the transfer is lodged with the Company, give the lodging party written notice of the refusal and the reasons for refusal. The Directors must decline to register a transfer of Shares when required by law, by the Listing Rules or by the ASTC Settlement Rules.

#### ***Partly Paid Shares***

The Directors may, subject to compliance with the Company's Constitution, the Corporations Act and the Listing Rules, issue partly paid Shares upon which amounts are or may become payable at a future time(s) in satisfaction of all or part of the unpaid issue price.

#### ***Dividends***

The Company in general meeting may declare a dividend if the Directors have recommended a dividend and a dividend shall not exceed the amount recommended by the Directors. The Directors may authorise the payment to the members of such interim dividends as appear to the Directors to be justified by the Company's profits and for that purpose may declare such interim dividends.

Subject to the rights of members entitled to Shares with special rights as to dividends (if any), all dividends in respect of Shares (including ordinary Shares) are to be declared and paid to those persons entitled to those dividends in proportions to the Shares held by them respectively irrespective of the amount paid up or credited as paid up on the Shares.

## ANCHOR RESOURCES LIMITED

### SECTION 7      TERMS AND CONDITIONS OF OPTIONS AND RIGHTS ATTACHING TO SHARES

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#### ***Winding Up***

Subject to the rights of holders of Shares with special rights in a winding up, if the Company is wound up, members (including holders of ordinary Shares) will be entitled to participate in any surplus assets of the Company in proportion to the Shares held by them, respectively, irrespective of the amount paid up or credited as paid up on the Shares.

#### ***Dividend Plans***

The members of the Company, in general meeting, may authorise the Directors to establish and maintain dividend plans under which (among other things) a member may elect that dividends payable by the Company be reinvested by way of subscription for Shares in the Company or a member may elect to forego any dividends that may be payable on all or some of the Shares held by that member and to receive instead some other entitlement, including the issue of Shares.

#### ***Directors***

The Company's Constitution states that the minimum number of directors is three.

The Shareholders may appoint and remove a Director by ordinary resolution. The Board of Directors may appoint any person to be a director to either fill a casual vacancy or as an addition to the existing Directors and any Director may appoint an alternate director by notice to the Company.

The Listing Rules require that the Company hold an election of Directors by ordinary resolution each year. The Directors, other than a managing director, must not hold office (without re-election) past the third annual general meeting following the Director's appointment, or for three years, whichever is longer. However, a Director appointed by the Board to fill a casual vacancy or as an addition to the Board must not hold office (without re-election) past the next annual general meeting.

Under the Constitution, a Director ceases to hold office if the Director becomes bankrupt, becomes of unsound mind, becomes disqualified from being a Director, resigns, is removed or has been absent without permission from the Board of Directors for a period longer than six months.

Directors who have a direct or indirect material personal interest in a matter that is being considered at a Directors' meeting must not vote in respect of that matter or be present at the meeting while the matter is being considered, except as permitted by the Corporations Act 2001.

#### ***Powers of the Board***

The Directors have power to manage the business of the Company and may exercise that power to the exclusion of the members, except as otherwise required by the Corporations Act, any other law, the Listing Rules or the Company's Constitution.

# ANCHOR RESOURCES LIMITED

## SECTION 8 ADDITIONAL INFORMATION

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### 8.1 Market Prices of Ordinary Shares

Official quotation of the Company's Shares commenced on 5 July 2007 and consequently, the trading history on ASX, as at the date of this Prospectus, is limited to that period.

The highest and lowest recorded market sale prices of the Company's Shares quoted on ASX during the period from commencement of the official quotation to the date of this Prospectus were \$0.24 and \$0.12 respectively.

The last market sale price of the Company's Shares on ASX on the last day that trading took place in these shares prior to the date of this Prospectus was \$0.175 on 13 September 2007.

The Company has no options over Shares currently quoted on ASX.

### 8.2 Taxation

It is the responsibility of all persons to satisfy themselves of the particular taxation treatment that applies to them by consulting their own professional tax advisers before investing in the Options. Taxation consequences will depend on particular circumstances. Neither Anchor Resources nor any of its officers accept any liability or responsibility in respect of the taxation consequences of the matters referred to above or any other taxation consequences connected with an investment in the Options in Anchor Resources or dealing with an entitlement in this rights Issue.

### 8.3 Legal Proceedings

There is no litigation, arbitration or proceedings pending against or involving the Company as at the date of this Prospectus.

### 8.4 Continuous Disclosure and Documents Available for Inspection

The Company is listed on ASX and its Shares are quoted on ASX.

The Company is a "disclosing entity" for the purposes of the Corporations Act 2001. As such, it is subject to regular reporting and disclosure obligations, which require it to disclose to ASX any information of which it is or becomes aware of concerning the Company and which a reasonable person would expect to have a material effect on the price or value of securities of the Company.

Copies of documents lodged with ASIC in relation to the Company may be obtained from, or inspected at, an office of ASIC. This includes the May 2007 Prospectus referred to in Section 4 of this Prospectus.

## ANCHOR RESOURCES LIMITED

### SECTION 8      ADDITIONAL INFORMATION

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The Company will provide a copy of all documents used to notify ASX of information relating to the Company under the provisions of the Listing Rules since official quotation on 5 July 2007. As at the time of lodging this Prospectus the only such documents were:

Date	Number	Details
		<i>Becoming a substantial holder</i>
09-July-2007	1	Fallon Nominees Pty Ltd <Fallon Family A/C> 1,825,000 fully paid ordinary shares, Troppo Resources Pty Ltd <Troppo A/c> 1,775,000 fully paid ordinary shares, Gage Resources Pty Ltd 1,700,000 fully paid ordinary shares, and St. Jude Exploration Pty Ltd 1,525,000 fully paid ordinary shares.
		<i>Initial Directors Interest Notice</i>
09-July-2007	2	John Ernest Douglas Anderson 500,000 options, Trevor Ian Woolfe 200,000 fully paid ordinary shares and 500,000 options, Grant Alan Craighead 1,700,000 fully paid ordinary shares, and Gary Noel Fallon 1,825,000 fully paid ordinary shares.
		<i>Change in substantial holding</i>
11-July-2007	3	Gage Resources Pty Ltd has purchased 50,000 shares in the Company taking its shareholding to 5.70% of the issued capital.
		<i>Change of Director's Interest Notice</i>
11-July-2007	4	Grant Alan Craighead's interest has increased by 50,000 shares to a shareholding of 1,750,000 representing 5.70% of the issued capital of the Company.
		<i>Change in substantial holding</i>
16-July-2007	5	Fallon Nominees Pty Ltd has purchased 20,000 shares in the Company taking its shareholding to 6.10% of the issued capital.
		<i>Change of Director's Interest Notice</i>
16-July-2007	6	Gary Noel Fallon's interest has increased by 20,000 shares to a shareholding of 1,871,200 representing 6.10% of the issued capital of the Company.
		<i>Change of Director's Interest Notice</i>
19-July-2007	7	Trevor Ian Woolfe's interest has increased by 5,000 shares to 210,000 shares.
		<i>Options entitlement record date announced</i>
25-July-2007	8	The Company proposes a non-renounceable issue of Options at an issue price of one (1) cent each. Entitlement will be on the basis of one (1) Option for every two (2) shares held by shareholders registered at 5PM (AEST) on the record date of 5 September 2007.
		<i>Change in substantial holding</i>
27-July-2007	9	Gage Resources Pty Ltd has purchased 20,000 shares in the Company taking its shareholding to 5.83% of the issued capital.
		<i>Change of Director's Interest Notice</i>
27-July-2007	10	Grant Alan Craighead's interest has increased by 20,000 shares to a shareholding of 1,790,000 representing 5.83% of the issued capital of the Company.
		<i>Change in substantial holding</i>
31-July-2007	11	Fallon Nominees Pty Ltd has purchased 27,946 shares in the Company taking its shareholding to 6.19% of the issued capital.
		<i>Change of Director's Interest Notice</i>
31-July-2007	12	Gary Noel Fallon's interest has increased by 27,946 shares to a shareholding of 1,899,146 representing 6.19% of the issued capital of the Company.
		<i>Eight Copper Targets Identified in New Ground</i>
02-Aug-2007	13	Anchor Resources exploration team has recognised an important corridor of

## ANCHOR RESOURCES LIMITED

### SECTION 8      ADDITIONAL INFORMATION

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		copper mineralisation in northwestern New South Wales. This is a northeast-southwest trending zone which encompasses the Canbellego, Tritton and Girilambone mines.
		<i>Change in substantial holding</i>
13-Aug-2007	14	Fallon Nominees Pty Ltd has purchased 10,000 shares in the Company taking its shareholding to 6.22% of the issued capital.
		<i>Change of Director's Interest Notice</i>
13-Aug-2007	15	Gary Noel Fallon's interest has increased by 10,000 shares to a shareholding of 1,909,146 representing 6.22% of the issued capital of the Company.
		<i>Change of Director's Interest Notice</i>
21-Aug-2007	16	Trevor Ian Woolfe's interest has increased by 11,000 shares to 221,000 shares.
		<i>Change in substantial holding</i>
22-Aug-2007	17	Gage Resources Pty Ltd has purchased 50,000 shares in the Company taking its shareholding to 6.00% of the issued capital.
		<i>Change of Director's Interest Notice</i>
22-Aug-2007	18	Grant Alan Craighead's interest has increased by 50,000 shares to a shareholding of 1,840,000 representing 6.00% of the issued capital of the Company.
		<i>Change in substantial holding</i>
22-Aug-2007	19	Fallon Nominees Pty Ltd has purchased 51,495 shares in the Company taking its shareholding to 6.39% of the issued capital.
		<i>Change of Director's Interest Notice</i>
22-Aug-2007	20	Gary Noel Fallon's interest has increased by 51,495 shares to a shareholding of 1,960,641 representing 6.39% of the issued capital of the Company.
		<i>Amended record date for Options entitlement</i>
04-Sept-2007	21	Announcement to the ASX concerning the terms of a proposed issue of Options to shareholders. That eligible shareholders are now expected to be those registered at 5PM (AEST) on the new Record Date of 19 September 2007
		<i>Anchor explores uranium tenement</i>
05-Sept-2007	22	Announcement that Anchor Resources Limited has taken back full control of its Aspiring Uranium Project (EPM 14752) in Queensland
		<i>Change in substantial holding</i>
05-Sept-2007	23	Fallon Nominees Pty Ltd has purchased 50,000 shares in the Company taking its shareholding to 6.55% of the issued capital.
		<i>Change of Director's Interest Notice</i>
05-Sept-2007	24	Gary Noel Fallon's interest has increased by 50,000 shares to a shareholding of 2,060,641 representing 6.55% of the issued capital of the Company.
		<i>Annual Report to shareholders</i>
10-Sept-2007	25	2007 Annual Report to Shareholders

#### 8.5      Interests of Directors

A full disclosure of the interests of the Directors of the Company for the period commencing on incorporation of the Company and to the date of issue of the May 2007 Prospectus are set out in Section 8 of the May 2007 Prospectus and, other than as set out below or elsewhere in this Prospectus, that information and disclosure remains current.

## ANCHOR RESOURCES LIMITED

### SECTION 8 ADDITIONAL INFORMATION

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The interests of the Directors in the securities of the Company at the date of this Prospectus are as follows:

<b>Directors</b>	<b>Shares</b>	<b>Options</b>
J Anderson	-	500,000
T Woolfe	221,000	500,000
G Craighead <sup>1</sup>	1,840,000	-
G Fallon <sup>2</sup>	2,010,641	-

<sup>1</sup> G Craighead - interest held by Gage Resources Pty Ltd (ACN 092 283 657)

<sup>2</sup> G Fallon - interest held by Fallon Nominees Pty Ltd (ACN 107 201 132)

#### 8.6 Expenses of the Issue

The total expenses of the Issue are estimated to be \$15,000 comprising due diligence costs, printing, ASX quotation fee and other administrative expenses.

## ANCHOR RESOURCES LIMITED

### SECTION 9 MATERIAL CONTRACTS

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- 9.1** Section 8.5 of the May 2007 Prospectus, which is referred to in Section 4.2 of this Prospectus, sets out contracts to which the Company is a party which were considered by the Directors as being material to enable investors to make an informed assessment of the Shares being offered under that Prospectus. Investors and their professional advisers are referred to that section of the May 2007 Prospectus in relation to material contracts.

A true copy of each of the material contracts referred to in the May 2007 Prospectus will be available for inspection at the Company's registered office during office hours.

## ANCHOR RESOURCES LIMITED

### SECTION 10 CONSENTS

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10.1 Each of the parties referred to in this Section 10:

- (a) does not make, or purport to make, any statement in this Prospectus or on which a statement made in the Prospectus is based, other than as specified in this Section; and
- (b) to the maximum extent permitted by law, expressly disclaims and takes no responsibility for any part of this Prospectus other than a reference to its name and a statement included in this Prospectus with the consent of that party as specified in this Section.

Barnes Dowell James has given its written consent to the incorporation by reference of the Independent Accountant's Report in Section 6 of the May 2007 Prospectus and to all statements referring to the Independent Accountant's Report in the form and context in which they are included, and has not withdrawn its consent prior to the lodgement of this Prospectus with ASIC.

Barnes Dowell James has given its written consent to the incorporation by reference of the 2007 Financial Report and to all statements referring to the 2007 Financial Report in the form and context in which they are included, and has not withdrawn its consent prior to the lodgement of this Prospectus with ASIC.

Hetherington Exploration & Mining Title Services Pty Ltd has given its written consent to the incorporation by reference to the Independent Review of Tenements set out in Section 5 of the May 2007 Prospectus and to all statements referring to the Independent Review on Tenements in the form and context in which they are included, and has not withdrawn its consent prior to the lodgement of this Prospectus with ASIC. This consent is provided on the basis that the Independent Review of Tenements has not been checked or updated since 11 May 2007 and does not take account of any developments that may have taken place since that date.

Goldner and Associates has given its written consent to the incorporation by reference to the Independent Geologist's Report set out in Section 4 of the May 2007 Prospectus and to all statements referring to the Independent Geologist's Report in the form and context in which they are included, and has not withdrawn its consent prior to the lodgement of this Prospectus with ASIC.

Each of the following has consented to being named in this Prospectus in the capacity as noted below and has not withdrawn such consent prior to the lodgement of this Prospectus with ASIC:

- (a) Registries Limited as the Share Registrar to the Company;
- (b) Barnes Dowell James as the Company's Independent Accountant;
- (c) Barnes Dowell James as the Company's Auditors;
- (d) Goldner and Associates as the Company's Independent Geologist;
- (e) Hetherington Exploration & Mining Title Services Pty Ltd as the Company's Tenement Consultants; and
- (f) Gadens Lawyers as Solicitors to the Company.

## ANCHOR RESOURCES LIMITED

### SECTION 11 AUTHORITY OF DIRECTORS

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Each of the Directors of Anchor Resources Limited has consented to the lodgement of this Prospectus in accordance with Section 720 of the Corporations Act 2001.

Dated the 13<sup>th</sup> September 2007.



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Signed for and on behalf of  
Anchor Resources Limited  
by Trevor Woolfe (Managing Director)

## ANCHOR RESOURCES LIMITED

### SECTION 12 DEFINITIONS

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**2007 Financial Report** means the financial report for the year ended 30 June 2007 audited by Barnes Dowell James, dated 05 September 2007 and announced to ASX on the same date.

**Acceptance Form** means the Entitlement and acceptance form accompanying this Prospectus.

**Anchor Resources** means Anchor Resources Limited (ACN 122 751 419).

**Applicant** means a person who submits an application.

**Application** means a valid application to subscribe for Options.

**ASIC** means Australian Securities and Investments Commission.

**ASTC** means ASX Settlement and Transfer Corporation Pty Ltd (ACN 008 504 532).

**ASTC Settlement Rules** means the operating rules of ASTC.

**ASX** means ASX Limited (ACN 008 624 691).

**Auditors** means Barnes Dowell James.

**Board** means the board of Directors, unless the context indicates otherwise.

**Business Day** means a day other than a Saturday or Sunday on which banks are open for business in Sydney, NSW.

**CHESS** means ASX Clearing House Electronic Subregistry System.

**Closing Date** means the date on which the Offer closes.

**Company** means Anchor Resources Limited.

**Corporations Act 2001** means the Corporations Act 2001 of Australia.

**Directors** means the Directors of the Company from time to time.

**Dollars or \$** means Australian dollars, unless otherwise stated.

**EST** means Eastern Standard Time, Sydney, NSW.

**Independent Accountant** means Barnes Dowell James.

**Independent Accountant's Report** means the report contained in Section 6 of the May 2007 Prospectus.

**Independent Geologist** means Goldner and Associates.

**Independent Geologist's Report** means the report contained in Section 4 of the May 2007 Prospectus.

**Issue** means the issue of Options pursuant to this Prospectus.

## ANCHOR RESOURCES LIMITED

### SECTION 12 DEFINITIONS

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**Listing Rules** or **ASX Listing Rules** means the official Listing Rules of ASX.

**May 2007 Prospectus** means the prospectus lodged by the Company with ASIC and dated 11 May 2007.

**Offer** means the offer of Options pursuant to this Prospectus.

**Offer Period** means the period commencing on the Opening Date and ending on the Closing Date.

**Official List** means the Official List of ASX.

**Opening Date** means the date on which the Offer opens.

**Option** means an option to subscribe for one Share in Anchor Resources exercisable at 25 cents on or before 5.00pm EST on 31 March 2010 and issued on the terms and conditions set out in this Prospectus.

**Prospectus** means this prospectus, dated 13 September 2007 for the Issue of up to 15,340,000 Options, including any electronic or online version.

**Quotation** means quotation of the Shares or Options on ASX.

**Share** means one (1) fully paid ordinary share in Anchor Resources Limited.

**Shareholder** means a holder of Shares.

# ANCHOR RESOURCES LIMITED

## CORPORATE DIRECTORY

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### BOARD OF DIRECTORS

John Anderson	Non-Executive Chairman
Trevor Woolfe	Managing Director
Grant Craighead	Executive Director
Gary Fallon	Non-Executive Director

### COMPANY SECRETARY

Ross Moller

### REGISTERED OFFICE

Anchor Resources Limited  
Suite 404, 25 Lime Street  
Sydney, NSW 2000  
Telephone: 02 9279 1231  
Facsimile: 02 9279 2727  
Website: [www.anchorresources.com.au](http://www.anchorresources.com.au)  
Email: [admin@anchorresources.com.au](mailto:admin@anchorresources.com.au)

### SOLICITORS

Gadens Lawyers  
Level 16, Skygarden Building  
77 Castlereagh Street  
Sydney, NSW 2000

### AUDITORS AND INDEPENDENT ACCOUNTANTS

Barnes Dowell James  
Level 13, 122 Arthur Street, North Sydney, NSW 2060  
PO Box 1664, North Sydney, NSW 2059

### SHARE REGISTRAR

Registries Limited  
PO Box R67  
Royal Exchange, NSW 1223  
Telephone: 02 9290 9600  
Facsimile: 02 9279 0664  
Website: [www.registrieslimited.com.au](http://www.registrieslimited.com.au)

### ASX CODE

AHR

### CORPORATE ADVISERS

Oakhill Hamilton Pty Ltd  
PO Box 324  
Crows Nest, NSW 1585





**ANCHOR RESOURCES LIMITED**  
**ACN 122 751 419**

# Option Entitlement and Acceptance Form

<NAME AND ADDRESS>  
<NAME AND ADDRESS>  
<NAME AND ADDRESS>  
<NAME AND ADDRESS>  
<NAME AND ADDRESS>  
<NAME AND ADDRESS>

Entitlement No. <ENT NO.>

Subregister <SUBREGISTER>

SRN/HIN. <SRN/HIN>

Number of Shares held at  
5pm on 24 September 2007

<Barcode>

If you wish to accept your **FULL ENTITLEMENT** please complete and return this form **WITH YOUR PAYMENT FOR THE AMOUNT SHOWN BELOW**. The return of this form by 5.00 pm Sydney Time on 19 October 2007 with payment will constitute acceptance of the Offer. Your signature is only required when an alteration to your address is indicated by you over the page.

Entitlement to New Options on the basis of one New Option for two Ordinary Shares held	Price Per Option	Amount Payable for Full Acceptance, at \$0.01 per New Option
<Entitlement>	<b>\$0.01 per Option =</b>	<\$ full accept>

If you wish to accept **PART ONLY OF YOUR ENTITLEMENT** please complete this form showing in the box below the **NUMBER OF NEW OPTIONS BEING ACCEPTED** and the appropriate amount payable.

Number of New Options accepted	Price Per Option	Amount Enclosed
	<b>\$0.01 per Option =</b>	\$

If the person completing this form is acting for the shareholder, the return of this form together with payment will constitute acceptance of the Offer by the shareholder, and if that person is acting under Power of Attorney, he/she states he/she has not received notice of revocation and that he/she has authority to accept the Offer.

**CHEQUE DETAILS**

DRAWER	BANK	BRANCH (BSB NO.)	AMOUNT OF CHEQUE/S
			\$
			\$

**YOUR CONTACT DETAILS**

CONTACT NAME	TELEPHONE WORK	TELEPHONE HOME	EMAIL ADDRESS
	( )	( )	

Cheques should be made payable to "Anchor Resources Limited New Issue Account"

By submitting this Application form, I/We represent and warrant that I/we have read and understood the Prospectus to which this Application Form relates and declare that this Application is completed and lodged according to the Prospectus and the instructions on the reverse of the Application form and declare that all details and statements made by me/us are complete and accurate. I/We agree to be bound by the constitution of Anchor Resources Limited and agree to the terms and conditions of the Offer under this Prospectus. I/We represent and warrant that I/we have not relied on any other information provided by the Company other as set out in this Prospectus when making my/our decision to invest.

# LODGEMENT INSTRUCTIONS TO APPLICANTS

Please read these instructions carefully

## **ACCEPTANCE OF YOUR ENTITLEMENT IN FULL OR PART**

Multiply the number of New Options for which you are accepting by \$0.01 then fill in the acceptance details, where necessary, in the space provided on the front of this form. Complete your cheque details on the front of this form and send your cheque/draft and completed form to:

Registries Limited  
PO Box R67  
Royal Exchange  
SYDNEY NSW 1223

Telephone No. 02 9290 9600  
Facsimile No. 02 9279 0664

**If you do not deal with your entitlement it will lapse.**

## **PAYMENT**

All cheques/drafts (expressed in Australian currency) are to be made payable to "Anchor Resources Limited New Issue Account" and crossed "Not Negotiable".

## **PAYMENT - OVERSEAS RESIDENTS**

Overseas shareholders who are permitted to apply for shares must obtain a draft in Australian currency payable on a bank in Australia, or where the shareholder has an account with a bank in Australia, by a cheque drawn on that bank within Australia.

The Australian currency draft should be attached to your completed form and the document mailed to:

Registries Limited  
PO Box R67  
Royal Exchange  
SYDNEY NSW 1223

OVERSEAS SHAREHOLDERS ARE ADVISED TO ENSURE THEIR DOCUMENTS ARE POSTED TO AUSTRALIA BY AIRMAIL.

Personal cheques drawn on overseas banks in Australian or any foreign currency will not be accepted. These will be returned and the acceptance deemed to be invalid.

## **INTERPRETATION**

Terms used in this Entitlement and Acceptance Form have the same meaning as defined in the Prospectus.

**THE OFFER CLOSES 5.00PM Sydney time on 19 October 2007**

## **CHANGES OF ADDRESS SUPPORTED BY YOUR SIGNATURE(S)**

If your address is not exactly as shown, please provide details below. This is only relevant for Issuer Sponsored registered holdings. CHES holders must notify your sponsoring broker for amendments to holdings on the CHES Subregister.

### **CHANGE OF ADDRESS DETAILS – ISSUER SPONSORED ONLY**


### **SIGN HERE FOR ADDRESS AMENDMENTS:**

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Shareholder 1 (Individual) /  
Sole Director & Sole Company  
Secretary

Joint Shareholder 2 (Individual) /  
Director

Joint Shareholder 3 (Individual) /  
Director/Company Secretary  
(Delete one)

## **Privacy Statement:**

Registries Limited advises that Chapter 2C of the Corporations Act 2001 (Cth) requires information about you as a shareholder (including your name, address and details of the shares you hold) to be included in the public register of the entity in which you hold shares. Information is collected to administer your share holding and if some or all of the information is not collected then it might not be possible to administer your share holding. Your personal information may be disclosed to the entity in which you hold shares. You can obtain access to your personal information by contacting us at the address or telephone number shown on the Application Form.

Our privacy policy is available on our website ([http://www.registriesltd.com.au/help/share\\_privacy.html](http://www.registriesltd.com.au/help/share_privacy.html)).