



**DEEP YELLOW LIMITED**  
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22 May 2007

## **WESTERN GAWLER PROJECT UPDATE**

### **Deep Yellow Ltd / Dominion Mining Ltd – Western Gawler Project**

The Directors of Deep Yellow Limited (DYL) have resolved to issue 21,931,651 fully paid ordinary shares in DYL to Dominion Mining Ltd (DOM) in order to acquire a 51% interest in the uranium rights to the Western Gawler Tenements subject to the Western Gawler Uranium Exploration and Development Project (the Project) Heads of Agreement between DYL and DOM (ASX 22 February, 2006).

The interpretation of data from an Airborne Electromagnetic (AEM) survey over the tenements confirmed the presence of extensive palaeochannel systems previously interpreted from remote sensed satellite data and regional mapping by the South Australian Geological Survey. Importantly the AEM data provides detail information on channel meanders (potential uranium deposition sites) and an estimate of channel depths.

DYL is planning to undertake a minimum 12,000 metre RAB/Aircore drill programme on 1 to 2 kilometre spaced traverses across these channel systems. The drilling will initially target the delineation of preferred host lithologies and the presence of redox fronts. Plans showing the areas to be drilled have been submitted for clearance by the traditional Aboriginal owners under DOM's access Agreement. A drill rig has been secured and drilling is scheduled to commence during June/July pending clearances.

An Appendix 3b is attached applying for quotation of the shares to be issued together with an s708 Notice as required by the Corporations Act 2001.

Yours sincerely,

**Mark Pitts**  
**Company Secretary**

## Section 708 Notice

Notice under section 708A(5)(e) of the *Corporations Act 2001* (Cth)

(ASX Code: DYL)

Deep Yellow Limited (**DYL**) seeks to rely on section 708A(5) of the *Corporations Act 2001* (Cth) (**the Act**) and gives notice under section 708A(5)(e) of the Act of the following details:

- on 22nd May 2007 DYL issued 21,931,651 ordinary fully paid shares (Shares);
- DYL issued the Shares without disclosure to investors under Part 6D.2 of the Act;
- as at the date of this notice, DYL has complied with:
  - the provisions of Chapter 2M of the Act as they apply to DYL; and
  - section 674 of the Act; and
- as at the date of this notice, there is no information to be disclosed that is 'excluded information' within the meaning of and as required by sections 708A(7) and (8) of the Act.



**Mark Pitts**  
**Company Secretary**

# 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.

Name of entity

**DEEP YELLOW LIMITED**

ABN

**97 006 391 948**

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   | Ordinary Shares |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | 21,931,651      |
| 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) | N/A             |

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

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<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"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>The shares to be issued will rank equally with those already on issue.</p>				
<p>5 Issue price or consideration</p>	<p>58 cents</p>				
<p>6 Purpose of the issue          (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>In consideration for the acquisition of 51% of the Western Gawler Uranium Exploration and Development Project.</p>				
<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</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="686 1433 997 1467">Number</th> <th data-bbox="997 1433 1294 1467">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="686 1467 997 1691">1,018,824,884</td> <td data-bbox="997 1467 1294 1691">ORD</td> </tr> </tbody> </table>	Number	+Class	1,018,824,884	ORD
Number	+Class				
1,018,824,884	ORD				

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+ 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)	12,500,000 31/7/08 at 8.5c	Unlisted options
	6,000,000 31/12/08 at 21.5c	“ “
	4,000,000 31/12/08 at 31.5c	“ “
	16,000,000 30/11/09 at 55.5	“ “
	3,500,000 31/12/09 at 45c	“ “
	3,500,000 31/12/10 at 60c	“ “
10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A	

## Part 2 - Bonus issue or pro rata issue

11 Is security holder approval required?	
12 Is the issue renounceable or non-renounceable?	
13 Ratio in which the +securities will be offered	
14 +Class of +securities to which the offer relates	
15 +Record date to determine entitlements	
16 Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	
17 Policy for deciding entitlements in relation to fractions	

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

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- |    |   |  |
|----|---|--|
| 18 | Names of countries in which the entity has <sup>+</sup> security holders who will not be sent new issue documents<br><br>Note: Security holders must be told how their entitlements are to be dealt with.<br><br>Cross reference: rule 7.7. |  |
| 19 | Closing date for receipt of acceptances or renunciations  |  |
| 20 | Names of any underwriters   |  |
| 21 | Amount of any underwriting fee or commission  |  |
| 22 | Names of any brokers to the issue   |  |
| 23 | Fee or commission payable to the broker to the issue  |  |
| 24 | Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of <sup>+</sup> security holders   |  |
| 25 | If the issue is contingent on <sup>+</sup> security holders' approval, the date of the meeting  |  |
| 26 | Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled  |  |
| 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   |  |
| 28 | Date rights trading will begin (if applicable)  |  |
| 29 | Date rights trading will end (if applicable)  |  |
| 30 | How do <sup>+</sup> security holders sell their entitlements <i>in full</i> through a   |  |

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+ See chapter 19 for defined terms.

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broker?	<input type="text"/>
31 How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	<input type="text"/>
32 How do +security holders dispose of their entitlements (except by sale through a broker)?	<input type="text"/>
33 +Despatch date	<input type="text"/>

### 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

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+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

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**Entities that have ticked box 34(b)**

38 Number of securities for which  
 +quotation is sought

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39 Class of +securities for which  
 quotation is sought

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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

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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)

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

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+ 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.
- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the +securities to be quoted, it has been provided 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.



22 May 2007

Sign here: ..... Date: .....  
(Director/Company secretary)

Print name: Mark Pitts  
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