



# Mundo Minerals Ltd

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## Closure of Securities Purchase Plan and Appendix 3B

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Mundo Minerals Limited (ASX Code: MUN) advises that it has closed the Securities Purchase Plan ("SPP") which opened on 28 April 2011. Existing shareholders subscribed for a total of 1,512,000 shares and options to raise \$189,000. Each share, along with a free attaching option, was issued at a price of 12.5 cents.

These securities have been issued and allotted on Monday 30 May 2011 and an updated Appendix 3B is attached.

The Directors and Senior Management team of Mundo have reconfirmed their commitment to take up \$345,000 of the shortfall. In addition, the Company is currently working with its advisors in the US to place the remaining shortfall in accordance with the terms set out in the SPP offer document, and to date has commitments in place for a further \$2.725 million.

These commitments are from a number of existing Top 20 shareholders and also some new investors who were not able to participate in the initial \$10 million placement completed last month.

The preliminary timetable for settlement of the shortfall placement is as follows:

Shortfall Placement Confirmation Letters sent	Monday, 30th May
Return of signed Acceptance Advice by COB	Wednesday, 1st June
Settlement of Applications	Thursday, 2nd June
Issue and allotment of securities	Monday 6th June

Please note that the above timetable may change without consultation.

The funds from the \$10 million placement and SPP will be used to underpin on going aggressive resource delineation drilling programs at the Company's Torrecillas and Engenho Gold Projects in Peru and Brazil, as well as to support the completion of the Feasibility Study at Torrecillas and the development of the new Crista open pit at Engenho.

Ashley Pattison  
Chief Executive Officer / Company Secretary

**10 May 2011**

## 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

Mundo Minerals Limited

ABN

97 117 790 897

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   | a) Ordinary Shares<br>b) MUNO Listed Options |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | a) 1,512,000<br>b) 1,512,000                 |
| 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) | b) Same terms as MUNO                        |

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+ See chapter 19 for defined terms.

4	Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?	<p>a) Yes</p> <p>b) No. On exercise, the options will rank equally with ordinary shares on issue.</p>						
5	Issue price or consideration	<p>a) \$0.125 per share</p> <p>b) Issued as free attaching option to each share</p>						
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Issued under the company's Securities Purchase Plan.						
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	30 <sup>th</sup> May 2011						
8	Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)	<table border="1"> <thead> <tr> <th data-bbox="766 1108 1029 1153">Number</th> <th data-bbox="1029 1108 1449 1153">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="766 1153 1029 1332">a) 282,869,177</td> <td data-bbox="1029 1153 1449 1332"><b>Current</b> Ordinary shares (MUN) post this Placement</td> </tr> <tr> <td data-bbox="766 1332 1029 1543">b) 81,512,000</td> <td data-bbox="1029 1332 1449 1543">Options exercisable at \$0.18 on or before 2 May 2014 issued as part of the Placement</td> </tr> </tbody> </table>	Number	+Class	a) 282,869,177	<b>Current</b> Ordinary shares (MUN) post this Placement	b) 81,512,000	Options exercisable at \$0.18 on or before 2 May 2014 issued as part of the Placement
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b) 81,512,000	Options exercisable at \$0.18 on or before 2 May 2014 issued as part of the Placement							

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+ See chapter 19 for defined terms.

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

	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	1,000,000	Employee Options expiring 22/09/2015 exercisable at \$0.15each (MUNAI)
	500,000	Incentive Options 30/06/2014 exercisable at \$0.20 each (MUN AW)
	750,000	Employee Options expiring 14/06/2015 exercisable at \$0.25 each(MUNAQ)
	750,000	Employee Options expiring 22/09/2015 exercisable at \$0.25 each(MUNAI)
	300,000	Employee Options expiring 18/10/2015 exercisable at \$0.25 each(MUNAY)
	750,000	Employee Options expiring 14/6/2015 exercisable at \$0.30 each(MUNAU)
	1,550,000	Employee Options expiring 22/9/2015 exercisable at \$0.30 each(MUNAI)
	300,000	Employee Options expiring 18/10/2015 exercisable at \$0.30 each(MUNAY)
	950,000	Employee Options expiring 21/5/2014 exercisable at \$0.40 each(MUNAK)
	500,000	Incentive Options 30/06/2014 exercisable at \$0.40 each (MUNAW)
	50,000	Employee Options expiring 22/09/2015 exercisable at \$0.40 each (MUNAI)
	500,000	Incentive Options 30/06/2014 exercisable at \$0.60 each (MUNAW)
	500,000	Incentive Options 30/06/2014 exercisable at \$0.80 each (MUNAW)

10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	No Change
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+ See chapter 19 for defined terms.

## Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	Na
12	Is the issue renounceable or non-renounceable?	Na
13	Ratio in which the +securities will be offered	Na
14	+Class of +securities to which the offer relates	Na
15	+Record date to determine entitlements	Na
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	Na
17	Policy for deciding entitlements in relation to fractions	Na
18	Names of countries in which the entity has +security holders who will not be sent new issue documents  Note: Security holders must be told how their entitlements are to be dealt with.  Cross reference: rule 7.7.	Na
19	Closing date for receipt of acceptances or renunciations	Na
20	Names of any underwriters	Na
21	Amount of any underwriting fee or commission	Na
22	Names of any brokers to the issue	Na
23	Fee or commission payable to the broker to the issue	Na

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+ See chapter 19 for defined terms.

## Appendix 3B

### New issue announcement

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|----|---|----|
| 24 | Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders   | Na |
| 25 | If the issue is contingent on +security holders' approval, the date of the meeting  | Na |
| 26 | Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled  | Na |
| 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 | Na |
| 28 | Date rights trading will begin (if applicable)  | Na |
| 29 | Date rights trading will end (if applicable)  | Na |
| 30 | How do +security holders sell their entitlements <i>in full</i> through a broker?   | Na |
| 31 | How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?  | Na |
| 32 | How do +security holders dispose of their entitlements (except by sale through a broker)?   | Na |
| 33 | +Despatch date  | Na |

## 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)

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+ See chapter 19 for defined terms.

(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

### 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

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+ See chapter 19 for defined terms.

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

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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

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)

42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)

Number	+Class

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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.
- 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: 31 May 2011  
(Director/Company secretary)

Print name: Ashley Pattison .....

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