



India Resources Limited

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West Perth Western Australia 6005

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15 December 2010

Manager Announcements
Company Announcements Office
ASX Limited
Level 4
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

APPENDIX 3B – SHARE AND OPTION ALLOTMENT

Please find enclosed an Appendix 3B in relation to the issue of 1,500,000 shares in India Resources Limited to consultants and 4,250,000 unlisted options to directors, as approved by shareholders at the annual general meeting of the Company held on 25 November 2010.

Notice given under Section 708A(5) of the Corporations Act

This notice is given by the Company under section 708A(5)(e) of the Corporations Act in relation to an issue of ordinary fully paid shares by the Company without disclosure to investors under Part 6D.2 of the Corporations Act.

As at the date of this notice, the Company has complied with:

- (a) the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
- (b) section 674 of the Corporations Act.

The Company confirms that, as at the date of this notice, there is no information that:

- (a) has been excluded from a continuous disclosure notice given to ASX in accordance with the ASX Listing Rules; and
- (b) investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
 - (i) the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; and
 - (ii) the rights and liabilities attaching to ordinary fully paid shares,

to the extent to which it would be reasonable for investors and their professional advisers to expect to find such information in a disclosure document.

Yours faithfully

Frank Campagna
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, 24/10/2005.

Name of entity

India Resources Limited

ABN

77 121 339 704

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 | (i) Ordinary fully paid shares
(ii) Options over fully paid shares |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | (i) 1,500,000
(ii) 4,250,000 |
| 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) | (i) Ordinary fully paid shares
(ii) Unlisted options over ordinary fully paid shares exercisable at 7 cents each on or before 30 June 2014 |
| 4 | 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: <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 | (i) Yes
(ii) No. Shares issued as a result of the exercise of the options will rank equally with ordinary fully paid shares as from the date of allotment of the shares. |
| 5 | Issue price or consideration | (i) Deemed issue price of 1.5 cents per share
(ii) Nil |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	(i) Issue of shares to consultants as approved at annual general meeting held on 25 November 2010 (ii) Grant of unlisted options to directors as approved at annual general meeting held on 25 November 2010														
7 Dates of entering +securities into uncertificated holdings or despatch of certificates	15 December 2010														
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="877 622 1066 656">Number</th> <th data-bbox="1066 622 1434 656">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="877 656 1066 801">452,574,789</td> <td data-bbox="1066 656 1434 801">Ordinary shares</td> </tr> </tbody> </table>	Number	+Class	452,574,789	Ordinary shares										
Number	+Class														
452,574,789	Ordinary shares														
9 Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	<table border="1"> <thead> <tr> <th data-bbox="877 837 1066 871">Number</th> <th data-bbox="1066 837 1434 871">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="877 871 1066 904">2,500,000</td> <td data-bbox="1066 871 1434 904">Options (30 cents 30.06.12)</td> </tr> <tr> <td data-bbox="877 904 1066 938">9,850,000</td> <td data-bbox="1066 904 1434 938">Options (7 cents 30.06.14)</td> </tr> <tr> <td data-bbox="877 938 1066 972">20,967,910</td> <td data-bbox="1066 938 1434 972">Options (2.5 cents 31.12.14)</td> </tr> <tr> <td data-bbox="877 972 1066 1005">6,000,000</td> <td data-bbox="1066 972 1434 1005">Options (0.25 cents 31.12.17)</td> </tr> <tr> <td data-bbox="877 1005 1066 1039"></td> <td data-bbox="1066 1005 1434 1039">Convertible note:</td> </tr> <tr> <td data-bbox="877 1039 1066 1093">1</td> <td data-bbox="1066 1039 1434 1093">US\$1,500,000 31.12.14</td> </tr> </tbody> </table>	Number	+Class	2,500,000	Options (30 cents 30.06.12)	9,850,000	Options (7 cents 30.06.14)	20,967,910	Options (2.5 cents 31.12.14)	6,000,000	Options (0.25 cents 31.12.17)		Convertible note:	1	US\$1,500,000 31.12.14
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6,000,000	Options (0.25 cents 31.12.17)														
	Convertible note:														
1	US\$1,500,000 31.12.14														
10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	The Company does not presently have a formal dividend policy.														

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	
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.	

+ See chapter 19 for defined terms.

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 ⁺ security holders	
25	If the issue is contingent on ⁺ 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 ⁺ security holders sell their entitlements <i>in full</i> through a broker?	
31	How do ⁺ security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	
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

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

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
- 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 |
|--------|--------|
| | |

+ 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: *Frank Campagna*
(~~Director~~/Company secretary)

Date: 15 December 2010

Print name: FRANK CAMPAGNA

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+ See chapter 19 for defined terms.