

Gondwana RESOURCES LIMITED

ABN 72 008 915 311

3 January 2008

Company Announcements Platform
Australian Securities Exchange
Level 4
20 Bridge Street
SYDNEY NSW 2000

Via Electronic Lodgement

Dear Sir/Madam

NON-RENOUNCEABLE RIGHTS ISSUE - NOTICE PURSUANT TO PARAGRAPH 708A (5)(E) OF THE CORPORATIONS ACT 2001 ("ACT")

Gondwana Resources Limited (**Company**) announced on 20 November 2007 a non-renounceable rights issue of fully paid ordinary shares in the capital of the Company (**Shares**) on the basis of one (1) Share for every two Shares held at the record date of 6 December 2007 at a price of 1 cent per Share (**Rights Issue**). Every two (2) Shares subscribed for had one (1) free attaching Option, exercisable at 1.2 cents each on or before 30 June 2010.

The Rights Issue closed on 21 December 2007 and, as announced on 28 December 2007, a total of 105,298,366 shares and 52,649,169 options have been allotted. It is anticipated that further shares and options will be issued upon placement of part of the shortfall. Holding statements are to be issued on 3 January 2008.


NOTICE UNDER s708A OF THE ACT

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

- (a) the Company has issued the Shares pursuant to the Rights Issue without disclosure to investors under Part 6D.2 of the Act;
- (b) the Company is providing this notice under paragraph (e) of section 708A(5) of the Act;
- (c) as at 3 January 2008, the Company has complied with the provisions of Chapter 2M of the Act as they apply to the Company;
- (d) as at 3 January 2008, the Company has complied with section 674 of the Act; and

- (e) as at 3 January 2008, there is no information:
- (i) that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
 - (ii) that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
 - (A) the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
 - (B) the rights and liabilities attaching to the Shares;

Yours faithfully

A handwritten signature in black ink, appearing to read 'Warren Beckwith', written over a light grey rectangular background.

**WARREN BECKWITH
DIRECTOR**

GDA/ASX 289 – EL136