



SOUTHERN CROSS GOLDFIELDS LTD

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9 June 2010

Mr Wade Baggott
Company Announcements
Australian Securities Exchange
Exchange Plaza
Perth WA 6000

SHARE PLACEMENT - NOTICE UNDER SECTION 708A(5)(e) AND APPENDIX 3B

The Board of Southern Cross Goldfields Limited (ASX: SXG) advise that the Company has issued 17,000,000 ordinary shares (Shares) to various Sophisticated Investors.

The Shares are part of a class of securities quoted on the Australian Securities Exchange (ASX).

The Company gives this notice pursuant to section 708(5)(e) of the Corporations Act 2001 (Act).

The Shares were issued without disclosure to the investors under part 6D.2 of the Act, in reliance on section 708A(5) of the Act.

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

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

There is no excluded information as at the date of this notice, for the purposes of Sections 708A(7) and (8) of the Act, which is required to be disclosed under section 708A(6)(e) of the Act.

An Appendix 3B is attached.

Yours Sincerely

Dan Calvert
CFO & Company Secretary
SOUTHERN CROSS GOLDFIELDS LIMITED

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

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

Southern Cross Goldfields Limited

ABN

71 124 374 321

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 | 17,000,000 |
| 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) | Ordinary shares issued by placement at 8.5 cents per share |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

<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"> • 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 	<p>The shares will rank equally with the existing ordinary shares on issue.</p>
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<p>5 Issue price or consideration</p>	<p>8.5 cents per share</p>
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<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>To fund ongoing gold and iron ore exploration and to maintain a prudent level of working capital.</p>
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<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>9 June 2010</p>
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<p>8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left; padding: 2px;">Number</th> <th style="text-align: left; padding: 2px;">+Class</th> </tr> </thead> <tbody> <tr> <td style="padding: 2px;">135,078,016</td> <td style="padding: 2px;">Fully Paid Ordinary Shares</td> </tr> <tr> <td style="padding: 2px;">29,519,504</td> <td style="padding: 2px;">Options exercisable at \$0.15 each expiring on 30 Nov 2010</td> </tr> </tbody> </table>	Number	+Class	135,078,016	Fully Paid Ordinary Shares	29,519,504	Options exercisable at \$0.15 each expiring on 30 Nov 2010
Number	+Class						
135,078,016	Fully Paid Ordinary Shares						
29,519,504	Options exercisable at \$0.15 each expiring on 30 Nov 2010						

+ 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)	5,000,000	Unlisted \$0.20 Options expiring 10 March 2011
		1,000,000	Unlisted \$0.20 Options expiring 10 March 2012
		15,000,000	Unlisted \$0.20 Options expiring 31 December 2012
		6,250,000	Unlisted \$0.25 Options expiring 12 March 2014
		6,250,000	Unlisted \$0.30 Options expiring 12 March 2014
		25,000	Unlisted \$0.25 Options expiring 1 May 2014
		25,000	Unlisted \$0.30 Options expiring 1 May 2014
		125,000	Unlisted \$0.25 Options expiring 2 July 2014
		125,000	Unlisted \$0.30 Options expiring 2 July 2014
		25,000	Unlisted \$0.25 Options expiring 6 February 2014
		25,000	Unlisted \$0.30 Options expiring 6 February 2014
		100,000	Unlisted \$0.25 Options expiring 21 July 2014
		100,000	Unlisted \$0.30 Options expiring 21 July 2014

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A
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Part 2 - Bonus issue or pro rata issue

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

22	Names of any brokers to the issue	Patersons Securities Limited
23	Fee or commission payable to the broker to the issue	Commission of 6% (\$86,700)
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	N/A
25	If the issue is contingent on +security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	N/A
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	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do +security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A
32	How do +security holders dispose of their entitlements (except by sale through a broker)?	N/A

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

33 +Despatch date

N/A

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

Entities that have ticked box 34(b)

38 Number of securities for which
+quotation is sought

+ See chapter 19 for defined terms.

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)

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

+ 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: 9 June 2010.
(Company Secretary)

Print name: Dan Calvert

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+ See chapter 19 for defined terms.