

Western Plains Gold Ltd

ABN 51 109 426 502
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22 August 2005

Ms Kim-Ly Nguyen
Companies Officer
Australian Stock Exchange Limited
20 Bridge Street
SYDNEY NSW 2000

Dear Ms Nguyen

Western Plains Gold Ltd

I refer to recent discussions and note that Western Plains Gold Ltd (WPG) is due to commence trading on the ASX at 11.00am on Tuesday, 23 August 2005.

The Company confirms that its IPO offer closed on 10 August 2005 and has raised (gross) \$2,791,800 through the issue of 13,959,000 shares at an issue price of 20 cents per share. All holding statements and CHESS notifications have been issued to security holders.

In the letter from the ASX dated 19 August 2005, a number of final pre-quotation disclosures have been requested. These disclosures are addressed below (with reference to clauses of the ASX's letter).

- **Set out below** is a distribution schedule relating to the Company's fully paid ordinary shares, being the class of securities which will be quoted and trading on ASX. The schedule complies with Appendix 1A, paragraph 48 (CI 2.2.1)

Number of shares held	Number of holders in group	Total number of shares in group	% holding
1-1,000	0	0	0.000
1,001-5,000	0	0	0.000
5,001-10,000	255	2,550,000	9.977
10,001-100,000	158	5,924,500	23.180
100,001-99,999,999,999	37	17,084,500	66.843
Totals	450	25,559,000	100.000

- **Attached** is a schedule of the Company's 'Top 20' shareholders (CI 2.2.2)

- I note that the Company's Prospectus dated 3 March 2005 set out, at Section 9.6, all material terms of the Company's Employees and Officers Share Option plan *(CI 2.2.5)*
- In accordance with the terms of the agreement between the Company and Terrain Capital Limited which is summarised at Section 9.3.9 of the Prospectus, the Company has issued 279,180 25cent exercise price options to Terrain. These options expire on 23 August 2008 and are subject to restriction for a period to 23 August 2007. Otherwise, the terms of the options are the same as those set out in Section 9.8 of the Prospectus *(CI 2.2.6)*.
- *Attached* is a letter from Registries Limited addressing the shares and options subject to restriction and the levels of restriction that apply *(CI 2.2.7)*.

Thank you for your assistance.

Yours sincerely

Western Plains Gold Ltd

Heath Roberts

Company Secretary

Western Plains Gold Ltd

Fully Paid Ordinary

Top 20 Holdings as at 18 August 2005

Holder Name	Shares	%
PLATSEARCH NL	6,350,000	24.84
TAYCOL NOMINEES PTY LTD	1,450,000	5.67
IRRAWADDY INVESTMENTS PTY LTD	1,375,000	5.38
VEDERE NOMINEES PTY LIMITED	844,500	3.30
GEONZ ASSOCIATES LTD	785,000	3.07
WARMAN INVESTMENTS PTY LTD	500,000	1.96
MR HEATH ROBERTS	500,000	1.96
NOSEBI MINING AND MANAGEMENT PTY LTD	450,000	1.76
CARLING CAPITAL PARTNERS PTY LIMITED	350,000	1.37
CLODENE PTY LTD	300,000	1.17
CALEX NOMINEES PTY LIMITED	250,000	0.98
MARKET SECURITIES PTY LIMITED	250,000	0.98
ANZ NOMINEES LIMITED <CASH INCOME A/C>	250,000	0.98
MR GERALD THOMAS BROCK & MRS KAREN LESLEY BROCK <KAREN & GERALD BROCK S/F A/C>	200,000	0.78
MICHAEL NORTH CONSTRUCTIONS PTY LTD <SUPERANNUATION FUND A/C>	160,000	0.63
MRS JACQUELINE ANNE THOMAS	155,000	0.61
DISKDEW PTY LTD <P FORD SUPER FUND A/C>	150,000	0.59
MRS TOMIKO INGLETON <TOMIKO SUPER FUND A/C>	150,000	0.59
MR MICHAEL A TONKIN <PRACTICE SUPER FUND A/C>	150,000	0.59
DAGRES PTY LTD <DAGRES DISCRETIONARY A/C>	140,000	0.55
Total of top 20 holdings	<u>14,759,500</u>	<u>57.75</u>
Other holdings	<u>10,799,500</u>	<u>42.25</u>
Total fully paid shares issued	<u>25,559,000</u>	<u>100.00</u>

19 August, 2005

Mr Heath Roberts
Western Plains Gold Ltd
Level 11, Kyle House
27-31 Macquarie Place
SYDNEY NSW 2000

Re: Western Plains Gold Ltd (ABN 51 109 426 502) - Escrowed Securities

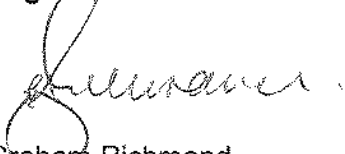
Dear Heath,

Registries Limited in accordance with Listing Rule 9.5 (b), being the provider of registry services for Western Plains Gold Ltd, confirm that it has placed a holding lock on the restricted securities held on the issuer sponsored subregister of Western Plains Gold Ltd and will not remove the holding lock on those securities without ASX's written consent.

A listing of those securities is as follows:

- 8,949,975 shares escrowed for 24 Months from date of official quotation of the Company's securities on the ASX.
- 1,450,000 shares escrowed for 12 Months from the date of issue of the securities.
- 2,816,680 options exercisable at \$0.25 escrowed for 24 Months from date of official quotation of the Company's securities on the ASX.
- 937,500 options exercisable at \$0.25 escrowed for 12 Months from the date of issue of the securities.
- 3,475,000 options exercisable at \$0.35 escrowed for 24 Months from date of official quotation of the Company's securities on the ASX.

Yours faithfully
Registries Limited



Graham Richmond
Director