



Western Plains Gold Ltd

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16 September 2005

The Company Announcements Office
Australian Stock Exchange Limited
Exchange Centre
Level 6, 20 Bridge Street
SYDNEY NSW 2000

Dear Sirs

ISSUE OF OPTIONS

Western Plains Gold Ltd advises that it has issued a total of 2.5 million options over ordinary shares. The options have a term of three years and expire on 16 September 2008 if not previously exercised, and have an exercise price of 30 cents. A copy of Appendix 3B as required by ASX Listing Rule 3.10.3 is attached.

The options have been issued in consideration for the provision of corporate advisory services to the Company over the coming 12 months. The options have been issued to Taycol Nominees (1 million), Golden Spider (1 million) and Kinetic Investments (0.5 million).

Yours faithfully

Robert H Duffin
Chairman

For further information please contact Bob Duffin, Chairman, on (02) 9251 1044 or 0412 234 684.

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.

Name of entity

WESTERN PLAINS GOLD LTD

ABN

51 109 426 502

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 | Options over Ordinary Shares |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 2,500,000 Options (unlisted) |
| 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) | 2,500,000 Options (unlisted) <ul style="list-style-type: none">• Exercise price \$0.30 per option• Each option exercisable into one Ordinary Share• Exercisable at any time prior to expiry on 16 September 2008 |

+ See chapter 19 for defined terms.

| <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>No</p> <p>On exercise of the options, the acquired Ordinary shares will rank equally with existing Ordinary Shares</p> | | | | |
|---|---|--------|--------------------|-------------------|------------------------|
| <p>5 Issue price or consideration</p> | <p>In lieu of corporate advisory fees as set out in the attached letter</p> | | | | |
| <p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p> | <p>Consideration for corporate advisory services to be received over the coming year as set out in the attached letter</p> | | | | |
| <p>7 Dates of entering ⁺securities into uncertificated holdings or despatch of certificates</p> | <p>16 September 2005</p> | | | | |
| <p>8 Number and ⁺class of all ⁺securities quoted on ASX (<i>including</i> the securities in clause 2 if applicable)</p> | <table border="1"> <thead> <tr> <th data-bbox="779 1228 1063 1270">Number</th> <th data-bbox="1063 1228 1354 1270">⁺Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="779 1270 1063 1442">15,159,025</td> <td data-bbox="1063 1270 1354 1442">Ordinary Shares</td> </tr> </tbody> </table> | Number | ⁺ Class | 15,159,025 | Ordinary Shares |
| Number | ⁺ Class | | | | |
| 15,159,025 | Ordinary Shares | | | | |

⁺ 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) | 1,125,000 | Ordinary Shares restricted (voluntary escrow ends 31 December 2005 and ASX escrow ends 28 September 2005) |
| | | 325,000 | Ordinary Shares restricted (voluntary escrow ends 31 December 2005 and ASX escrow ends 10 November 2005) |
| | | 8,949,975 | Ordinary Shares restricted (ASX escrow ends 23 August 2007) |
| | | 2,500,000 | Ordinary Share Options exercisable at \$0.30 before 16 September 2008 |
| | | 2,816,680 | Ordinary Share Options exercisable at \$0.25 before 28 September 2009 (ASX escrow ends 23 August 2006) |
| | | 3,475,000 | Ordinary Share Options exercisable at \$0.35 before 28 September 2009 (ASX escrow ends 23 August 2006) |
| | | 937,500 | Ordinary Share Options exercisable at \$0.20 before 28 September 2009 (ASX escrow ends 28 September 2005) |
| 10 | Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests) | | |

Part 2 - Bonus issue or pro rata issue

Questions 11 to 33

Not applicable

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

+ See chapter 19 for defined terms.

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)

Questions 38 to 42

| |
|-----------------------|
| Not applicable |
|-----------------------|

+ 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.
- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the ⁺securities to be quoted, it has been provided 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: 16 September 2005
(Director/~~Company secretary~~)

Print name: Robert H Duffin

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