

# 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

HELIX RESOURCES LIMITED

ABN

27 009 138 738

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 shares  |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | 14,126,222   |
| 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) | Options exercisable at \$0.30 each and expiring 30 June 2009 |

+ See chapter 19 for defined terms.

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<p>4 Do the <sup>+</sup>securities rank equally in all respects from the date of allotment with an existing <sup>+</sup>class of quoted <sup>+</sup>securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>Options issued will be a different class of quoted securities.  Shares issued on exercise of the Options will rank equally with existing Shares on issue.</p>						
<p>5 Issue price or consideration</p>	<p>Issued for nil consideration with an exercise price of \$0.30</p>						
<p>6 Purpose of the issue  (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>1 for 8 bonus option issue</p>						
<p>7 Dates of entering <sup>+</sup>securities into uncertificated holdings or despatch of certificates</p>	<p>16 October 2007</p>						
<p>8 Number and <sup>+</sup>class of all <sup>+</sup>securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th data-bbox="703 1447 1007 1480">Number</th> <th data-bbox="1011 1447 1369 1480"><sup>+</sup>Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="703 1518 1007 1552">114,101,589</td> <td data-bbox="1011 1518 1369 1552">Fully paid ordinary shares</td> </tr> <tr> <td data-bbox="703 1585 1007 1619">14,126,222</td> <td data-bbox="1011 1585 1369 1664">Options exercisable at 30c expiring 30 June 2009</td> </tr> </tbody> </table>	Number	<sup>+</sup> Class	114,101,589	Fully paid ordinary shares	14,126,222	Options exercisable at 30c expiring 30 June 2009
Number	<sup>+</sup> Class						
114,101,589	Fully paid ordinary shares						
14,126,222	Options exercisable at 30c expiring 30 June 2009						

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+ 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)	110,000	Options exercisable at 42c expiring 29/3/09
	110,000	Options exercisable at 46c expiring 29/3/09
	110,000	Options exercisable at 50c expiring 29/3/09
	5,500,000	Options exercisable at 26c expiring 30/11/08
10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	n/a	

## Part 2 - Bonus issue or pro rata issue

11 Is security holder approval required?	No
12 Is the issue renounceable or non-renounceable?	Non-renounceable
13 Ratio in which the +securities will be offered	1:8
14 +Class of +securities to which the offer relates	Ordinary
15 +Record date to determine entitlements	9 <sup>th</sup> October 2007
16 Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	n/a
17 Policy for deciding entitlements in relation to fractions	Eligible shareholders will receive Bonus Options based on their holding of shares at Record Date, divided by eight and rounded up to the nearest whole number

+ See chapter 19 for defined terms.

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<p>18 Names of countries in which the entity has <sup>+</sup>security holders who will not be sent new issue documents</p> <p>Note: Security holders must be told how their entitlements are to be dealt with.</p> <p>Cross reference: rule 7.7.</p>	<p>Belgium, Germany, England, United Kingdom, Hong Kong, Japan, Malaysia, Papua New Guinea, Singapore, Thailand, Taiwan, USA.</p>
<p>19 Closing date for receipt of acceptances or renunciations</p>	<p>n/a</p>

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+ See chapter 19 for defined terms.

20	Names of any underwriters	n/a
21	Amount of any underwriting fee or commission	n/a
22	Names of any brokers to the issue	n/a
23	Fee or commission payable to the broker to the issue	n/a
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	21 September 2007 and on the date of despatch of the Options (16 October 2007)
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

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+ See chapter 19 for defined terms.

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- 32 How do <sup>+</sup>security holders dispose of their entitlements (except by sale through a broker)? 

n/a
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- 33 <sup>+</sup>Despatch date 

16 October 2007
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### 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 <sup>+</sup>securities are <sup>+</sup>equity securities, the names of the 20 largest holders of the additional <sup>+</sup>securities, and the number and percentage of additional <sup>+</sup>securities held by those holders
- 36  If the <sup>+</sup>securities are <sup>+</sup>equity securities, a distribution schedule of the additional <sup>+</sup>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 <sup>+</sup>securities

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+ See chapter 19 for defined terms.

**Entities that have ticked box 34(b)**

38 Number of securities for which  
+quotation is sought 

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39 Class of +securities for which  
quotation is sought 

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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

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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)

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

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+ 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.

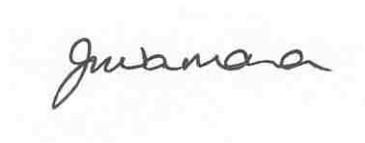
- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) 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: 16 October 2007  
(Company secretary)

Print name: Joneen McNamara

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+ See chapter 19 for defined terms.

# TOP SPREAD REPORT

HELIX RESOURCES LIMITED  
ACN 009 138 738

OPID: CHONG KIM  
CLASS: HLXO OP30062009/30C

DATE: 16/10/07 9:42:16AM  
PAGE: 1

<b>SPREAD OF HOLDINGS</b>	<b>NUMBER OF HOLDERS</b>	<b>NUMBER OF UNITS</b>	<b>% OF TOTAL ISSUE CAPITAL</b>
1 - 1,000	821	360,223	2.550 %
1,001 - 5,000	770	1,818,378	12.872 %
5,001 - 10,000	193	1,333,929	9.443 %
10,001 - 100,000	197	4,375,962	30.978 %
100,001 - 999,999,999,999	19	6,237,730	44.157 %
<b>TOTAL</b>	<b><u>2,000</u></b>	<b><u>14,126,222</u></b>	<b><u>100.000 %</u></b>

## **LOCALITY ANALYSIS**

OVERSEAS	82	266,052	1.883 %
1 - 999	4	26,671	0.189 %
1000 - 1999	9	281,230	1.991 %
2000 - 2999	373	2,103,457	14.890 %
3000 - 3999	583	2,586,438	18.309 %
4000 - 4999	204	927,177	6.564 %
5000 - 5999	362	810,091	5.735 %
6000 - 6999	348	6,430,238	45.520 %
7000 - 7999	30	105,611	0.748 %
8000 - 8999	4	584,257	4.136 %
9000 - 9999	1	5,000	0.035 %
<b>TOTAL</b>	<b><u>2,000</u></b>	<b><u>14,126,222</u></b>	<b><u>100.000 %</u></b>

# TOP 20 HOLDERS REPORT

HELIX RESOURCES LIMITED  
ACN 009 138 738

OPID: CHONG KIM  
CLASS: HLXO OP30062009/30C

DATE: 16/10/07 9:42:16AM  
PAGE: 2

----- CURRENT STATUS ----->

<----- LAST PRINT ----->

<u>RANK</u>	<u>SHAREHOLDER</u>	<u>Total Units</u>	<u>% Issue Capital</u>	<u>Cum Units</u>	<u>% Cum Units</u>	<u>Total Units</u>	<u>%Issue Capital</u>	<u>Unit Change</u>	<u>%Unit Change</u>
1	YANDAL INVESTMENTS PTY LTD	1,396,564	9.886	1,396,564	9.886			1,396,564	9.886
2	WYTHENSHAW PTY LTD	966,713	6.843	2,363,277	16.730			966,713	6.843
3	DR PETER JOHN WOODFORD	540,423	3.826	2,903,700	20.555			540,423	3.826
4	PENOIR PTY LTD	375,000	2.655	3,278,700	23.210			375,000	2.655
5	GEE VEE PTY LTD <GJ WHEELER FAMILY A/C>	341,025	2.414	3,619,725	25.624			341,025	2.414
6	BT X PTY LTD	334,467	2.368	3,954,192	27.992			334,467	2.368
7	BLAMNCO TRADING PTY LTD	250,000	1.770	4,204,192	29.762			250,000	1.770
8	WARRAMBOO HOLDINGS PTY LTD	250,000	1.770	4,454,192	31.531			250,000	1.770
9	BT X PTY LTD	246,070	1.742	4,700,262	33.273			246,070	1.742
10	TECHNICA PTY LTD	232,083	1.643	4,932,345	34.916			232,083	1.643
11	ZERO NOMINEES PTY LTD	182,100	1.289	5,114,445	36.205			182,100	1.289
12	MR MICHAEL DAVID JAMES	165,325	1.170	5,279,770	37.376			165,325	1.170
13	ANZ NOMINEES LIMITED <CASH INCOME A/C>	157,785	1.117	5,437,555	38.493			157,785	1.117
14	NEFCO NOMINEES PTY LTD	154,479	1.094	5,592,034	39.586			154,479	1.094
15	GEE VEE PTY LTD <WHEELER SUPERANNUATION A/C>	153,813	1.089	5,745,847	40.675			153,813	1.089
16	NIDDRIE HOLDINGS PTY LIMITED <WAUCHOPE SUPER FUND A/C>	153,639	1.088	5,899,486	41.763			153,639	1.088
17	MR GRAHAM DOUGLAS RILEY & MRS ANNE MARIE RILEY <THE RILEY SUPER FUND A/C>	125,000	0.885	6,024,486	42.648			125,000	0.885
18	MR MAXWELL ALFRED KIPPE	112,500	0.796	6,136,986	43.444			112,500	0.796
19	FORTIS CLEARING NOMINEES P/L <SETTLEMENT A/C>	100,744	0.713	6,237,730	44.157			100,744	0.713
20	VERMAR PTY LTD <CAP A/C>	100,000	0.708	6,337,730	44.865			100,000	0.708
		<b>6,337,730</b>	<b>44.865</b>						