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The Company Announcements Platform
Australian Securities Exchange
Level 5, 20 Bridge Street
SYDNEY NSW 2000

ASX ANNOUNCEMENT

EXECUTION OF SHARE SALE AGREEMENT AND US\$10M CAPITAL RAISING INTO STONEWALL MINING PROPRIETARY LIMITED

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- **Share Sale Agreement Finalized And Executed**
 - **Proposed Acquisition Of Stonewall Mining Proprietary Limited Advancing Toward Shareholders Approval In August 2012**
 - **Subscription Agreement For US\$10 million Investment By Khan International Limited Into Stonewall Mining Proprietary Limited Finalized And Executed**
 - **Investor Marketing To Commence In July 2012**
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As previously announced by Meridien Resources Limited (**Meridien**) on 23 January 2012, Meridien has reached an agreement to acquire 100% of the issued share capital of Stonewall Mining Proprietary Limited (**Stonewall**). The Directors of Meridien are now pleased to advise that the Share Sale Agreement (**SSA**) has been finalized and fully executed by all parties. The finalisation and execution of the SSA is a key milestone in moving toward the completion of the acquisition of Stonewall.

The next major milestone will be an Extraordinary General Meeting where Meridien Shareholders will vote on the Stonewall acquisition. Meridien is well advanced with respect to the drafting of the Notice of Meeting and we expect this document will be distributed to shareholders over the coming weeks ahead of an Extraordinary General Meeting scheduled to be held in August 2012.

In addition, Meridien is delighted to announce that Stonewall's largest shareholder, Khan International Limited (**Khan International**), has entered into a Subscription Agreement to invest a further US\$10m into Stonewall under a Private Placement. The investment by Khan International was originally planned to be invested under a future dated Prospectus as part of Meridien's recompliance with Chapters 1 and 2 of the ASX Listing Rules. However, given the operational progress being made by Stonewall, the decision has been taken to expedite the investment by Khan International through a Private Placement directly into Stonewall. This will allow Stonewall to access the capital earlier than originally anticipated and continue to advance operations in South Africa and build value for all stakeholders.

The Private Placement to Khan International will further improve the Stonewall balance sheet, which is reflected in amended acquisition consideration terms in the SSA. Following completion of the Private Placement, the consideration shares to be issued by Meridien to Stonewall will increase by 50 million shares (at a issue price of A\$0.20) to reflect the additional US\$10 million on Stonewall's balance sheet. On a 'look through' basis for Meridien, this implies an issue price of A\$0.194 per share, which equates to a 43% premium to Meridien's last traded price of A\$0.14 per share.

Commenting on the execution of the SSA and US\$10 million subscription by Khan International, Nathan Taylor, Chairman of Meridien said *"we are delighted to have now finalized and executed the SSA to acquire Stonewall. Our due diligence has identified the vast strengths of Stonewall's assets and the benefits of working with their highly credentialed board and management team. Further, the investment by Khan International is a major achievement given current market conditions and is a clear endorsement by our Chinese Partner of the Stonewall business model, strategy and team. We look forward to continuing to work with the Stonewall team to build South Africa's New Gold Mining Powerhouse."*

Meridien also wishes to advise that it will commence investor marketing in July to update investors on the operational progress being made by the Stonewall team in South Africa. We expect to lodge an investor presentation over the coming weeks to further outline the Stonewall opportunity.

On Behalf of the Board



Nathan Taylor
Chairman
Meridien Resources Limited