



Fast Facts

ASX Code: RNS
Shares on issue: 306.6 million
Market Cap: \$20 million
Cash: \$5 million

Board & Management

Dave Kelly, Non-Executive Chairman
Justin Tremain, Managing Director
Mel Ashton, Non-Executive Director
Brett Dunnachie, CFO & Comp. Sec.

Company Highlights

- Targeting multi million ounce gold systems in a new Intrusive Related Gold province in Cambodia
- Okvau Deposit (100% owned): Indicated and Inferred Mineral Resource estimate of 15.6Mt @ 2.4g/t Au for 1.2 Million ounces at Okvau deposit
- Resource remains 'open'
- Multiple high priority, untested targets
- Strong shareholder base

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Agreement to Defer \$10m Payment to Development

- Agreement reached so the \$10 million milestone payment to OZ Minerals upon 1.25Moz resource is now only payable upon a decision to mine
- OZ Minerals to be issued 15.3 million shares in Renaissance in consideration for deferring the milestone payment
- Allows for further resource growth, beyond the existing 1.2Moz at the Okvau Gold Deposit, without triggering a third party payment
- Reduces potentially significant shareholder dilution as payment may be incorporated into any future development financing

Renaissance Minerals Limited (ASX code: RNS) ("Renaissance" or the "Company") is pleased to announce that it has signed a binding agreement with OZ Minerals Limited ("OZ Minerals") to remove the requirement to make a \$10 million payment upon Renaissance establishing a JORC resource of at least 1.25 million ounce of gold. **The \$10 million payment will now only be payable upon Renaissance making a 'Decision to Mine'.**

In consideration to agreeing to this amendment, OZ Minerals is to be issued 15.3 million shares in Renaissance. Post the issue of these shares OZ Minerals will hold approximately 16% of the Company.

In March 2013 Renaissance announced an independent JORC-compliant indicated and inferred resource estimate at the Okvau Gold Deposit of **15.6Mt @ 2.4g/t for 1,200,000 ounces** (Refer Table One). The Okvau Gold Deposit is from surface and remains 'open' with potential for further resource growth. In addition, the Company has generated numerous high priority untested prospects within close proximity of the Okvau Gold Deposit. These prospects are ready for and demand immediate drill testing. Details of some of these targets will be provided shortly. The Company is planning for drilling to recommence in the next couple of months following the current wet season in Cambodia.

Renaissance Minerals' Managing Director, Justin Tremain said **"This amendment to the terms of the purchase of the Cambodian Gold Project allows the Company to continue to grow the gold resource at and around Okvau to ultimately support a robust large scale operation. It is pleasing to see the continued support of our major shareholder, OZ Minerals, in agreeing to this amendment."**

"The Company is well funded with cash of approximately \$5 million and can now continue with its focused exploration programs and recommence drilling to grow the resource base at Okvau without the possibility of triggering the milestone payment."

An Appendix 3B is attached in respect to the issue of the shares to OZ Minerals. These shares have been issued under the Company's 15% capacity under ASX Listing Rule 7.1.

Detailed information on all aspects of Renaissance Minerals projects can be found on the Company's website: www.renaissanceminerals.com.au.

For further information please contact:
Renaissance Minerals Limited
Justin Tremain, Managing Director
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Table One | Okvau Gold Deposit Resource Estimate

Resource Classification	Cut-Off¹ (g/t)	Tonnage² (Mt)	Grade Au² (g/t)	Contained Gold² (Moz)
Indicated (-150mRL and above)	0.65	15.2	2.3	1.11
Inferred (below -150mRL)	0	0.5	5.9	0.09
Total		15.6	2.4	1.20

Notes

- ¹ The Inferred resources are reported at a 0g/t gold cut-off as volumes are already quite restricted by a 2.0 g/t gold threshold
- ² Tonnes are rounded to nearest 0.1 Mt, grade to 0.01 g/t, and contained gold to 10,000 oz. Totals may appear different from the sum of their components because of rounding

This Mineral Resource estimate for the Okvau Gold project was prepared by Robin Simpson of SRK Consulting (Australasia) Ltd. Mr Simpson is a Member of the Australian Institute of Geoscientists (AIG), and has sufficient experience relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined by the 2004 edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr Simpson consents to the inclusion of the matters based on his information in the form and context in which it appears.

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 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12

Name of entity

Renaissance Minerals Limited

ABN

90 141 196 545

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 Fully paid Shares |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 15,266,667 |
| 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 Fully Paid Shares |

+ 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>Ordinary Fully Paid Shares - Yes</p>
<p>5 Issue price or consideration</p>	<p>The issue of fully paid ordinary shares is for the consideration to amend the terms of the \$10 million deferred payment to OZ Minerals Limited.</p>
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>The issue of fully paid ordinary shares is for the consideration to amend the terms of the \$10 million deferred payment to OZ Minerals Limited.</p>
<p>6a Is the entity an ⁺eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the ⁺securities the subject of this Appendix 3B, and comply with section 6i</p>	<p>Yes</p>
<p>6b The date the security holder resolution under rule 7.1A was passed</p>	<p>3 October 2012</p>
<p>6c Number of ⁺securities issued without security holder approval under rule 7.1</p>	<p>15,266,667</p>
<p>6d Number of ⁺securities issued with security holder approval under rule 7.1A</p>	<p>Nil</p>

+ See chapter 19 for defined terms.

6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Nil	
6f	Number of securities issued under an exception in rule 7.2	Nil	
6g	If securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the issue date and both values. Include the source of the VWAP calculation.	N/A	
6h	If securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/A	
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	Listing Rule 7.1: 21,072,666 Listing Rule 7.1A: 11,799,555	
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	11 September 2013	
8	Number and +class of all +securities quoted on ASX (including the securities in section 2 if applicable)	Number 306,622,223	+Class Fully paid shares

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the securities in section 2 if applicable)	4,499,999	25 cent options expiring 31 March 2015
	4,949,999	30 cent options expiring 31 March 2015
	1,333,333	35 cent options expiring 31 March 2015
	1,000,000	25 cent options expiring 9 May 2015
	1,000,000	30 cent options expiring 9 May 2015
	1,000,000	35 cent options expiring 9 May 2015
	1,000,000	25 cent options expiring 31 December 2015
	500,000	30 cent options expiring 31 December 2015
	1,500,000	35 cent options expiring 31 December 2015
	1,000,000	25 cent options expiring 28 February 2016
	1,000,000	30 cent options expiring 28 February 2016

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?

12 Is the issue renounceable or non-renounceable?

+ See chapter 19 for defined terms.

- | | | |
|----|---|--|
| 13 | Ratio in which the +securities will be offered | |
| 14 | +Class of +securities to which the offer relates | |
| 15 | +Record date to determine entitlements | |
| 16 | Will holdings on different registers (or subregisters) be aggregated for calculating entitlements? | |
| 17 | Policy for deciding entitlements in relation to fractions | |
| 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> | |
| 19 | Closing date for receipt of acceptances or renunciations | |
| 20 | Names of any underwriters | |
| 21 | Amount of any underwriting fee or commission | |
| 22 | Names of any brokers to the issue | |
| 23 | Fee or commission payable to the broker to the issue | |
| 24 | Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders | |
| 25 | If the issue is contingent on +security holders' approval, the date of the meeting | |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

- 26 Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled
- 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
- 28 Date rights trading will begin (if applicable)
- 29 Date rights trading will end (if applicable)
- 30 How do +security holders sell their entitlements *in full* through a broker?
- 31 How do +security holders sell *part* of their entitlements through a broker and accept for the balance?
- 32 How do +security holders dispose of their entitlements (except by sale through a broker)?
- 33 +Despatch date

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

+ See chapter 19 for defined terms.

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
- 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:
- i) the date from which they do
 - ii) the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
 - iii) 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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+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

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

Number	⁺ Class

+ 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: 10 September 2013
Brett Dunnachie
Company Secretary
Print name:

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+ See chapter 19 for defined terms.

Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
<i>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</i>	
<i>Insert</i> number of fully paid ordinary securities on issue 12 months before date of issue or agreement to issue	157,600,001
<i>Add</i> the following:	
<ul style="list-style-type: none"> • Number of fully paid ordinary securities issued in that 12 month period under an exception in rule 7.2 	34,200,000 <ul style="list-style-type: none"> • 34,200,000 fully paid ordinary shares issued on 29 August 2013 under a Share Purchase Plan
<ul style="list-style-type: none"> • Number of fully paid ordinary securities issued in that 12 month period with shareholder approval 	83,795,555 <ul style="list-style-type: none"> • 23,640,000 fully paid ordinary shares issued on 3 October 2012, shareholder approval given at general meeting on 23 November 2012 • 16,155,555 fully paid ordinary shares issued on 29 November 2012, shareholder approval given at general meeting on 23 November 2012 • 27,687,500 fully paid ordinary shares issued on 29 July 2013, shareholder approval given at general meeting on 30 August 2013 • 16,312,500 fully paid ordinary shares issued on 9 September 2013, shareholder approval given at general meeting on 30 August 2013
<ul style="list-style-type: none"> • Number of partly paid ordinary securities that became fully paid in that 12 month period 	Nil

+ See chapter 19 for defined terms.

<p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>Include only ordinary securities here – other classes of equity securities cannot be added</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	
Subtract the number of fully paid ordinary securities cancelled during that 12 month period	Nil
“A”	275,595,556

Step 2: Calculate 15% of “A”	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
Multiply “A” by 0.15	41,339,333
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used	
<p>Insert number of equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	20,266,666
“C”	20,266,667
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

<p>“A” x 0.15</p> <p><i>Note: number must be same as shown in Step 2</i></p>	41,339,333
<p>Subtract “C”</p> <p><i>Note: number must be same as shown in Step 3</i></p>	20,266,667
<p>Total [“A” x 0.15] – “C”</p>	<p>21,072,666</p> <p><i>[Note: this is the remaining placement capacity under rule 7.1]</i></p>

Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
<p>“A”</p> <p><i>Note: number must be same as shown in Step 1 of Part 1</i></p>	275,595,556
Step 2: Calculate 10% of “A”	
<p>“D”</p>	<p>0.10</p> <p><i>Note: this value cannot be changed</i></p>
<p>Multiply “A” by 0.10</p>	27,559,555
Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
<p>Insert number of equity securities issued or agreed to be issued in that 12 month period under rule 7.1A</p> <p><i>Notes:</i></p> <ul style="list-style-type: none"> • <i>This applies to equity securities – not just ordinary securities</i> • <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</i> 	15,760,000

+ See chapter 19 for defined terms.

<ul style="list-style-type: none"> It may be useful to set out issues of securities on different dates as separate line items 	
“E”	15,760,000

Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A	
“A” x 0.10 <i>Note: number must be same as shown in Step 2</i>	27,559,555
Subtract “E” <i>Note: number must be same as shown in Step 3</i>	15,760,000
Total [“A” x 0.10] – “E”	11,799,555 <i>Note: this is the remaining placement capacity under rule 7.1A</i>

+ See chapter 19 for defined terms.