

28 November 2012

Australian Securities Exchange  
Level 5, 20 Bridge Street  
SYDNEY NSW 2000

**ASX ANNOUNCEMENT**

**ASX WAIVER – ASX LISTING RULE 14.7**

At the General Meeting of Shareholders of Stonewall Resources Limited (Company) held on 2 October 2012, shareholders approved the issue of securities to acquire Stonewall Mining Proprietary Limited (Consideration Shares) and participation by two of the Company's directors in the capital raising under the prospectus dated 21 September 2012. The same two directors were shareholders of Stonewall Mining Proprietary Limited and would also receive Consideration Shares.

Due to various timing issues, the Company submitted a waiver application to ASX in respect of ASX Listing Rule 14.7 seeking to extend the date by which the securities must be issued to the two directors.

The Company is pleased to announce that it has been granted a waiver by the ASX from ASX Listing Rule 14.7 to the extent necessary to allow the Company to issue the securities to the directors outside the period of 1 month following the General Meeting where shareholders approved the issue under which the directors would receive Consideration Shares and the participation by the directors in the capital raising.

The waiver has been granted on the following conditions:

1. The securities are issued no later than 2 January 2013 and otherwise on the same conditions as approved by shareholders on 2 October 2012; and
2. The Company releases the terms of the waiver to the market immediately.

By order of the board.



**Nathan Taylor**  
**Chairman**  
Stonewall Resources Limited