



ASX ANNOUNCEMENT
ASX Code: BDR

19 June 2013

ISSUE OF BEADELL PERFORMANCE RIGHTS
APPENDIX 3B AND APPENDIX 3Y'S

In accordance with the Beadell Resources Limited (ASX:BDR) Performance Rights Plan that was approved by shareholders at the Company's Annual General Meeting on 24 May 2013, the Company has issued 898,272 Beadell Resources Limited Performance Rights.

Following assessment of the Beadell's Total Shareholder Return (TSR) against the comparator group, the awarded Performance Rights will vest; 50% on 31 December 2015 and 50% on 31 December 2016.

In order for any of the Performance Rights to vest, the Company's (TSR) must be at or above the 50th percentile of the Comparator Group's TSR over the performance period from 1 January 2013 to 31 December 2013. TSR measures the growth for a financial year in the price of shares plus cash distributions notionally reinvested in shares.

For further details please refer to Notice of Annual General Meeting 2013.

Greg Barrett

Company Secretary

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

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, 04/03/13

Name of entity

Beadell Resources Limited

ABN

50 125 222 291

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

Performance Rights

2 Number of +securities issued or to be issued (if known) or maximum number which may be issued

898,272

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

<p>3 Principal terms of the +securities (e.g. 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)</p>	<p>Performance Rights issued in accordance with the Beadell Resources Limited Performance Rights Plan approved by shareholders at the 2013 AGM. On vesting, one Performance Right is converted to one fully paid ordinary share in the Company for nil cash consideration. Following assessment of the Beadell's Total Shareholder Return (TSR) against the comparator group, the awarded Performance Rights will vest; 50% on 31 December 2015 and 50% on 31 December 2016. In order for any of the Performance Rights to vest, the Company's (TSR) must be at or above the 50th percentile of the Comparator Group's TSR over the performance period from 1 January 2013 to 31 December 2013. TSR measures the growth for a financial year in the price of shares plus cash distributions notionally reinvested in shares. For further details please refer to Notice of Annual General Meeting 2013.</p>
<p>4 Do the +securities rank equally in all respects from the +issue date 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>Not quoted</p>
<p>5 Issue price or consideration</p>	<p>No cash consideration</p>

+ See chapter 19 for defined terms.

6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Performance Rights represent the Long Term Incentive component of remuneration for the senior management for the current year.
6a	Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A? If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i	No
6b	The date the security holder resolution under rule 7.1A was passed	N/A
6c	Number of +securities issued without security holder approval under rule 7.1	N/A
6d	Number of +securities issued with security holder approval under rule 7.1A	N/A
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	N/A
6f	Number of +securities issued under an exception in rule 7.2	N/A
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

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

<p>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</p>	<p>N/A</p>				
<p>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</p>	<p>N/A</p>				
<p>7 +Issue dates</p> <p>Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.</p> <p>Cross reference: item 33 of Appendix 3B.</p>	<p>The Performance Rights were issued on 18 June 2013 and certificates will be dispatched on approximately 19 June 2013</p>				
<p>8 Number and +class of all +securities quoted on ASX (<i>including</i> the +securities in section 2 if applicable)</p>	<table border="1"> <thead> <tr> <th data-bbox="686 907 997 945">Number</th> <th data-bbox="997 907 1295 945">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="686 945 997 1164">786,477,280</td> <td data-bbox="997 945 1295 1164">Fully Paid Ordinary Shares</td> </tr> </tbody> </table>	Number	+Class	786,477,280	Fully Paid Ordinary Shares
Number	+Class				
786,477,280	Fully Paid 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 section 2 if applicable)	50,000	Opts Ex Price \$0.85 Exp 29/4/15 (vesting 29 April 2014)
	50,000	Opts Ex Price \$0.85 Exp 29/4/15 (vesting 29 April 2015)
	1,000,000	Opts Ex Price \$1.15 Exp 10/6/14 (vesting 14 December 2013)
	1,000,000	Opts Ex Price \$1.15 Exp 14/6/15 (vesting 14 December 2014)
	900,000	Opts Ex Price \$0.65 Exp 30/6/17 (vesting 1 July 2013)
	900,000	Opts Ex Price \$0.65 Exp 30/6/17 (vesting 1 July 2014)
	550,000	Opts Ex Price \$0.85 Exp 01/01/15
	500,000	Opts Ex Price \$0.80 Exp 01/01/15
	2,000,000	Opts Ex Price \$0.65 Exp 30/06/14
	10,330,000	Opts Ex Price \$0.1875 Exp 30/06/14
	1,800,000	Opts Ex Price \$0.12 Exp 30/06/13
	449,136	Performance Rights (if awarded) with a vesting period ending on 31/12/2015
	449,136	Performance Rights (if awarded) with a vesting period ending on 31/12/2016

10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	The extent, timing and payment of dividends in the future will be determined by the Directors based on a number of factors, including future earnings and the financial performance of the Company.
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Part 2 - Pro rata issue

11 Is security holder approval required?	N/A
12 Is the issue renounceable or non-renounceable?	N/A

+ See chapter 19 for defined terms.

Appendix 3B

New issue announcement

13	Ratio in which the ⁺ securities will be offered	N/A
14	⁺ Class of ⁺ securities to which the offer relates	N/A
15	⁺ Record date to determine entitlements	N/A
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A
17	Policy for deciding entitlements in relation to fractions	N/A
18	Names of countries in which the entity has security holders who will not be sent new offer documents <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	N/A
19	Closing date for receipt of acceptances or renunciations	N/A
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

⁺ See chapter 19 for defined terms.

26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	N/A
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
32	How do security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	⁺ Issue date	N/A

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.

Appendix 3B
New issue announcement

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 +issue date 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

+ See chapter 19 for defined terms.

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

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.

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

- 4 We give ASX the information and documents required by this form. If any information or document is not available now, we 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:



Company secretary

Date: 19 June 2013

Print name:

Greg Barrett

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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 Amended 04/03/13

N/A

Appendix 3Y

Change of Director's Interest Notice

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 30/09/01 Amended 01/01/11

Name of entity Beadell Resources Limited
ABN50 125 222 291

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Peter Bowler
Date of last notice	03 December 2012

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Peter R Bowler & Robyn J Bowler ATF Bowler Superannuation Fund. Mr Bowler is a trustee and beneficiary. Braidwood Investments (WA) Pty Ltd. Mr Bowler is a director and shareholder. Bowler Enterprises Pty Ltd. Mr Bowler is a director and shareholder.
Date of change	18 June 2013
No. of securities held prior to change	21,043,333 Ordinary Shares
Class	Performance Rights
Number acquired	411,224
Number disposed	N/A

+ See chapter 19 for defined terms.

Appendix 3Y Change of Director's Interest Notice

<p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>Performance Rights represent the Long Term Incentive component of remuneration for Mr Peter Bowler and are issued for nil consideration. On vesting, one Performance Right is converted to one fully paid ordinary share in the Company. Following assessment of the Beadell's Total Shareholder Return (TSR) against the comparator group, the awarded Performance Rights will vest; 50% on 31 December 2015 and 50% on 31 December 2016. In order for any of the Performance Rights to vest, the Company's (TSR) must be at or above the 50th percentile of the Comparator Group's TSR over the performance period from 1 January 2013 to 31 December 2013. TSR measures the growth for a financial year in the price of shares plus cash distributions notionally reinvested in shares. For further details please refer to Notice of Annual General Meeting 2013.</p>
<p>No. of securities held after change</p>	<p>21,043,333 Ordinary Shares 411,224 Performance Rights (if awarded) vesting 50% on 31 December 2015 and 50% on 31 December 2016</p>
<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Issue of Performance Rights pursuant to the shareholder approved Beadell Resources Limited Performance Rights Plan</p>

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<p>Detail of contract</p>	<p>Nil</p>
<p>Nature of interest</p>	
<p>Name of registered holder (if issued securities)</p>	
<p>Date of change</p>	

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	Not applicable
If prior written clearance was provided, on what date was this provided?	Not applicable

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

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 30/09/01 Amended 01/01/11

Name of entity Beadell Resources Limited	
ABN	50 125 222 291

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Robert Watkins
Date of last notice	16 November 2012

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct and Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Cosmo Holdings (WA) Pty Ltd ATF for the Watkins Family Trust. Mr Watkins is a beneficiary.
Date of change	18 June 2013
No. of securities held prior to change	6,150,001 Ordinary Shares 500,000 Employee Incentive Options exercisable at \$0.12 on or before 30 June 2013 3,000,000 Employee Incentive Options exercisable at \$0.1875 on or before 30 June 2014
Class	Performance Rights
Number acquired	243,524
Number disposed	N/A

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

<p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>Performance Rights represent the Long Term Incentive component of remuneration for Mr Robert Watkins and are issued for nil consideration. On vesting, one Performance Right is converted to one fully paid ordinary share in the Company. Following assessment of the Beadell's Total Shareholder Return (TSR) against the comparator group, the awarded Performance Rights will vest; 50% on 31 December 2015 and 50% on 31 December 2016. In order for any of the Performance Rights to vest, the Company's (TSR) must be at or above the 50th percentile of the Comparator Group's TSR over the performance period from 1 January 2013 to 31 December 2013. TSR measures the growth for a financial year in the price of shares plus cash distributions notionally reinvested in shares. For further details please refer to Notice of Annual General Meeting 2013.</p>
<p>No. of securities held after change</p>	<p>6,150,001 Ordinary Shares 500,000 Employee Incentive Options exercisable at \$0.12 on or before 30 June 2013 3,000,000 Employee Incentive Options exercisable at \$0.1875 on or before 30 June 2014 243,524 Performance Rights (if awarded) vesting 50% on 31 December 2015 and 50% on 31 December 2016</p>
<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Issue of Performance Rights pursuant to the shareholder approved Beadell Resources Limited Performance Rights Plan.</p>

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<p>Detail of contract</p>	<p>Nil</p>
<p>Nature of interest</p>	
<p>Name of registered holder (if issued securities)</p>	

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺ closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	Not applicable
If prior written clearance was provided, on what date was this provided?	Not applicable

⁺ See chapter 19 for defined terms.