

16 March 2010

Mr Matthew Foy  
ASX Limited  
Exchange Plaza  
2 The Esplanade  
Perth WA 6000

Dear Matthew

**Catalpa Resources Limited - Notice under section 708AA(2)(f) of the Corporations Act 2001 (Cth)**

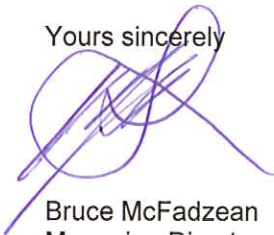
This notice is given by Catalpa Resources Limited (ACN 084 669 036) (ASX code: CAH) (**Catalpa**) under section 708AA(2)(f) of the *Corporations Act 2001 (Cth)* (**Act**) as modified by Australian Securities and Investments Commission Class Order 08/35 (**CO 08/35**).

Catalpa announced on 16 March 2010 a renounceable entitlement offer (**Entitlement Offer**) of 1 fully paid Catalpa ordinary share (**New Share**) for every 19 Catalpa ordinary shares (**Shares**) held as at 7:00 pm (Perth time) on Friday, 26 March 2010 by eligible shareholders with a registered address in Australia or New Zealand and any other jurisdictions in which Catalpa has decided to make offers.

Catalpa advises that:

- (a) the New Shares will be offered for issue without disclosure under Part 6D.2 of the Act as modified by CO 08/35;
- (b) this notice is being given under section 708AA(2)(f) of the Act as modified by CO 08/35;
- (c) as at the date of this notice, Catalpa has complied with:
  - i. the provisions of Chapter 2M of the Act as they apply to Catalpa; and
  - ii. section 674 of the Act;
- (d) as at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8) and 708AA(9) of the Act as modified by CO 08/35; and
- (e) the issue of New Shares under the Entitlement Offer is not expected to have any material effect or consequence on the control of Catalpa.

Yours sincerely



Bruce McFadzean  
Managing Director  
Catalpa Resources Limited

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