

31 August 2011

ASX Limited
Company Announcements Office
Level 4, 20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

Notice under section 708AA(2)(f) of the Corporations Act

On 31 August 2011, Sun Resources NL (**Company**) announced a pro-rata non-renounceable offer to existing shareholders of the Company (**Offer**). Each eligible shareholder is being offered 1 fully paid ordinary share (**Share**) for every 4 Shares held as at 5:00pm (Perth Time) on 9 September 2011 (**Record Date**). The Offer price is 1.7 cents per Share. The issue of Shares pursuant to the Offer will raise up to \$1,888,571 before costs of the Offer.

An offer document for the Offer will be mailed to all eligible shareholders on 14 September 2011. In addition, a copy of the offer document was published on the ASX company announcements platform on 31 August 2011.

In accordance with section 708AA(2)(f) of the *Corporations Act* 2001 (Cth) (**Corporations Act**), the Company advises that:

1. The Company is offering the Shares under the Offer without disclosure to investors under Part 6D.2 of the Corporations Act. Accordingly, no prospectus is being issued by the Company in relation to the Offer.
2. This notice is being given under paragraph 708AA(2)(f) of the Corporations Act.
3. As at the date of this notice the Company has complied with:
 - (a) the financial and audit provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
 - (b) its continuous disclosure obligations under section 674 of the Act.

4. The Company is not aware of any information:
 - (a) that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
 - (b) that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
 - (i) the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
 - (ii) the rights and liabilities attaching to the Shares.
5. The potential effect of the Offer on the control of the Company is as follows:
 - (a) If all eligible shareholders take up their entitlements under the Offer, then the Offer will have no significant effect on the control of the Company.
 - (b) If some eligible shareholders do not take up all of their entitlements under the Offer, then the interests of those eligible shareholders in the Company will be diluted.
 - (c) The proportional interests of shareholders with registered addresses outside Australia and New Zealand may be diluted because (unless the Company determines otherwise) such shareholders are not entitled to participate in the Offer.
 - (d) The Offer is not underwritten. If there is a shortfall under the Offer, Hartleys Limited will endeavour to place these Shares. Any placement of Shares could dilute the interests of all other shareholders.
6. The consequences of the potential effect on control set out in paragraph 5 are as follows: If some eligible shareholders do not take up all of their entitlements or some shareholders with registered addresses outside Australia and New Zealand are not entitled to participate in the Offer, then the voting power of those shareholders will decrease and the voting power of those shareholders who do participate in the offer will increase.
7. Following this notice is an Appendix 3B – New Issue Announcement, applying for quotation of the shares referred to above, proposed to be issued.

Signed on behalf of
SUN RESOURCES NL



Craig Basson
Company Secretary