

## AIM SCHEDULE 1 – PRE-ADMISSION ANNOUNCEMENT

Please forward this form to [aimregulation@londonstockexchange.com](mailto:aimregulation@londonstockexchange.com)  
In the case of queries please contact AIM on +44 (0) 20 7797 4154

ANNOUNCEMENT TO BE MADE BY THE AIM APPLICANT PRIOR TO ADMISSION IN ACCORDANCE WITH AIM RULE 2	
<b>ALL APPLICANTS MUST COMPLETE THE FOLLOWING:</b>	
COMPANY NAME:	
Berkeley Resources Limited	
COMPANY ADDRESS:	
Level 9, BGC Centre 28 The Esplanade Perth, Western Australia, Australia	
COMPANY POSTCODE:	
6000	
COUNTRY OF INCORPORATION:	
Australia	
COMPANY BUSINESS OR, IN THE CASE OF AN INVESTING COMPANY, DETAILS OF ITS INVESTMENT STRATEGY TO BE DISCLOSED IN ACCORDANCE WITH SCHEDULE 2, PARAGRAPH (J) OF THE AIM RULES:	
Berkeley Resources' aim is to become a leading uranium producer based in Europe. The Company has acquired 11 uranium exploration projects in Spain covering in total approximately 145,000ha. The project areas have all been explored in the past by reputable uranium explorers and as a result, a large volume of data is available and has been acquired by the Company.	
DETAILS OF SECURITIES TO BE ADMITTED (i.e. where known, number of shares, nominal value and issue price to which it seeks admission and the number and type to be held as treasury shares):	
<b>89,091,695 fully paid Ordinary Shares of no par value</b>	
CAPITAL TO BE RAISED ON ADMISSION:	
Nil	
FULL NAMES AND FUNCTIONS OF DIRECTORS AND PROPOSED DIRECTORS:	
Robert Hawley	Non-Executive Chairman
Matthew Gordon Syme	Managing Director
Sean James	Non-Executive Director
James Robert Holland Ross	Non-Executive Director
Jose Ramon Esteruelas	Non-Executive Director*
*Snr Esteruelas (aged 67) has no other current directorships and has been a director of the following companies in the past five years:	
- Minas de Almaden y Arrayanes S.A.	
- Compania Espanola de Transformacion de Tobacco en rama	
No further disclosure is required under AIM Schedule Two paragraph (g).	

PERSON(S) INTERESTED IN 3% OR MORE OF THE ISSUER'S CAPITAL, EXPRESSED AS A PERCENTAGE OF THE ISSUED SHARE CAPITAL BEFORE AND AFTER ADMISSION:

<b>Westpac Custodian Nominees Limited</b>	<b>14.92%</b>
<b>National Nominees Limited</b>	<b>12.83%</b>
<b>HSBC Custody Nominees (Australia) Limited</b>	<b>7.75%</b>
<b>Citicorp Nominees Pty Limited</b>	<b>7.23%</b>
<b>ANZ Nominees Limited</b>	<b>5.52%</b>
<b>Compagnie Generale des Matieres Nucleaires</b>	<b>3.93%</b>
<b>JP Morgan Nominees Australia Limited</b>	<b>3.05%</b>

**The above percentages will also be correct at Admission.**

NAMES AND ADDRESSES OF ALL PERSONS TO BE DISCLOSED IN ACCORDANCE WITH SCHEDULE 2, PARAGRAPH (H) OF THE AIM RULES:

None

ANTICIPATED ACCOUNTING REFERENCE DATE:

30 June

EXPECTED ADMISSION DATE:

6 December 2006

NAME AND ADDRESS OF NOMINATED ADVISER:

RBC Capital Markets  
Thames Court  
One Queenhithe  
London EC4V 4DE

NAME AND ADDRESS OF BROKER:

Joint Brokers:

RBC Capital Markets  
Thames Court  
One Queenhithe  
London EC4V 4DE

Mirabaud Securities Limited  
21 St James Square  
London  
SW1 4JP

DETAILS OF WHERE (POSTAL OR INTERNET ADDRESS) THE ADMISSION DOCUMENT WILL BE AVAILABLE FROM, WITH A STATEMENT THAT THIS WILL CONTAIN FULL DETAILS ABOUT THE APPLICANT AND THE ADMISSION OF ITS SECURITIES:

[www.berkeleyresources.com.au](http://www.berkeleyresources.com.au) - the pre admission announcement together with information previously released by the Company to the Australian Stock Exchange Limited (which is also available at the same website and [www.asx.com.au](http://www.asx.com.au)) will contain full details about the applicant and the admission of its securities to AIM.

DATE OF NOTIFICATION:

**5 December 2006**

NEW/ UPDATE (see note):

**UPDATE**

<b>QUOTED APPLICANTS MUST ALSO COMPLETE THE FOLLOWING:</b>
THE NAME OF THE AIM DESIGNATED MARKET UPON WHICH THE APPLICANT'S SECURITIES HAVE BEEN TRADED:
Australian Stock Exchange Limited
THE DATE FROM WHICH THE APPLICANT'S SECURITIES HAVE BEEN SO TRADED:
16 September 2003
CONFIRMATION THAT, FOLLOWING DUE AND CAREFUL ENQUIRY, THE APPLICANT HAS ADHERED TO ANY LEGAL AND REGULATORY REQUIREMENTS INVOLVED IN HAVING ITS SECURITIES TRADED UPON SUCH A MARKET:
The Directors of Berkeley Resources Limited confirm that following due and careful enquiry, Berkeley Resources Limited has adhered to all legal and regulatory requirements involved in having its securities traded on the Australian Stock Exchange
AN ADDRESS OR WEB-SITE ADDRESS WHERE ANY DOCUMENTS OR ANNOUNCEMENTS WHICH THE APPLICANT HAS MADE PUBLIC OVER THE LAST TWO YEARS (IN CONSEQUENCE OF HAVING ITS SECURITIES SO TRADED) ARE AVAILABLE:
<a href="http://www.berkeleyresources.com.au">www.berkeleyresources.com.au</a> and <a href="http://www.asx.com.au">www.asx.com.au</a>
DETAILS OF THE APPLICANT'S STRATEGY FOLLOWING ADMISSION INCLUDING, IN THE CASE OF AN INVESTING COMPANY, DETAILS OF ITS INVESTMENT STRATEGY:
During the next 12 months, it is anticipated that the Company's initial exploration programme will be completed at the Salamanca and Caceres projects. Upon successful generation of adequate JORC compliant resources, Berkeley's next step will be to undertake feasibility studies for the development of mining operations at these projects.
The Company also intends to continue pursuing new business opportunities in Europe and elsewhere.
A DESCRIPTION OF ANY SIGNIFICANT CHANGE IN FINANCIAL OR TRADING POSITION OF THE APPLICANT, WHICH HAS OCCURRED SINCE THE END OF THE LAST FINANCIAL PERIOD FOR WHICH AUDITED STATEMENTS HAVE BEEN PUBLISHED:
Nil
A STATEMENT THAT THE DIRECTORS OF THE APPLICANT HAVE NO REASON TO BELIEVE THAT THE WORKING CAPITAL AVAILABLE TO IT OR ITS GROUP WILL BE INSUFFICIENT FOR AT LEAST TWELVE MONTHS FROM THE DATE OF ITS ADMISSION:
The Directors have no reason to believe that the working capital available to the Company will be insufficient for at least 12 months from the date of its Admission.
DETAILS OF ANY LOCK-IN ARRANGEMENTS PURSUANT TO RULE 7 OF THE AIM RULES:
The Directors of the Company have entered into a lock in agreement pursuant to AIM Rule 7, confirming that they will not dispose of any shares for at least 12 months from Admission.
A BRIEF DESCRIPTION OF THE ARRANGEMENTS FOR SETTLING THE APPLICANT'S SECURITIES:
To settle the securities listed on AIM, the Directors of Berkeley Resources Limited will apply for Depositary Interests, representing the Shares of Berkeley Resources Limited, to be admitted to CREST from Admission. Accordingly, settlement of transactions in the Depositary Interests following Admission will take place within the CREST system. Settlement on the Australian Stock Exchange will continue to be conducted under the Australian Stock Exchange's CHES system.

A WEBSITE ADDRESS DETAILING THE RIGHTS ATTACHING TO THE APPLICANT'S SECURITIES:
Within the Appendix at <a href="http://www.berkeleyresources.com.au">www.berkeleyresources.com.au</a>
INFORMATION EQUIVALENT TO THAT REQUIRED FOR AN ADMISSION DOCUMENT WHICH IS NOT CURRENTLY PUBLIC:
Within the Appendix at <a href="http://www.berkeleyresources.com.au">www.berkeleyresources.com.au</a>
A WEBSITE ADDRESS OF A PAGE CONTAINING THE APPLICANT'S LATEST ANNUAL REPORT AND ACCOUNTS WHICH MUST HAVE A FINANCIAL YEAR END NOT MORE THEN NINE MONTHS PRIOR TO ADMISSION AND INTERIM RESULTS WHERE APPLICABLE. THE ACCOUNTS MUST BE PREPARED IN ACCPRDANCE WITH ACCOUNTING STANDARDS PERMISSIBLE UNDER AIM RULE 19:
The fully audited accounts for the full year ended 30 June 2006 are available at <a href="http://www.berkeleyresources.com.au">www.berkeleyresources.com.au</a> and have been prepared to Australian IFRS.
THE NUMBER OF EACH CLASS OF SECURITIES HELD IN TREASURY:
Nil

Note: THIS FIELD SHOULD INDICATE THAT THE ANNOUNCEMENT IS 'NEW' AND ALL RELEVANT FIELDS SHOULD BE COMPLETED. OTHERWISE WHERE THE FORM IS REQUIRED TO BE COMPLETED IN RESPECT OF AN 'UPDATE' ANNOUNCEMENT, THIS SHOULD BE INDICATED. IN SUCH CASES, ALL THE ORIGINAL INFORMATION SHOULD BE INCLUDED WITH ANY AMENDED FIELDS **EMBOLDENED**.