

# FIRST AUSTRALIAN RESOURCES LIMITED

Incorporated in Western Australia

June 12, 2009



09046358

Securities and Exchange Commission  
Division of Corporation Finance  
Office of International Corporate Finance  
450 Fifth Street  
WASHINGTON DC 20549  
USA

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CORPORATE FINANCE

Gentlemen:

### EXEMPTION NUMBER 82-3494

To continue the exemption of our securities from Section 12(g) of the Securities Exchange Act of 1934 ("the Act") and in accordance with Rule 12g-3-2(b)(iii) under the Act, we enclose announcements which information we have sent to The Australian Stock Exchange (Perth) Ltd, the only Stock Exchange on which, to our knowledge, our Company's securities are traded, and which was made public by the Exchange with which we filed.

The information is being furnished under Rule 12g-3-2(b)(iii), with the understanding that such information will not be deemed "filed" with the Securities and Exchange Commission or otherwise subject to the liabilities of Section 18 of the Act, and that neither this letter nor the furnishing of such information shall constitute and admission for any purpose that this Company is subject to the Act.

Yours faithfully,

COLIN JOHN HARPER  
Company Secretary

Lodgement with Australian Stock Exchange:  
12 June 2009 (ASX: Announcement and Media Release – Appendix 3Y & Appendix 3B)

*Handwritten signature and date: JW 6/22*

## 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.*

<b>Name of entity</b> FIRST AUSTRALIAN RESOURCES LTD
<b>ABN</b> 41 009 117 293

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.

<b>Name of Director</b>	MICHAEL JOHN EVANS
<b>Date of last notice</b>	8 June 2007

**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*

<b>Direct or indirect interest</b>	<b>Direct &amp; Indirect Interest</b>
<b>Nature of indirect interest (including registered holder)</b>	Tevlo Pty Ltd <MJ Evans Super Fund>
<b>Date of change</b>	12 June 2009
<b>No. of securities held prior to change</b>	<b>Direct</b> 5,000,000 Incentive Options 31 July 2010 <b>Indirect</b> 6,225,450 Ordinary Shares
<b>Class</b>	Incentive Options Expiry 30 June 2012
<b>Number acquired</b>	6,000,000 Incentive Options 30 June 2012 – Direct Holding

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Refer to item 6 of the Notice of Meeting explanatory statement for Annual General Meeting of 28 May 2009.
<b>Number disposed</b>	-
<b>Value/Consideration</b>	-
<b>No. of securities held after change</b>	<b>Direct</b> 5,000,000 Incentive Options 31 July 2010 6,000,000 Incentive Options 30 June 2012 <b>Indirect</b> 6,225,450 Ordinary Shares
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of 6,000,000 Incentive Options expiring 30 June 2012.

+ See chapter 19 for defined terms.

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 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003.

Name of entity

FIRST AUSTRALIAN RESOURCES LIMITED

ABN

41 009 117 293

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   | Incentive Options expiring 30 June 2012  |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | 6,000,000 Incentive Options (Director)<br>1,800,000 Incentive Options (Employee)   |
| 3 | Principal terms of the +securities (eg, 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) | The Incentive Options are unlisted and have an exercise price of 7 cents and may be exercised at any time on or before 30 June 2012. |

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

<p>4 Do the <sup>+</sup>securities rank equally in all respects from the date of allotment with an existing <sup>+</sup>class of quoted <sup>+</sup>securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>The Incentive Options are not quoted on the ASX and have no voting or dividend rights until exercised.</p> <p>Shares issued upon exercise of the options will rank equally with the Company's existing quoted ordinary shares.</p>						
<p>5 Issue price or consideration</p>	<p>The Incentive Options have been granted to provide incentive to contribute to and participate in the future growth of the Company and form part of the director's and employee's remuneration packages.</p>						
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Refer to item 5 above.</p> <p>The Director's Incentive Options are being issued pursuant to a resolution of shareholders at the Annual General Meeting of the company held on 28 May 2009.</p>						
<p>7 Dates of entering <sup>+</sup>securities into uncertificated holdings or despatch of certificates</p>	<p>12 June 2009</p>						
<p>8 Number and <sup>+</sup>class of all <sup>+</sup>securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th data-bbox="714 1457 990 1500">Number</th> <th data-bbox="990 1457 1258 1500"><sup>+</sup>Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="714 1500 990 1542">646,088,344</td> <td data-bbox="990 1500 1258 1542">ORD</td> </tr> <tr> <td data-bbox="714 1542 990 1687">6,617,033</td> <td data-bbox="990 1542 1258 1687">Convertible Notes</td> </tr> </tbody> </table>	Number	<sup>+</sup> Class	646,088,344	ORD	6,617,033	Convertible Notes
Number	<sup>+</sup> Class						
646,088,344	ORD						
6,617,033	Convertible Notes						

<sup>+</sup> See chapter 19 for defined terms.

	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	1,500,000	Consultants options (expiring on 30 June 2009)
	2,000,000	Consultants options (expiring on 30 June 2010)
	9,500,000	Incentive Options (expiring on 31 July 2010)
	6,000,000	Consultant options (expiring on 1 March 2011)
	14,000,000	Consultant options (expiring on 30 June 2012)
	7,800,000	Incentive Options (expiring on 30 June 2012)
10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)		

**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

**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

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

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- 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

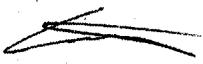
**Entities that have ticked box 34(b) – NOT RELEVANT**

**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.
  - We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the +securities to be quoted, it has been provided 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.
- 4 We give ASX the information and documents required by this form. If any information or document not available now, 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.

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+ See chapter 19 for defined terms.

Sign here:   
(Company Secretary)

Date 12 June 2009

Print name: COLIN HARPER