



6 May 2011

The Manager
Company Announcements Office
ASX Limited
Level 8, Exchange Plaza
2 The Esplanade
PERTH WA 6000

Dear Sir / Madam

Blackthorn Resources Limited (ASX:BTR) – Section 708A Cleansing Statement

Blackthorn Resources Limited (the “**Company**”) notifies ASX under section 708A(5)(e) of the *Corporations Act 2001* (“**Corporations Act**”) that:

- (a) on 5 May 2011, the Company issued 16,032,700 ordinary shares (“**Shares**”) to Singpac Investment Holding Pte Limited, a wholly owned subsidiary of Glencore International AG, without disclosure under Part 6D.2 of the Corporations Act; and
- (b) as at today’s date:
 - (i) the Company has complied with:
 - (A) the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
 - (B) section 674 of the Corporations Act; and
 - (ii) there is no excluded information of the type referred to in sections 708A(7) and 708A(8) of the Corporations Act which is required to be disclosed by the Company under section 708A(6)(e) of the Corporations Act.

The Company intends to apply to ASX Limited for quotation of the Shares.

The Shares are issued within the available limit under ASX Listing Rule 7.1.

Yours faithfully

Chris Brown
Company Secretary
Blackthorn Resources Limited