



ASX ANNOUNCEMENT 27 August 2008

OPTIONS OFFER PROSPECTUS

RECENT ASX ANNOUNCEMENTS

13 August 2008
[Appendix 3Y - Change of Director's
Interest Notice](#)

12 August 2008
[Appendix 3Y - Change of Director's
Interest Notice](#)

08 August 2008
[Appendix 3B New Issue
Announcement](#)

CORPORATE

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ABN: 77 009 241 374

BOARD OF DIRECTORS

Brian Hurley-	Chairman
Philip Christie-	Director
Rod Murchison-	Non-Executive Director
Bruce Tomich-	Non-Executive Director

ASX Code: ORP



Company Announcements Office
Australian Stock Exchange Limited
4th Floor, 20 Bridge Street
SYDNEY NSW 2000

Dear Sir / Madam,

We are submitting our Appendix 3B to advise the market that 8,510,285 listed options applications have been received via the prospectus lodged with the ASX on 8 August 2008, totalling to a value of \$17,020.57.

On 8 August 2008 the company lodged an Appendix 3B to advise of the new 13,280,386 options issue, expiring on 31 January 2011 and exercisable at 20 cents each.

The shortfall to the offer is currently being placed by the directors and the market will be advised of the placement as soon as it is finalised.

Please find attached Appendix 3B, a list of the top 20 holders for the new options, and a Spread of Holdings for the 54 applications.

Yours faithfully
OROPA LIMITED

PHILIP C CHRISTIE
Director

Attach.

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

OROPA LIMITED

ABN

77 009 241 374

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 | LISTED OPTIONS |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 8,510,285 |
| 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) | OPTIONS EXPIRING 31 JANUARY 2011
WITH AN EXERCISE PRICE OF 20 CENTS |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

<p>4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the FP next dividend, distribution or interest payment 	<p>YES</p>								
<p>5 Issue price or consideration</p>	<p>0.002 CENTS PER OPTION</p>								
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>ISSUE OF OPTIONS PURSUANT TO PROSPECTUS DATED 8 AUGUST 2008 FOR THE PURPOSE OF RAISING ONGOING WORKING CAPITAL</p>								
<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>27 AUGUST 2008</p>								
<p>8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">Number</th> <th style="text-align: left;">+Class</th> </tr> </thead> <tbody> <tr> <td>192,088,724</td> <td>ORD</td> </tr> <tr> <td>12,791,440</td> <td>OPTIONS EXP 31 JANUARY 2010</td> </tr> <tr> <td>8,510,285</td> <td>OPTIONS EXP 31 JANUARY 2011</td> </tr> </tbody> </table>	Number	+Class	192,088,724	ORD	12,791,440	OPTIONS EXP 31 JANUARY 2010	8,510,285	OPTIONS EXP 31 JANUARY 2011
Number	+Class								
192,088,724	ORD								
12,791,440	OPTIONS EXP 31 JANUARY 2010								
8,510,285	OPTIONS EXP 31 JANUARY 2011								

+ 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)	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 30%; text-align: center; vertical-align: top;">2,700,000</td> <td style="width: 70%; vertical-align: top;">EMPLOYEE OPTIONS EXP 31 DECEMBER 2009 EXERCISABLE AT 13C</td> </tr> <tr> <td style="text-align: center; vertical-align: top;">500,000</td> <td style="vertical-align: top;">OPTIONS EXP 20 OCTOBER 2008 EXERCISABLE AT 12C</td> </tr> <tr> <td style="text-align: center; vertical-align: top;">8,500,000</td> <td style="vertical-align: top;">DIRECTOR OPTIONS EXP 31/05/2013 EXERCISABLE AT 15C</td> </tr> </table>	2,700,000	EMPLOYEE OPTIONS EXP 31 DECEMBER 2009 EXERCISABLE AT 13C	500,000	OPTIONS EXP 20 OCTOBER 2008 EXERCISABLE AT 12C	8,500,000	DIRECTOR OPTIONS EXP 31/05/2013 EXERCISABLE AT 15C
2,700,000	EMPLOYEE OPTIONS EXP 31 DECEMBER 2009 EXERCISABLE AT 13C							
500,000	OPTIONS EXP 20 OCTOBER 2008 EXERCISABLE AT 12C							
8,500,000	DIRECTOR OPTIONS EXP 31/05/2013 EXERCISABLE AT 15C							
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	NO DIVIDEND POLICY						

Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	
12	Is the issue renounceable or non-renounceable?	
13	Ratio in which the +securities will be offered	
14	+Class of +securities to which the offer relates	
15	+Record date to determine entitlements	
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	
17	Policy for deciding entitlements in relation to fractions	

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

18 Names of countries in which the entity has +security holders who will not be sent new issue documents

Note: Security holders must be told how their entitlements are to be dealt with.

Cross reference: rule 7.7.

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19 Closing date for receipt of acceptances or renunciations

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+ See chapter 19 for defined terms.

20	Names of any underwriters	<input type="text"/>
21	Amount of any underwriting fee or commission	<input type="text"/>
22	Names of any brokers to the issue	<input type="text"/>
23	Fee or commission payable to the broker to the issue	<input type="text"/>
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	<input type="text"/>
25	If the issue is contingent on +security holders' approval, the date of the meeting	<input type="text"/>
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	<input type="text"/>
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	<input type="text"/>
28	Date rights trading will begin (if applicable)	<input type="text"/>
29	Date rights trading will end (if applicable)	<input type="text"/>
30	How do +security holders sell their entitlements <i>in full</i> through a broker?	<input type="text"/>
31	How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	<input type="text"/>

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

- 32 How do +security holders dispose of their entitlements (except by sale through a broker)?
- 33 +Despatch date

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
- 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

+ See chapter 19 for defined terms.

Entities that have ticked box 34(b)

38 Number of securities for which
+quotation is sought

39 Class of +securities for which
quotation is sought

40 Do the +securities rank equally in all
respects from the date of allotment
with an existing +class of quoted
+securities?

If the additional securities do not
rank equally, please state:

- the date from which they do
- the extent to which they
participate for the next dividend,
(in the case of a trust,
distribution) or interest payment
- the extent to which they do not
rank equally, other than in
relation to the next dividend,
distribution or interest payment

41 Reason for request for quotation
now

Example: In the case of restricted securities, end of
restriction period

(if issued upon conversion of
another security, clearly identify that
other security)

	Number	+Class
42 Number and +class of all +securities quoted on ASX (<i>including</i> the securities in clause 38)		

+ See chapter 19 for defined terms.

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.

+ See chapter 19 for defined terms.

- 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.

Sign here:  Date: 27 August 2008.
(Director)

Print name: Philip C Christie.

SPREAD & TOP 20 LISTING

SRSPTP USER - TENEILLE

Date - 27/08/08 Time - 8.25.54

Page - 1		*- CURRENT STATUS -*	
HOLDER NAME	DESIGNATION	UNITS	% OF ISSUED
1	FORZA FAMILY PL	2,809,497	33.01%
2	HEYWOOD SHANE ANTHONY	1,000,000	11.75%
3	RON LEES & ASSOC PL	748,073	8.79%
4	BERNE NO 132 NOM PL	628,311	7.38%
5	LAZUKIC GEORG	548,000	6.44%
6	JOMOT PL	521,000	6.12%
7	NIGRO FRANK JOSEPH	500,000	5.88%
8 *	GANESH INTNL LTD	269,950	3.17%
9	JOLOB MICHAEL + LINDA	250,000	2.94%
10	FERNANDES MARIA LEONTINA	238,220	2.80%
11	GUBBINGS TINA MARGARET	200,000	2.35%
12	HIGGS KENNETH EASON	150,000	1.76%
13	NATIONAL NOM LTD	110,000	1.29%
14 *	BICKNELL PETER	102,400	1.20%
15 *	SCANEAST INTNL LTD	74,000	.87%
16	ZIPPARO GERARDO + MELINA	60,000	.71%
17 *	BIRIS CHRISTODOULOS	50,000	.59%
18	PIEDA BOZENA	50,000	.59%
19	MULGREW OWEN JAMES	29,000	.34%
20	GREY DARRELL	25,000	.29%
*** TOP 20 TOTAL ***		<u>8,363,451</u>	<u>98.27%</u>

- AS AT: 0/00/00 -
UNITS % OF ISSUED

** ALL HOLDERS INCLUDED

* - DENOTES MERGED HOLDER

<u>SPREAD OF HOLDINGS</u>	<u>HOLDERS</u>	<u>UNITS</u>	<u>% OF ISSUED CAPITAL</u>
NIL HOLDING			
1 - 1,000	13	6,980	.08 %
1,001 - 5,000	8	21,550	.25 %
5,001 - 10,000	9	77,144	.91 %
10,001 - 100,000	8	329,160	3.87 %
100,001 -	<u>14</u>	<u>8,075,451</u>	<u>94.89 %</u>
TOTAL ON REGISTER	<u>52</u>	<u>8,510,285</u>	<u>100.00 %</u>
TOTAL OVERSEAS HOLDERS	1	3,000	.04 %
<u>ANALYSIS BY LOCATION (EXCLUDES ZERO HOLDERS)</u>			
OVERSEAS	1	3,000	.04 %
AUSTRALIA :			
ACT	0		.00 %
NSW	7	132,594	1.56 %
VIC	11	2,296,660	26.99 %
QLD	6	1,411,264	16.58 %
SA	3	2,815,697	33.09 %
WA	24	1,851,070	21.75 %
TAS	0		.00 %
NT	0		.00 %
ADDRESS UNKNOWN	<u>0</u>		<u>.00 %</u>
	<u>52</u>	<u>8,510,285</u>	<u>100.00 %</u>

** ALL HOLDERS INCLUDED

*** COMMON HOLDERS MERGED INTO ONE HOLDING