



METALLICA MINERALS LIMITED

Subsidiary Companies

NORNICO Pty Ltd ACN 065 384 045 | Oresome Australia Pty Ltd ACN 071 762 484

Lucky Break Operations Pty Ltd ACN 126 272 580 | Metrocoal Limited ABN 45 117 763 443 | Phoenix Lime Pty Ltd ACN 096 355 761

ASX Code: MLM

ASX RELEASE

23 JUNE 2009

CLOSURE OF METALLICA MINERALS LIMITED BID FOR QUEENSLAND ORES LIMITED- NOTICE UNDER LISTING RULE 3.4

Following the closure of the takeover bid by Metallica Minerals Limited (ASX-MLM) for Queensland Ores Limited (ASX-QOL), the following documents are attached for lodgement pursuant to Listing Rule 3.4:

1. Top 20 Investor Report for Metallica Minerals Limited as set out in Listing Rule 4.10.9
2. Investor Range Report for Metallica Minerals Limited as set out in Listing Rule 4.10.7

Also attached is an Appendix 3B for shares in Metallica Minerals Limited issued on 22 June 2009.

John Haley
Company Secretary
Metallica Minerals Limited

Office phone 07 3891 9611
Mobile phone 0414 018 831

METALLICA MINERALS LIMITED

**FIRST 20 INVESTORS REPORT
 FRIDAY 19 JUNE 2009**

<u>Rank</u>	<u>Investor</u>	<u>Current Balance</u>	<u>% Issued Capital</u>
Sec. Group: ORD - ORDINARY SHARES			
1	JIEN MINING PTY LTD	22,218,730	18.25%
2	RESOURCE CAPITAL FUND III LP	12,000,000	9.86%
3	GOLDEN BREED PTY LTD	8,500,000	6.98%
4	BONDLINE LIMITED	4,910,966	4.03%
5	CODAN TRUSTEES <THE MOUNT COTTON ACCOUNT>	2,500,000	2.05%
6	ASDEN INVESTMENTS PTY LTD	2,418,474	1.99%
7	LATSOD PTY LTD <DOSTAL SUPERFUND A/C>	2,250,000	1.85%
8	OUTBACK METALS LIMITED	2,197,167	1.80%
9	COLWELL KENNEDY AUSTRALIA PTY LTD	2,000,000	1.64%
10	CHINA XINFA GROUP CORPORATION LIMITED	1,964,386	1.61%
11	RESOURCE CAPITAL FUND III LP	1,473,290	1.21%
12	RESOURCE CAPITAL FUND IV LP	1,473,290	1.21%
13	ROBERT JOHN GILLIES	1,342,429	1.10%
14	MISS JUDITH EMILY RUWOLT	1,271,911	1.04%
15	TRANSMERE PTY LTD	1,200,000	.99%
16	MINNELEX PTY LTD	1,147,668	.94%
17	SELECT RESOURCES PTY LTD	1,007,410	.83%
18	MR PAUL DOSTAL	958,957	.79%
19	MR SHANE COLIN MARDON	833,000	.68%

METALLICA MINERALS LIMITED

**FIRST 20 INVESTORS REPORT
FRIDAY 19 JUNE 2009**

<u>Rank</u>	<u>Investor</u>	<u>Current Balance</u>		<u>% Issued Capital</u>
20	RYAHED PTY LTD <RYAHED SUPER FUND A/C>	813,933		.67%
TOTAL FOR TOP 20:		72,481,611	Investors 20	59.54%
TOTAL IN THIS REPORT:		72,481,611	Investors 20	59.54%
TOTAL OTHER INVESTORS:		49,259,306	2,629	40.46%
GRAND TOTAL:		121,740,917	2,649	100.00%

end of report

For personal use only

METALLICA MINERALS LIMITED

**INVESTOR RANGES
FRIDAY 19 JUNE 2009**

<u>Ranges</u>	<u>Investors</u>	<u>Securities</u>	<u>% Issued Capital</u>
---------------	------------------	-------------------	-------------------------

Security Group: ORD ORDINARY SHARES

Totals for Security Group ORD

1 to 1000	505	255,052	.21
1001 to 5000	841	2,431,561	2.00
5001 to 10000	487	3,981,196	3.27
10001 to 100000	715	21,615,053	17.75
100001 and Over	101	93,458,055	76.77
Total	2,649	121,740,917	100.00

end of report

For personal use

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, 24/10/2005.

Name of entity

Metallica Minerals Limited

ABN

45 076 696 092

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 | Ordinary |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 574,531 under Takeover Offer by Metallica Minerals Limited for Queensland Ores Limited |
| 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) | Same terms as existing fully paid ordinary shares ranking equally in all respects |

+ See chapter 19 for defined terms.

For personal use only

Appendix 3B
New issue announcement

For personal use only

<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 next dividend, distribution or interest payment 	<p>Yes</p>					
<p>5 Issue price or consideration</p>	<p>Issued pursuant to the Bidders Statement</p>					
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>MLM shares issued pursuant to the takeover bid for Queensland Ores Limited based on acceptances received at the close of the offer at 7 pm on 9 June 2009.</p>					
<p>7 Dates of entering ⁺securities into uncertificated holdings or despatch of certificates</p>	<p>22 June 2009</p>					
<p>8 Number and ⁺class of all ⁺securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th>Number</th> </tr> </thead> <tbody> <tr> <td>121,740,917</td> </tr> </tbody> </table>	Number	121,740,917	<table border="1"> <thead> <tr> <th>⁺Class</th> </tr> </thead> <tbody> <tr> <td>Ordinary</td> </tr> </tbody> </table>	⁺ Class	Ordinary
Number						
121,740,917						
⁺ Class						
Ordinary						

+ See chapter 19 for defined terms.

For personal use only

	Number	+Class
Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	2,000,000	Options to acquire Ordinary Shares@ 50 cents on or before December 31, 2009
	500,000	Options to acquire Ordinary Shares@ 25 cents on or before December 31, 2009
	1,950,000	Options exercisable @ 80 cents after February 12, 2008 and on or before December 31, 2009.
	500,000	Options exercisable @ 80 cents on or before December 31, 2010
	400,000	Options exercisable @ 30 cents after July 12, 2007 and on or before December 31, 2009.
	400,000	Options exercisable @ 80 cents after July 20, 2008 and on or before December 31, 2009.
	500,000	Options exercisable @ 65 cents after September 28, 2009 and on or before September 28, 2012.
	600,000	Options exercisable @ 65 cents after September 28, 2009 and on or before September 28, 2012

10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests) All shares rank equally

Part 2 - Bonus issue or pro rata issue

11 Is security holder approval required?

12 Is the issue renounceable or non-renounceable?

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

- 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
- 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.
- 19 Closing date for receipt of acceptances or renunciations

+ See chapter 19 for defined terms.

For personal use only

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

+ See chapter 19 for defined terms.

For personal use only

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.

For personal use only

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.

For personal use only

Appendix 3B
New issue announcement

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.
- 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.



Sign here:Date: 23 June 2009.
(Director/Company secretary)

Print name: JOHN KEVIN HALEY.....

=====

+ See chapter 19 for defined terms.

For personal use only