

PLATINUM AUSTRALIA LIMITED
ACN 093 417 942

RIGHTS ISSUE PROSPECTUS

For the pro-rata renounceable rights issue to shareholders of approximately 9,580,000 New Shares on the basis of 4 New Shares for every 25 Shares held on the Record Date at an issue price of 32 cents per New Share to raise approximately \$3,065,000

The Rights Issue closes at 5.00 pm WST on Thursday, 13 November 2002

IMPORTANT NOTICE

This document is important and requires your immediate attention. It should be read in its entirety. If you do not understand its contents or are in doubt as to the course you should follow, you should consult your stockbroker or professional adviser. This Rights Issue is underwritten by Lonmin plc. The Underwriting Agreement contains terms and conditions which may affect the obligations of the Underwriter, details of which are set out in Section 1 of this Prospectus.

Platinum Australia Limited is active in platinum and palladium mineral exploration and is currently completing a bankable level feasibility study on the Panton Platinum and Palladium Project. Shares offered by this Prospectus are considered speculative in nature.

Unless otherwise stated, currency amounts referred to in this document are Australian dollars and cents.

Chairman's Letter

Dear Shareholder

The Rights Issue, detailed in this Prospectus is necessary to raise funds for the Company to complete its bankable feasibility study on the development of the Panton Platinum-Palladium project and to provide working capital for further exploration.

The Board is very pleased that Lonmin plc, our largest shareholder and third largest producer of platinum in the world, will fully underwrite the Rights Issue. This level of support and commitment from Lonmin plc is an endorsement, not only of our Panton Platinum Palladium Project but also the work that we have done to date in developing a new metallurgical process for this project.

When the Company acquired the Panton Platinum and Palladium Project in July 2000, it had a mineral resource of 387,000 ounces of platinum + palladium + gold and had not seen any drilling activity for 11 years. By March 2002 the Company had drilled more than 250 holes and defined a resource of 4.5 million ounces as part of the bankable feasibility study.

In addition, since commencing the bankable level feasibility study in July 2001, we have completed an exploration decline to access the Top Reef over 70 metres below surface and mine bulk samples for pilot plant testwork; completed preliminary mine designs; carried out extensive metallurgical testwork, including pilot plant flotation testing in South Africa; and completed environmental and heritage surveys on the project.

During this time we have seen the price of our two major commodities, platinum and palladium, fall by 10% and 45% respectively and faced our greatest challenge in overcoming the economic consequences of this in the face of the complex metallurgy of the deposit.

The Company addressed this challenge by developing a new metallurgical process which has the potential to add significant value to the project by increasing recovery of our most valuable commodity, platinum; reducing transport costs to market for our final product; increasing the revenue earned from the sale of our products by up to 15% by producing a higher grade product suitable for delivery direct to a precious metal refinery; and by reducing the time to deliver our products to market.

The development of this metallurgical process is a potentially significant intellectual property asset for the Company and is a credit to Mr. John Lewins and his technical team.

Addressing the challenge has however come at a cost. The increased testwork required to develop and prove the new process, has delayed the completion of the bankable feasibility study, currently forecast for completion in the first quarter of 2003. To assist in proving the new metallurgical process the Company has transferred a half interest in the associated intellectual property to Lonmin plc, who have undertaken to carry out additional test work. This delay and the additional testwork, which will include pilot plant testing of the new metallurgical process, will also add to the cost to complete the bankable level feasibility study.

On behalf of the Directors of the Company, I commend this Rights Issue to you and thank you for your continuing support.



PETER D. ALLCHURCH
Chairman

CORPORATE DIRECTORY

DIRECTORS

Mr Peter Donald Allchurch
Non Executive Chairman

Mr John Derek Lewins
Executive Director

Mr Michael Blakiston
Non Executive Director

Mr Chris Davies
Non Executive Director

Mr Eric Hughes
Non Executive Director

Mr Albert Jamieson
Non Executive Director

SECRETARY

Mr Bruce Garlick

REGISTERED AND PRINCIPAL OFFICE

Third Floor
18 Richardson Street
WEST PERTH WA 6005

Telephone: (08) 9324 1491

Facsimile: (08) 9226 4259

Email: mail@platinumaus.com.au

STOCK EXCHANGE LISTING

The Company's shares are listed on the
Australian Stock Exchange

ASX Code: PLA

SOLICITORS

Blakiston & Crabb
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WEST PERTH WA 6005

UNDERWRITER

Lonmin plc
4 Grosvenor Place
LONDON UK SW1X 7YL

SHARE REGISTRY

Security Transfer Registrars Pty Ltd
770 Canning Highway
APPLECROSS WA 6153
Tel: (08) 9315 0933
Fax: (08) 9315 2233
Email: registrar@securitytransfer.com.au

PO Box 535
APPLECROSS WA 6953

SPONSORING BROKER

FOR THE ISSUE:

DJ Carmichael Pty Limited trading as
DJ Carmichael & Co
Level 22, Allendale Square
77 St Georges Terrace
PERTH WA 6000
Tel: (08) 9263 5288
Fax: (08) 9263 5289

AUDITORS

HLB Mann Judd
15 Rheola Street
WEST PERTH WA 6005

TABLE OF CONTENTS

Section 1	DETAILS OF THE ISSUE	6
Section 2	PURPOSE OF THE RIGHTS ISSUE	10
Section 3	EFFECT OF THE RIGHTS ISSUE ON THE COMPANY	14
Section 4	RISK FACTORS	17
Section 5	ADDITIONAL INFORMATION	19
Section 6	DIRECTORS RESPONSIBILITY STATEMENT AND CONSENT	29
Section 7	KEY DEFINITIONS	30

IMPORTANT NOTES

This Prospectus is dated 8 October 2002. A copy of this Prospectus was lodged with ASIC on that date. Neither the ASIC or ASX take any responsibility in respect to the contents of this Prospectus.

No securities will be issued on the basis of this Prospectus after the Expiry Date. Securities issued pursuant to this Prospectus will be issued on the terms and conditions set out in this Prospectus.

This Prospectus does not constitute an offer or invitation in any place in which, or to any person to whom, it would not be lawful to make such an offer or invitation. The distribution of this Prospectus in jurisdictions outside Australia (other than New Zealand) may be restricted by law and persons who come into possession of this Prospectus should seek advice on and observe any such restrictions. Any failure to comply with such restrictions may constitute a violation of applicable securities laws.

SUMMARY OF IMPORTANT DATES*

Announcement of Rights Issue	Friday 27 September 2002
Prospectus lodged at ASIC	Tuesday 8 October 2002
Notice sent to Shareholders containing information required by Appendix 3B	Thursday 10 October 2002
Rights trading commences and ordinary shares quoted "ex-rights"	Friday 11 October 2002
Record Date to determine Entitlements	Thursday 17 October 2002
Prospectus with Entitlement and Acceptance Form despatched	Monday 21 October 2002
Last day for Rights trading	Wednesday 6 November 2002
Closing Date for acceptance and renunciations under the Rights Issue	Wednesday 13 November 2002
Last day for dispatch of holding statements	Wednesday 4 December 2002
Trading commences for New Shares	Thursday 5 December 2002

*These dates are indicative only. The Directors reserve the right to vary the dates without prior notice.

KEY DEFINITIONS

Throughout this Prospectus, for ease of reading, various words and phrases have been defined rather than being repeated in full on each occasion. Definitions used in this Prospectus are set out in Section 7 of this Prospectus.

Section 1 DETAILS OF THE ISSUE

1.1 Rights Issue

This Prospectus invites Existing Shareholders to participate in a fully underwritten pro-rata renounceable Rights Issue of approximately 9,580,000 New Shares on the basis of 4 New Shares for every 25 Shares held on the Record Date at an issue price of 32 cents per New Share.

The Rights Issue will raise approximately \$3,065,000 (less expenses of the Rights Issue estimated to be \$100,000).

As at the date of this Prospectus, 59,895,662 Shares are on issue. Existing holders of options to acquire Shares will not be entitled to participate in the Rights Issue however they may exercise their options prior to the Record Date if they wish to participate in the Rights Issue.

1.2 Rights Trading and ASX Quotation of Rights

The Rights are renounceable. This enables Existing Shareholders who do not wish to subscribe for some or all of the New Shares to sell their respective Rights and also enables Shareholders to purchase additional Rights if they wish.

The Rights will be quoted on the ASX. Trading of Rights will commence on the ASX on Friday, 11 October 2002 and will cease at the close of trading on Wednesday 6 November 2002.

1.3 Opening and Closing Dates

The Rights Issue will open for receipt of acceptances at 9.00am WST on Monday 21 October 2002 and will close at 5.00pm WST on Wednesday 13 November 2002, or such later date as the Directors, in their absolute discretion and subject to compliance with the Listing Rules, may determine.

1.4 Underwriting

Lonmin plc, a company incorporated in the United Kingdom, has agreed to underwrite the whole of the Rights Issue. Lonmin plc will not be charging the Company any underwriting fee although it will be reimbursed for its expenses. Further details of the Underwriting Agreement are set out in Section 5.5 of this Prospectus.

In the event Lonmin plc is required to take up all of the Shares it is underwriting pursuant to the Underwriting Agreement, Lonmin plc may hold up to 47% of the voting power of the Company (before the exercise of any options).

1.5 Entitlements and Acceptance

The number of New Shares to which you are entitled ("**Entitlement**" or "**Rights**") is shown in the accompanying Entitlement and Acceptance form. If you acquire further Rights you should contact your stockbroker to subscribe for New Shares to which you will be entitled.

In determining Entitlements, any fractional entitlement will be rounded up to the nearest whole number.

Acceptance of Entitlement in Full

If you wish to take up **all** of your Entitlement under the Rights Issue, please complete the Entitlement and Acceptance Form in accordance with the instructions set out on the reverse of that form. Applications must not exceed your Entitlement as shown on the Entitlement and Acceptance Form. Applications exceeding your Entitlement will be deemed to be for your maximum Entitlement and any surplus subscription funds will be returned, without interest. Please ensure the completed Entitlement and Acceptance Form, together with your cheque, is received by the Company's Share Registry:

Security Transfer Registrars Pty Ltd

770 Canning Highway
APPLECROSS WA 6153

PO Box 535
APPLECROSS WA 6953

not later than 5.00pm WST on Wednesday 13 November 2002 or such later date as the Directors advise. Cheques should be made payable to "***Platinum Australia Limited - Share Account***" and crossed "Not Negotiable".

Partial Acceptance of Entitlement and Sale of Balance

If you wish to accept part of your Entitlement and sell the balance, please complete the accompanying Entitlement and Acceptance form for that part of your Entitlement that you wish to accept (being less than your Entitlement as specified on the Entitlement and Acceptance Form) and also complete the section on the back of the form marked "Instructions to Your Stockbroker", for the balance that you wish to sell. The completed form should then be forwarded to your stockbroker together with a cheque for the amount due in respect of the New Shares you intend to accept (being the number of New Shares you wish to accept multiplied by 32 cents). You must allow adequate time for the sale of that part of the Entitlement which you did not accept by your stockbroker before Rights trading ends on Wednesday 6 November 2002.

Sale of Entitlement in Full

If you do not wish to take up any part of your Entitlement under the Rights Issue, you may sell your Entitlement.

To sell your Entitlement through a stockbroker, please complete the section on the back of the accompanying Entitlement and Acceptance Form marked "Instructions to Your Stockbrokers" and then forward the form to your stockbroker. Rights trading commences on Friday 11 October 2002. You must allow adequate time for the sale of the Entitlement by your stockbroker before Rights trading ends on Wednesday 6 November 2002.

To sell your Entitlement other than through a stockbroker, a Standard Renunciation Form must be used. Standard Renunciation Forms are obtainable from your stockbroker and all offices of the ASX and must be completed by both yourself, as the seller and by the nominated buyer. The duly completed and stamped Renunciation Form must be lodged with the Share Registry at:

Security Transfer Registrars Pty Ltd
770 Canning Highway
APPLECROSS WA 6153

PO Box 535
APPLECROSS WA 6953

in sufficient time to allow the buyer to take up the Entitlement no later than Wednesday 13 November 2002.

Enquiries

If you have any queries regarding your Entitlement, please contact the Share Registry by telephone on +61 (08) 9315 0933 or your stockbroker or professional adviser.

PLEASE NOTE IF YOU DO NOT ACCEPT OR RENOUNCE YOUR ENTITLEMENT IN ACCORDANCE WITH THE INSTRUCTIONS SET OUT ABOVE YOUR ENTITLEMENT NOT ACCEPTED BY YOU WILL FORM PART OF THE SHORTFALL AND REVERT TO THE UNDERWRITER.

1.6 Issue and Allotment of New Shares

The New Shares are expected to be issued and allotted by no later than Wednesday 4 December 2002. Until issue and allotment of the New Shares under this Prospectus, the acceptance money will be held in trust in a separate bank account opened and maintained for that purpose only. Any interest earned on the acceptance money will be for the benefit of the Company and will be retained by it irrespective of whether allotment of the New Shares takes place.

1.7 ASX Quotation of New Shares

The Company will make application to the ASX within seven (7) days following the date of this Prospectus for the official quotation of the New Shares.

If approval is not granted by ASX within three (3) months after the date of this Prospectus, the Company will not allot or issue any New Shares and will repay all application monies (where applicable) within the time prescribed under the Corporations Act, without interest.

The fact that ASX may grant official quotation of the New Shares is not to be taken in any way as an indication of the merits of the Company or the New Shares now offered for subscription.

1.8 Overseas Investors

The Company is of the view that it is unreasonable to make an offer under this Prospectus to shareholders outside of Australia and New Zealand, except the Dutch Antillies and Malaysia, having regard to:

- (a) the number of shareholders outside of Australia, New Zealand, the Dutch Antillies and Malaysia;
- (b) the number and value of the securities to be offered to shareholders outside of Australia, New Zealand the Dutch Antillies and Malaysia; and
- (c) the cost of complying with the legal requirements and requirements of regulatory authorities in the overseas jurisdictions.

Accordingly, the Company is not required to make offers under the Prospectus to shareholders outside of Australia, New Zealand the Dutch Antillies and Malaysia.

In compliance with Listing Rule 7.7.1 and section 615 of the Corporations Act, the Company has appointed DJ Carmichael Pty Limited trading as DJ Carmichael & Co and WHI Securities Pty Ltd jointly as nominees for foreign holders of the Company's securities.

The nominee will arrange for the sale of the Entitlements that would have been given to the foreign holders and distribute to each of those foreign holders their proportion of the proceeds of the sale, net of expenses. Any such sale will be at prices and otherwise in such a manner as DJ Carmichael Pty Limited trading as DJ Carmichael & Co and WHI Securities Pty Ltd may, in their absolute discretion, determine.

1.9 Trading History of Shares

The highest and lowest market sale prices of Shares on ASX during the 3 months immediately preceding the date of this Prospectus and the respective dates of those sales were 42 cents on 5 July 2002 and 30.5 cents on 27 September 2002. The latest available market sale price of Shares on ASX immediately before the date of this Prospectus was 35 cents on 4 October 2002.

1.10 No issue of New Shares after the Expiry Date

No New Shares will be issued or granted on the basis of this Prospectus later than the Expiry Date.

1.11 Handling Fee

The Company will pay a handling fee of 1% to member organisations of ASX which lodge valid Entitlement and Acceptance Forms bearing their stamps where the application is for less than 10,000 shares in the Rights Issue.

Section 2 PURPOSE OF THE RIGHTS ISSUE

The funds raised by the Rights Issue will be used for the following purpose:

- to complete the bankable level feasibility study on the development of the Panton Platinum Palladium Project.
- to continue the development work on the new metallurgical process being developed as part of the bankable level feasibility study on the Panton Platinum and Palladium Project;
- to provide working capital to support the exploration and development of the Company's tenements and prospects; and
- to meet the costs of the Rights Issue

Bankable Level Feasibility Study

As a result of the positive outcome of the pre feasibility study in July 2001 a bankable level feasibility study was immediately commenced. To date a significant amount of work has been completed on the bankable level feasibility study including the following:

- an extensive drilling program was completed in January 2002 which resulted in an upgrade of the identified resource at Panton to 4.5 million ounces of PGM+Au. This included a high-grade Top Reef resource of 10.6 million tonnes at an average grade of 5.8 g/t PGM+Au, and a Middle Reef resource of 5.7 million tonnes at an average grade of 3.4 g/t PGM+Au;
- underground mining of two phases of bulk sampling from an exploration decline over 300 metres long and accessing the Top Reef approximately 70 metres below surface has been completed. The bulk samples were mined in January and August 2002 and sent to South Africa for pilot plant testwork. The mining of the decline and bulk sample provided an opportunity to allow geological, geotechnical and mining conditions to be evaluated;
- a complete evaluation of the geological and geotechnical information generated from drilling, mapping and underground evaluation of the decline has been completed. This combined with the resource model has been used to develop the preliminary design of the open cut and underground mines. Detailed design is now under way;
- extensive laboratory scale testwork covering, crushing, milling, flotation, thickening, filtration, calcination, leaching and metals recovery work has been undertaken. Pilot scale testing of open cut and underground samples for the milling and flotation process has been undertaken at Mintek in South Africa;
- an environmental survey addressing flora, fauna, water, tailings and waste disposal has been completed and has not identified any significant environmental issues that would affect the project; and
- a heritage survey with the Kimberley Land Council and the Traditional Owners has been completed with no cultural or heritage issues that would affect the project identified.

The major work which remains outstanding is the completion of the development work on the new metallurgical process, including the pilot plant testing of the process. This new metallurgical process is seen as an essential element to the success of the Panton Platinum and Palladium Project and is discussed in more detail in the following section.

The extensive testwork program on the new metallurgical process currently underway and the comprehensive pilot plant testing envisaged is currently forecast for completion in the first quarter of 2003. On this basis the bankable level feasibility study will not be completed until the end of the first quarter of 2003.

This extension of time to complete the bankable level feasibility study and the significant increase in the work required to fully prove the new process will result in an increase in the cost of the study. This increase in the cost of the study is to be covered by the funds raised from the Rights Issue.

New Metallurgical Process

In the pre feasibility study a process recovery route consisting of flotation to produce a base metal concentrate, followed by an elevated temperature cyanide leach of the flotation tailings was proposed. The cyanide leaching of the flotation tails was necessary to augment the relatively low PGM+Au recoveries to the flotation concentrate. The overall recovery of PGM+Au was 76 - 80%, however due to the cyanide leaching process dissolving only palladium and gold, the projected recovery of platinum was only 58%, while that of palladium and gold was 93% and 98% respectively.

The extensive testwork undertaken as part of the bankable level feasibility study continued to show similar recoveries to that achieved in the pre feasibility study. At the same time there was a significant softening of the PGM prices with palladium down 45% and platinum down 10% from the pre feasibility study prices.

In order to address the issue of the poor platinum recoveries and the detrimental effect of the softening PGM prices on the project, the Company undertook a series of tests to evaluate alternate recovery routes. In April 2002 the Company announced that as a result of this testwork it had developed a new metallurgical process for the recovery of PGM+Au which it was believed would add significant value to the Panton Platinum and Palladium Project.

The new metallurgical process consists of two distinct parts, a calcine-leach process in which a low-grade flotation concentrate is subjected to low temperature calcination followed by cyanide leaching at elevated temperature to dissolve the PGM, gold and base metals; and a metals recovery process which produces a high grade PGM+Au concentrate and a base metal concentrate.

The potential benefits of the new metallurgical process include the following:

- improved recoveries, especially of platinum which is the most valuable of the major PGM's present;
- reduced transport costs for concentrates;
- increased revenue through the delivery of a high grade PGM+Au product direct to a precious metal refinery. This could result in an increase in revenue of up to 15%; and

- reduction in the time taken from production of a final concentrate to payment due to the ability of delivering the high grade PGM+Au concentrate direct to the refinery.

The Company has conducted in excess of 50 laboratory scale calcine-leach tests and believes that this aspect of the process is reasonably well proven at this scale. In the metals recovery process the Company is still in the preliminary testing stage and while recoveries in excess of 99% PGM+Au have been achieved, a significant amount of work is required to consider this as proven even at the laboratory scale. In addition as yet very little work has been done on the upgrading of the initial concentrate produced from the recovery process to produce a separate high grade PGM concentrate and a base metal concentrate.

The Company also considers that in order to prove the process to the level necessary for inclusion in a bankable level feasibility study and commercialise the process, an extensive pilot plant test program will require to be undertaken on all the aspects of the new process.

The Company considers that all of this work will not be completed until the first quarter of 2003, and that to include these results in the bankable level feasibility study will delay the completion of the bankable level feasibility study until the end of the first quarter 2003.

The Company has entered into a technical services agreement with Lonmin plc to provide technical support for the Panton Platinum and Palladium Project. The technical services agreement has the following major elements:

- Lonmin plc will spend up to \$600,000 on further developing the metals recovery process;
- Lonmin plc will reimburse the Company \$150,000 for expenditure it has incurred on work on the metals recovery process to date;
- Lonmin plc will own all intellectual property developed for the metals recovery process and the Company will have the right to use this intellectual property on any project of a similar nature which is majority owned or managed by the Company with no fee or royalty payable to Lonmin plc; and
- the Company and Lonmin plc will jointly own any intellectual property in the calcine-leach process.

The work on the metals recovery process currently under way will focus on the production of a high grade PGM+Au concentrate suitable for delivery direct to a precious metals refinery. It is worthy of note that Lonmin plc currently owns and operates a base metal refinery which takes a smelter product containing PGM, gold and base metals and separates this into a very high grade PGM+Au concentrate (+60% PGM+Au) and base metals.

The Company considers that having Lonmin plc share in the ownership of intellectual property associated with the calcine-leach process and committing significant funds and effort to the development of the metals recovery process will address many of the concerns that potential financiers may otherwise have had concerning the inclusion of the new metallurgical process in the bankable level feasibility study.

Exploration and Development

In addition to the Panton Platinum and Palladium Project, the Company has a number of other PGM projects. The Company will continue work on the evaluation and development of these projects in line with the Company's objectives of creating wealth for its shareholders through the discovery, acquisition, development or sale of profitable PGM and other mineral deposits in Australia or overseas.

The projects on which the Company intends to carry out exploration and other evaluation work are as follows:

Panton, McIntosh, West McIntosh & Togo

McGowan Bore, Lodestone Hill, Imagi Well

Byro

New Project Generation. The Panton Platinum and Palladium Project will, however, remain the Company's priority.

Budget

Details of the proposed expenditure of the funds raised from the Rights Issue are as follows:

Rights Issue Budget	
Panton Platinum and Palladium Project	
Project Management	\$ 120,000
Technical Support	\$ 350,000
Metallurgical Testwork	\$ 650,000
Engineering & Design	\$ 300,000
Consultants	\$ 550,000
Site Work	\$ 520,000
Sub Total	\$ 2,490,000
Exploration	
McIntosh	\$ 40,000
West McIntosh & Togo	\$ 50,000
McGowan Bore	\$ 34,000
Lodestone Hill	\$ 34,000
Imagi Well	\$ 107,000
Byro	\$ 70,000
New Projects	\$ 140,000
Sub Total	\$ 475,000
Estimated Cost of Offer	\$ 100,000
TOTAL	\$ 3,065,000

The Company's corporate costs will be funded out of the Company's current financial resources.

Section 3 EFFECT OF THE RIGHTS ISSUE ON THE COMPANY

3.1 Principal Effects

The New Shares issued pursuant to this Prospectus will constitute 16% of the presently issued share capital of 59,895,662 Shares. When aggregated with the number of options to acquire shares previously issued by the Company, the total percentage of Shares in the Company the subject of this Rights Issue will constitute approximately 10% of the presently issued capital of the Company on a fully diluted basis.

The Rights Issue will also increase the Company's cash reserves by approximately \$3,065,000 (before expenses of the Rights Issue, estimated to be \$100,000) to enable the Company to pursue its objectives.

3.2 Statement of Financial Position

Set out as below is an unaudited pro-forma Statement of Financial Position of the Company as at 30 June 2002, incorporating the issue of the New Shares in accordance with this Prospectus.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	<i>Audited as at 30/06/2002 \$</i>	<i>UnAudited at Pro-forma as at 30/06/2002 \$</i>
CURRENT ASSETS		
Cash	2,824,643	5,789,643
Receivables and prepayments	283,619	283,619
(i) TOTAL CURRENT ASSETS	3,108,262	6,073,262
NON-CURRENT ASSETS		
Other Financial Assets	120,000	120,000
Property, plant and equipment	441,729	441,729
Deferred Exploration Expenditure	12,928,924	12,928,924
TOTAL NON-CURRENT ASSETS	13,490,653	13,490,653
(ii) TOTAL ASSETS	16,598,915	19,563,915

CURRENT LIABILITIES		
Accounts payable	432,010	432,010
Provisions	41,059	41,059
<hr/>		
TOTAL CURRENT LIABILITIES	473,069	473,069
<hr/>		
TOTAL LIABILITIES	473,069	473,069
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NET ASSETS	16,125,846	19,090,846
<hr/>		
EQUITY		
Contributed equity	17,726,164	20,691,164
Accumulated losses	(1,600,318)	(1,600,318)
<hr/>		
(iii) TOTAL EQUITY	16,125,846	19,090,846
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Assumptions:

- (i) 9,580,000 Rights Issue Shares are issued at 32 cents each resulting in a net increase in paid up capital of \$3,065,000 and an increase in cash of \$3,065,000. These amounts will be reduced by the estimated issue expenses of \$100,000.

3.3 Capital Structure of Company

SHARES		
Number	Issued and Paid Up Capital	
59,895,662	Existing Ordinary Shares (including 6,096,819 restricted fully paid shares to be released from escrow on 9 October 2002).	\$17,729,090
9,580,000	Shares expected to be issued pursuant to this Prospectus (nett expenses of the issue)	\$2,965,000
<u>69,475,662</u>	Total Issued Capital after Rights Issue	<u>\$20,694,090</u>

Note: Subsequent to the 30/6/2002 14,632 options at 20 cents were exercised raising additional capital of \$2,926.

The Company also has the following listed and unlisted options on issue:

OPTIONS		
Number	Description	\$ Contributions on Exercise
29,931,158	Options exercisable at 20 cents on or before 1 September 2004. (Listed)	\$5,986,231
4,650,000	Options exercisable at 20 cents on or before 1 September 2004. (Unlisted)	\$930,000
20,000	Employee Options exercisable at 47 cents on or before 3 April 2005. (Unlisted)	\$9,400
1,000,000	Employee options exercisable at 20 cents on or before 29 October 2005. (Unlisted)	\$200,000
<u>35,601,158</u>	Total options on issue	<u>\$7,125,631</u>

Assuming that all of the current 35,601,158 options were exercised the total number of Shares issued under this Rights Issue would increase by a further 5,696,185 Shares which when added to the 9,580,000 Shares would give a total of 15,276,185 Shares which at 32 cents would raise \$4,888,379.

The 4,650,000 unlisted options are currently in escrow, and will be listed on 9 October 2002.

Section 4 RISK FACTORS

The New Shares offered under this Prospectus are considered speculative. The Directors strongly recommend investors examine the contents of this Prospectus and consult their professional advisers before deciding whether to apply for New Shares pursuant to this Prospectus. In addition, investors should be aware there are risks associated with investment in the Company. There are certain general risks and certain specific risks which relate directly to the Company's business and are largely beyond the control of the Company and the Directors because of the nature of the business of the Company.

The following summary, which is not exhaustive, represents some of the major risk factors which potential investors need to be aware of:

4.1 Operation and Development Risks

By its nature, the business of exploration, mineral development and production which the Company may continue to participate in contains risks. Prosperity depends on the successful exploration and/or acquisition of reserves, development of a commercial process route for processing the ore, design and construction of efficient processing facilities, competent operation and management, and efficient financial management. For its part, exploration is a speculative endeavour, the development of a commercial process route cannot be assured, while mining operations can be hampered by force majeure circumstances, environmental considerations and cost overruns for unforeseen events.

4.2 Government Policy

Capacity to explore and mine, as well as industry profitability generally, can be affected by changes in government policy which are beyond the control of the Company.

4.3 Native Title

Both the Native Title Act 1993 (Commonwealth), related State native title legislation and aboriginal land rights and aboriginal heritage legislation may affect the Company's ability to gain access to prospective exploration areas or obtain production titles. Compensatory obligations may be necessary in settling native title claims if lodged over any tenements acquired by the Company. The level of impact of these matters will depend, in part, on the location and status of the tenements acquired by the Company. At this stage, it is not possible to quantify the impact (if any) which these developments may have on the operations of the Company.

4.4 Commodity Price Risk

In the future, the Company's revenue will come from sale of product. Therefore, its earnings will be closely related to the price and arrangements it enters into for selling of its products. Product prices fluctuate and are affected by factors including the relationship between global supply and demand for metal, forward selling by producers, the cost of production and general global economic conditions.

Commodity prices are also affected by the outlook for inflation, interest rates, currency exchange rates and supply and demand issues. These factors may have an adverse affect on the Company's exploration, development and production activities as well as its ability to fund those activities.

4.5 Environmental Risks

The Company's operations and projects are subject to State and Federal laws and regulation regarding environmental hazards and discharge of hazardous waste and materials. The Company intends to conduct its activities in an environmentally responsible manner, in accordance with applicable laws and regulations.

4.6 Share Market Risk

The market price of Shares can be expected to rise and fall in accordance with general market conditions and factors specifically affecting the Australian resources sector and exploration companies in particular.

Neither the Company nor its Directors warrant the future performance of the Company or any return on investment in Shares.

4.7 Metallurgical Process

Lonmin plc has undertaken to develop a new metallurgical process for the recovery of high grade PGM concentrate, which process was partially discovered by the Company. Although using known metallurgical techniques those techniques have never previously been utilised to recover PGM's. Laboratory work has been undertaken to demonstrate that the process can work, however further testing is required to establish its viability after which the process will need pilot testing before the Company can commit to plant design. This new process is intended to produce a high grade PGM concentrate and the Company is then reliant upon Lonmin plc developing a refining technique to be able to process the concentrate. Lonmin plc is to work on developing such a technique.

There can be no certainty that either the Company or Lonmin plc can successfully develop or commercialise the process or that this can be achieved within the current timetable or budget.

4.8 Future Capital Needs and Additional Funding

The future capital requirements of the Company will depend on many factors including the successful development of a suitable metallurgical process route and the results of the proposed feasibility study. The Company believes its available cash and the net proceeds of this offer should be adequate to fund the continued exploration of the Company's projects, the completion of the test work and the feasibility study and the Company's other objectives as stated in this Prospectus. However, as stated in section 4.7, the Company faces certain specific risks which may adversely impact on the belief that the Company will have, as a result of this Rights Issue, sufficient funds to meet the projected expenditure.

Should the Company require additional funding there can be no assurance that additional financing will be available on acceptable terms, or at all. Any inability to obtain additional finance, if required, would have a material adverse effect on the Company's business and its financial condition and performance.

Section 5 ADDITIONAL INFORMATION

5.1 Legal Framework of this Prospectus

The Company is a "disclosing entity" under the Corporations Act and is subject to the regime of continuous disclosure and periodic reporting requirements. Specifically as a listed company, the Company is subject to the Listing Rules which require continuous disclosure to the market of any information possessed by the Company which a reasonable person would expect to have a material effect on the price or value of its shares.

5.2 Applicability of Corporations Act

As a "disclosing entity", the Company has issued this Prospectus in accordance with section 713 of the Corporations Act applicable to prospectuses for an offer of securities which are quoted enhanced disclosure ("ED") securities and the securities are in a class of securities that were quoted ED securities at all times in the 12 months before the issue of this Prospectus.

Having taken such precautions and having made such enquiries as are reasonable, the Company believes that it has complied with the provisions of the Listing Rules as in force from time to time which apply to disclosing entities, and which requires the Company to notify ASIC of information available to the stock market conducted by ASX, throughout the 12 months before the issue of this Prospectus.

The ASX maintains files containing publicly disclosed information about all listed companies. The Company's file is available for inspection at ASX in Perth during normal working hours. In addition, copies of documents lodged by, or in relation to, the Company with ASIC may be obtained from, or inspected at, any regional office of ASIC.

The New Shares to be issued under this Prospectus are in respect of a class of shares that were quoted on the stock market of ASX at all times in the 12 months before the issue of this Prospectus.

5.3 Information Available to Shareholders

The Company will provide a copy of each of the following documents, free of charge, to any investor who so requests during the application period under this Prospectus:

- (a) the Annual Financial Report for the Company for the period ending 30 June 2002; and
- (b) the following documents used to notify ASX of information relating to the Company during the period after lodgement of the financial statements contained in the Annual Financial Report of the Company for the period ending 30 June 2002 and before the issue of this Prospectus:

Date	Description of ASX Announcement
27/9/02	ASIC Annual Audit Accounts
27/9/02	Lonmin plc to fully underwrite Rights Issue
1/10/02	Change of Rights Issue date
1/10/02	ASIC Audit Review

5.4 **Rights Attaching to New Shares**

Full details of the rights attaching to the Shares are set out in its Constitution.

The following is a summary of the rights which attach to the Shares and which will attach to the New Shares.

(a) **Voting Rights**

Each member entitled to vote and present in person or by proxy, representative or attorney has one vote on a show of hands and on a poll one vote for each fully paid share held in the capital of the Company. Members holding partly paid shares have such number of votes on a poll as bears the same proportion to the total of such shares registered in a member's name as the amount of the issue price thereof paid up bears to the total issued price. Each member is entitled to notice of, and to attend and vote at, general meetings.

In the event of a breach of any escrow agreement entered into by the Company under the Listing Rules in relation to any shares which are classified under the Listing Rules or by ASX as restricted securities, the member holding the shares in question shall cease to be entitled to any voting rights in respect of those shares for so long as the breach subsists.

(b) **Dividend Rights**

The Directors may from time to time declare a dividend to be paid to the members entitled to the dividend. The dividend as declared shall be payable on all shares in proportion to the amount of capital for the time being paid up or credited as paid up in respect of such shares. No dividend may be paid except out of profits.

In the event of a breach of any escrow agreement entered into by the Company under the Listing Rules in relation to any shares which are classified under the Listing Rules or by ASX as restricted securities, the member holding the shares in question shall cease to be entitled to any dividends in respect of those shares for so long as the breach subsists.

(c) **Rights on Winding Up**

If the Company is wound up, the liquidator may, with the authority of a special resolution, divide among the members in kind the whole or any part of the property of the Company, and may for that purpose set such value as he considers fair upon any property to be so divided, and may determine how the division is to be carried out as between the shareholders or different classes of members.

The liquidator may with the authority of a special resolution vest the whole or any part of any such property in trustees upon such trusts for the benefit of the contributories as the liquidator thinks fit, but so that no member is compelled to accept any shares or other securities in respect of which there is any liability. Subject to the rights of the members (if any) entitled to shares with special rights in a winding up, all moneys and property that are to be distributed among members on a winding up shall be so distributed in proportion to the shares held by them respectively irrespective of the amount paid up or credited as paid up on the shares.

On a winding up of the Company, the holders of any shares which are classified under the Listing Rules or by ASX as restricted securities and which are subject to escrow restrictions at the commencement of the winding up shall rank on a return of capital behind all other shares in the Company.

(d) **Transfer of Shares**

Subject to the constitution of the Company, the Corporations Act, any other laws and the Listing Rules, shares in the Company are freely transferable.

(e) **Future Increases in Capital**

The Company may by ordinary resolution:

- increase its nominal shares by the creation of new shares of such amount as is specified in the resolution;
- consolidate and divide all or any of its nominal capital into shares of a larger amount than its existing shares;
- subject to the Listing Rules, sub-divide all or any of its shares into shares of a smaller amount; and
- cancel shares that, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person or have been forfeited and, reduce its nominal share capital by the amount of the shares so cancelled.

The allotment and issue of any new shares is under the control of the Directors from time to time of the Company. Subject to restrictions on the allotment of shares to Directors or their associates contained in the Listing Rules, the constitution of the Company and the Corporations Act, the Directors may allot or otherwise dispose of shares on such terms and conditions as they see fit.

(f) **Variation of rights**

If at any time the share capital of the Company is divided into different classes of shares the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may be varied whether or not the Company is being wound up with the consent in writing of three quarters of the issued shares of that class or if authorised by a special resolution at a separate meeting of the holders of shares of that class.

5.5 **Underwriting Agreement**

Pursuant to an underwriting agreement dated 26 September 2002 between Lonmin plc and the Company, Lonmin plc agreed to underwrite the whole of the Rights Issue on certain terms and conditions.

The material terms of the Underwriting Agreement are:

- (a) the underwriter has agreed to underwrite all of the Rights Issue;
- (b) the Company is not required to pay any underwriting fee to the Underwriter although the Company has agreed to reimburse the Underwriter for its costs in respect of and incidental to the Rights Issue;
- (c) the Company will indemnify the Underwriter from and against all costs and expenses in respect of claims, proceedings or actions arising out of the Prospectus, the underwriting or any representation or warranty provided by the Company under the Underwriting Agreement not being true and correct; and
- (d) the Underwriter may terminate the Underwriting Agreement under the following circumstances.
 - (i) a statement contained in this Prospectus being misleading or deceptive in a material respect, or a matter required by the Corporations Act to be included in the Prospectus is omitted from this Prospectus; or
 - (ii) the due diligence report or any other information supplied by or on behalf of the Company to the Underwriter in relation to the Company or the Rights Issue being misleading or deceptive in a material respect; or
 - (iii) any material adverse change occurs in the assets, liabilities, financial position or performance, profits, losses or prospects of the Company; or
 - (iv) there occurs a new circumstance that has arisen since this Prospectus was lodged that would have been required to be included in this Prospectus if it had arisen before this Prospectus was lodged in relation to the Company; or

- (v) hostilities not presently existing commence (whether war has been declared or not) or a major escalation in existing hostilities occurs (whether war has been declared or not) involving any or more of Australia, New Zealand, the United States of America, the United Kingdom, Indonesia, Japan, the Peoples Republic of China, Pakistan or Afghanistan, or a terrorist act is perpetrated on any of those countries or any diplomatic, military, commercial or political establishment of any of those countries elsewhere in the world; or
- (vi) the S & P/ASX 200 Industrial Index is 50% or less than its level as at the close of trading on the date of the Underwriting Agreement:
 - A. at all times during a business day; or
 - B. at the close of trading for 2 consecutive business days; or
- (vii) the S & P/ASX 200 Resources Index is 50% or less than its level as at the close of trading on the date of the Underwriting Agreement:
 - A. at all times during a business day; or
 - B. at the close of trading for 2 consecutive business days; or
- (viii) there is introduced, or there is a public announcement of a proposal to introduce, into the Parliament of Australia or any State of Australia a new law, or the Reserve Bank of Australia, or any Commonwealth or State authority, adopts or announces a proposal to adopt a new policy (other than a law or policy which has been announced before the date of the Underwriting Agreement), any of which does or is likely to prohibit or regulate the Rights Issue, capital issues or stock markets; or
- (ix) a change in management or the board of directors of the Company occurs or a director of the Company is charged with an indictable offence; or
- (x) a contravention by the Company of the Corporations Act, its constitution, or any of the Listing Rules; or
- (xi) the Prospectus or any aspect of the Rights Issue does not comply with the Corporations Act, the Listing Rules or any other applicable law or regulation in a material respect; or
- (xii) approval is refused or not granted, other than subject to customary conditions, to the official quotation of all of the New Shares on ASX on or before 12 November 2002, or if granted, the approval is subsequently withdrawn, qualified or withheld; or
- (xiii) rights trading on ASX in relation to the Rights Issue is suspended or any of the Shares quoted on any securities exchange are delisted or trading in relation to those Shares is suspended for more than 2 consecutive trading days; or

- (xiv) any of the following notifications are made:
 - A. ASIC issues an order under section 739;
 - B. an application is made by ASIC for an order under Part 9.5 in relation to the Prospectus or ASIC commences any investigation or hearing under Part 3 of the Australian Securities and Investments Commission Act 1989 (Cwlth) in relation to the Prospectus;
 - C. any person gives a notice under section 733(3) or any person who has previously consented to the inclusion of its name in the Prospectus or to be named in the Prospectus withdraws that consent; or
 - D. any person gives a notice under section 730 in relation to the Prospectus; or
- (xv) the Company withdraws this Prospectus or the Rights Issue; or
- (xvi) a default by the Company in the performance of any of its obligations under the Underwriting Agreement occurs; or
- (xvii) a warranty contained in the Underwriting Agreement on the part of the Company is not true or correct in a material respect.

Lonmin plc may as noted in section 1.4 of this Prospectus hold up to 47% of the voting power of the Company before the exercise of options if it is required to take up all of the Shares it is underwriting pursuant to the Underwriting Agreement.

5.6 Share Subscription Agreement

Pursuant to an agreement dated 30 May 2001 between Lonmin plc and the Company, Lonmin plc subscribed for an initial placement tranche of 23.08 million Shares at \$0.52 per Share raising \$12 million, which money was used to fund:

- (a) a bankable level feasibility study on the Panton Platinum and Palladium Project; and
- (b) further exploration.

Lonmin plc has the right to subscribe for a second tranche comprising up to 66.75 million Shares at \$0.60 per Share raising a further \$40 million. This right to take up the second tranche is subject to the completion of the bankable level feasibility study on the Panton Platinum and Palladium Project and Lonmin plc agreeing to provide, or a third party offering to provide, project finance.

On 21 August 2001 shareholders approved the placement of up to 89.13 million Shares to Lonmin plc pursuant to the provisions of the Share Subscription Agreement. The ASX granted a waiver of Listing Rule 7.3 in order for these Shares to be placed up to 21 months after the date of shareholders approval. By agreement between Lonmin plc and the Company, the Company will, if requested by Lonmin plc, seek from the ASX on extension of the period of the waiver to 30 November 2003.

5.7 **Interests of Directors**

Except as disclosed in this Prospectus, no Director (whether individually or in consequence of a Director's association with any company or firm or in any material contract entered into by the Company) has now, or has had, in the two year period ending on the date of this Prospectus, any interest in:

- (a) the formation or promotion of the Company; or
- (b) property acquired or proposed to be acquired by the Company in connection with its formation or promotion or the Rights Issue; or
- (c) the Rights Issue.

Except as disclosed in this Prospectus, no amounts of any kind (whether in cash or Shares or otherwise) have been paid or agreed to be paid to any Director or to any company or firm with which a Director is associated to induce him or her to become, or to qualify as, a Director, or otherwise for services rendered by him or her or any company or firm with which the Director is associated in connection with the formation or promotion of the Company or the Rights Issue.

Directors' Holdings

Set out below are details of Directors' relevant interest in the securities of the Company as at the date of this Prospectus:

Directors	Associates	Shares	Options
Peter Allchurch	Haifa Pty Ltd ¹	2,225,000	2,225,000
Albert Jamieson		-	-
Chris Davies	-	-	-
John Lewins	C.Nicoletti-Lewins ²	2,000	1,000,000
Michael Blakiston	Emerald Corp ³	50,000	425,000
Eric Hughes	-	20,000	379,000

¹ P Allchurch is a shareholder and Director in Haifa Pty Ltd, and Azuree Pty Ltd.

² Mrs C Nicolletti Lewins is Mr Lewins' wife and associate and is the beneficial owner of the options.

³ M Blakiston is a director of, and a discretionary beneficiary of the trust for which Emerald Corporation Pty Ltd is the trustee.

Directors' Remuneration

The provisions of the Company's constitution relating to the remuneration of Directors are as follows:

Clause 13.8: The Directors shall be paid out of the funds of the Company by way of remuneration for their services as Directors such sum as may from time to time be determined by the Company in general meeting, to be divided among the Directors in such proportions as they shall from time to time agree or in default of agreement equally. Fees payable to non-executive Directors shall be by a fixed sum and not by a commission on or percentage of profits or operating revenue. Remuneration payable to executive Directors shall not include a commission on or a percentage of operating revenue. The remuneration of a Director shall be deemed to accrue from day to day.

Clause 13.9: The Directors shall be entitled to be paid reasonable travelling, hotel and other expenses incurred by them respectively in or about the performance of their duties as Directors. If any of the Directors being willing shall be called upon to perform extra services or make any special exertions on behalf of the Company or the business thereof, the Directors may remunerate such Director in accordance with such services or exertions, and such remuneration may be either in addition to or in substitution for his share in the remuneration provided for by clause 13.8.

Clause 17.2: The Managing Director or an executive Director shall, subject to the terms of any agreement entered into in a particular case, receive such remuneration (whether by way of salary, commission or participation in profits, or partly in one way and partly in another) as the Directors may determine provided that no executive Director shall be paid as the whole or part of his remuneration a commission on or percentage of operating revenue.

5.8 Interests of Named Persons

Except as disclosed in this Prospectus, no expert, or any other person named in this Prospectus as performing a function in a professional advisory or other capacity in connection with the preparation or distribution of the Prospectus, nor any firm in which any of those persons is or was a partner nor any company in which any of those persons is or was associated with, has now, or has had, in the two year period ending on the date of this Prospectus, any interest in:

- (a) the formation or promotion of the Company; or
- (b) property acquired or proposed to be acquired by the Company in connection with its formation or promotion or the Rights Issue; or

(c) the Rights Issue.

Except as disclosed in this Prospectus, no amounts of any kind (whether in cash or Shares or otherwise) have been paid or agreed to be paid to any expert, or any other person named in this Prospectus as performing a function in a professional advisory or other capacity in connection with the preparation or distribution of the Prospectus, or to any firm in which any of those persons is or was a partner or to any company in which any of those persons is or was associated with, for services rendered by that person in connection with the formation or promotion of the Company or the Rights Issue.

Blakiston & Crabb has acted as solicitor to the Rights Issue and in that capacity has been involved in providing legal advice to the Company in relation to the Rights Issue. In respect of this work, the Company will pay approximately \$15,000 for these services (exclusive of GST). Blakiston & Crabb has provided other professional services to the Company during the last 2 years totalling approximately \$180,000 (not including disbursements and GST).

HLB Mann Judd has acted as auditor for the Company previously. For its services, the Company has paid fees during the last 2 years totalling approximately \$33,878.

DJ Carmichael Pty Limited trading as DJ Carmichael & Co has acted as the sponsoring broker to the Rights Issue. In respect of its work as sponsoring broker to the Rights Issue, the Company will pay DJ Carmichael Pty Limited trading as DJ Carmichael & Co \$20,000 (plus GST) plus out of pocket expenses.

Lonmin plc has entered into the agreement referred to in section 5.6 with the Company pursuant to which it has been granted the right to subscribe for a second tranche of up to 66.75 million Shares at \$0.60 cents per Share. This right may be exercised by Lonmin plc once the bankable level feasibility study has been completed. Lonmin plc has acted as underwriter to the Company in relation to this Prospectus. In respect of its work as underwriter to the Rights Issue, the Company will reimburse Lonmin plc approximately \$60,000.00 (plus GST).

5.9 Expenses of the Rights Issue

The estimated amount of the expenses of the Rights Issue, including advisers' fees, printing and distribution costs and other miscellaneous expenses, is approximately \$100,000 including the reimbursement of costs to Lonmin plc, which has been paid or is payable by the Company.

5.10 Consents

Each of the parties referred to in this Section 5.10:

- (a) does not make, or purport to make, any statement in this Prospectus or on which a statement made in the Prospectus is based other than as specified in this Section; and

- (b) to the maximum extent permitted by law and section 728 of the Act, expressly disclaims and takes no responsibility for any part of this Prospectus other than a reference to its name and a statement included in this Prospectus with the consent of that party as specified in this section.

HLB Mann Judd has given its written consent to the inclusion of the Statement of Financial Position as at 30 June 2002 audited by it and to all statements referring to the Statement of Financial Position in the form and context in which they appear and has not withdrawn such consent before lodgement of this Prospectus with the ASIC.

Each of the following has consented to being named in the Prospectus in the capacity as noted below and have not withdrawn such consent prior to the lodgment of this Prospectus with the ASIC:

- (a) Blakiston & Crabb as solicitors to the Company;
- (b) HLB Mann Judd as auditor for the Company;
- (c) Lonmin plc as underwriter of the Rights Issue;
- (d) DJ Carmichael Pty Limited trading as DJ Carmichael & Co as the sponsoring broker; and
- (e) Security Transfer Registrars Pty Ltd as share registry.

5.11 **Litigation**

The Company is not involved in any legal or arbitration proceedings, nor, so far as the Directors are aware are any such proceedings pending or threatened against the Company which are regarded as material.

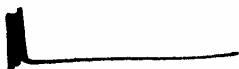
Section 6 DIRECTORS RESPONSIBILITY STATEMENT AND CONSENT

The Directors state that they have made all reasonable enquiries and on that basis have reasonable grounds to believe that any statements made by the Directors in this Prospectus are not misleading or deceptive and that in respect to any other statements made in the Prospectus by persons other than Directors, the Directors have made reasonable enquiries and on that basis have reasonable grounds to believe that persons making the statement or statements were competent to make such statements, those persons have given their consent to the statements being included in this Prospectus in the form and context in which they are included and have not withdrawn that consent before lodgement of this Prospectus with the ASIC, or to the Directors knowledge, before any issue of New Shares pursuant to this Prospectus.

The Prospectus is prepared on the basis that certain matters may be reasonably expected to be known to likely investors or their professional advisers.

Each Director has consented to the lodgement of this Prospectus with the ASIC and has not withdrawn that consent.

Dated: 8 October 2002



Signed for and on behalf of Platinum Australia Limited
by Michael Blakiston, Director

Section 7 KEY DEFINITIONS

"ASIC"	means Australian Securities and Investments Commission;
"ASX"	means Australian Stock Exchange Limited;
"Business Day"	means every day other than a Saturday, Sunday, New Year's Day, Good Friday, Easter Monday, Christmas Day, Boxing Day and any other day that ASX declares is not a business day;
"Closing Date"	means 5.00pm WST 13 November 2002
"Company"	means Platinum Australia Limited ACN 093 417 942;
"Corporations Act"	means the Corporations Act 2001;
"Directors"	means the Directors of the Company;
"Entitlement" or "Rights"	means the entitlement of an Existing Shareholder to apply for New Shares under the Rights Issue;
"Entitlement and Acceptance Form"	means the entitlement and acceptance form accompanying this Prospectus;
"Existing Shareholder"	means those shareholders of the Company whose details appear on the Company's register of shareholders as at the Record Date;
"Expiry Date"	means the date which is 13 months after the date of this Prospectus;
"Listing Rules"	means the Listing Rules of ASX;
"New Share"	means a Share issued pursuant to this Prospectus;
"Prospectus"	means this Prospectus and includes any electronic version of this Prospectus;
"PGM's"	means platinum group metals;
"Record Date"	means 5.00pm WST on Thursday 17 October 2002;
"Rights Issue"	means the issue pursuant to this Prospectus of approximately 9,580,000 New Shares on the basis of 4 New Shares for every 25 Shares held on the Record Date at an issue price of \$0.32 per New Share, to raise approximately \$3,065,000.
"SCH Business Rules"	has the same meaning as in the Corporations Act;

"Share"	means an ordinary fully paid share in the capital of the Company;
"Share Registry"	means Security Transfer Registrars Pty Ltd;
"Shortfall"	means the New Shares forming Entitlements, or parts of Entitlements, not accepted by Existing Shareholders;
"Underwriter"	means Lonmin plc, a company incorporated in the United Kingdom;
"Underwriting Agreement"	means the underwriting agreement between the Company and the underwriter dated 26 September 2002;
"WST"	means Australian Western Standard Time; and
"\$"	means an Australian dollar.