



UXA Resources Limited

ABN 65 112 714 397

The Manager
Companies Announcements Office
Australian Securities Exchange

NON-RENOUNCEABLE RIGHTS ISSUE - SHORTFALL NOTICE

UXA Resources Limited (**UXA**) refers to its 10 for 25 non-renounceable pro-rata rights issue announced on 17 August 2011 (**Rights Issue**).

This Notice is given in accordance with Appendix 7A of the ASX Listing Rules.

A total of 139,462,385 new shares were offered under the Rights Issue. The Rights Issue closed on 14 September 2011 with valid acceptances for 25,299,345 new shares (subject to clearance of application moneys received) at an issue price of \$0.015 per share raising a total of A379,490.18 (before costs).

The issued capital of the Company following allotment of the shares under the Rights Issue is:

	Number of Shares
Issued capital prior to Rights Issue	348,655,962
Shares to be issued under the Rights Issue (excluding Shortfall Shares)	25,299,345
Issued capital after Rights Issue (excluding Shortfall Shares)	373,955,307

The total shortfall under the Rights Issue is 114,163,040 shares (**Shortfall Shares**):

	Number of Shares
Maximum number of shares offered under the Rights Issue	139,462,385
Shares to be issued under the Rights Issue (excluding Shortfall Shares)	25,299,345
Shortfall Shares	114,163,040

Having reserved the right to do so in the Offer Memorandum, the UXA Board may place the Shortfall Shares at its discretion. Any of the Shortfall Shares placed by the UXA Board will:

- be placed at a price that is not less than \$0.015 per share, being the issue price for shares under the Rights Issue; and
- be issued within 3 months of the closing date of the Rights Issue.

Yours faithfully,

Graham Seppelt
Company Secretary
19 September 2011