

Folkestone Limited

ACN 004 715 226
Suite 8, 14 Lionel Road
Mount Waverley, Victoria 3149
P. O. Box 229
Mulgrave, Victoria 3170
Telephone: 03) 9543 2544
Facsimile: 03) 9544 6290
email: office@folkestone.com.au
website: www.folkestone.com.au

ASX RELEASE

4 May 2010

Folkestone confirms completion of Placement and appointment of non-executive directors.

Folkestone Limited (ASX:FLK) today announced that it had concluded the strategic placement announced to the market on 29 April 2010.

Folkestone has issued 12,970,204 ordinary shares at a price of 12¢ per share providing total proceeds of \$1,556,424.48. Please refer to the attached Appendix 3B for further information.

The offer of fully paid ordinary shares is being made without a prospectus pursuant to Part 6D.2 of the Corporations Act and this notice is being given pursuant to section 708A(5)(e) of the Corporations Act. As at the date of this notice the Company has complied with its financial reporting and auditing obligations under Chapter 2M of the Corporations Act and its continuous disclosure obligations under section 674 of the Corporations Act. In particular, there is no information which the Company has withheld from ASX Listing Rule 3.1 disclosure under the confidentiality carve-out from disclosure.

Folkestone is also pleased to confirm that Mr Greg Paramor and Mr Hugh Gurner have accepted the invitation to join the Board of Folkestone with effect from 4 May 2010.

For further information regarding this announcement, please contact:

Mr Oscar Guglielmi
CEO & Managing Director
Folkestone Limited
03-9543-2544

Mr Scott Martin
CFO & Company Secretary
Folkestone Limited
03-9543-2544

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

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

FOLKESTONE LIMITED

ABN

21 004 715 226

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 | Fully paid ordinary shares |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 12,970,204 |
| 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) | As per all other ordinary shares on issue |

+ See chapter 19 for defined terms.

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Appendix 3B
New issue announcement

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<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>12 cents per share</p>				
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Issue of shares pursuant to 15% placement announced on 29 April 2010</p>				
<p>7 Dates of entering ⁺securities into uncertificated holdings or despatch of certificates</p>	<p>4 May 2010</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="width: 50%;">Number</th> <th style="width: 50%;">⁺Class</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">99,438,228</td> <td style="text-align: center;">Ordinary Shares</td> </tr> </tbody> </table>	Number	⁺ Class	99,438,228	Ordinary Shares
Number	⁺ Class				
99,438,228	Ordinary Shares				

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	Number	+Class
9	Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	303,000 Employee Performance Rights
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	No Change

Part 2 - Bonus issue or pro rata issue

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

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

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33 +Despatch date

n/a

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

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New issue announcement

Entities that have ticked box 34(b)

38	Number of securities for which +quotation is sought	n/a
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39	Class of +securities for which quotation is sought	n/a
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40	<p>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 	n/a
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41	<p>Reason for request for quotation now</p> <p>Example: In the case of restricted securities, end of restriction period</p> <p>(if issued upon conversion of another security, clearly identify that other security)</p>	n/a
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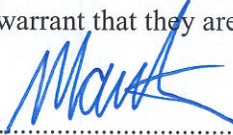
42	Number and +class of all +securities quoted on ASX (including the securities in clause 38)	Number	+Class
		n/a	n/a

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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: 4 MAY 2010
(Director/Company secretary)

Print name: SCOTT MARTIN.....
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