



GREENLAND

MINERALS AND ENERGY LTD

16 October 2012

Company Announcements Office
Australian Securities Exchange

Dear Sir/Madam

Cleansing Notice under 708A(5)(e) of the Corporations Act 2001

This notice is given by Greenland Minerals and Energy Limited (ASX:GGG) (the "Company") pursuant to section 708A(5)(e) of the Corporations Act 2001 ("Act").

On the 15 October 2012, the Company issued 74,824,997 fully paid ordinary shares and 4,999,520 unlisted options with an exercise price of \$0.75, exercisable on or before 15th October 2014. The securities were issued in accordance with the terms of the amended settlement to acquire the remaining 39% interest in the Company's Kvanefjeld project, as announced to the ASX 6th October 2012 and approved by shareholders on the 8th October 2012.

The Company notifies ASX under section 708A(5)(e) Act that:

- (a) this notice is being given under section 708A(5)(e) of the Act;
- (b) the Company issued the securities without disclosure to investors under Part 6D.2 of the Act;
- (c) as at the date of this notice, the Company has complied with the provisions of Chapter 2M of the Act as they apply to the Company and with section 674 of the Act; and
- (d) as at the date of this notice, there is no information that is excluded information for the purposes of sections 708A(7) and (8) of the Act.

Yours faithfully

Miles Guy
Company Secretary



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

Greenland Minerals and Energy Limited

ABN

85 118 463 004

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 | Quoted shares and unlisted options |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | (i) 74,824,997 Ordinary fully paid shares
(ii) 4,999,520 Unlisted options |
| 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) | (i) Ordinary fully paid shares
(ii) Unlisted options with an exercise price of \$0.75, exercisable on or before 15/10/2014 |

4	<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	<div>(i) Yes</div> <div>(ii) No</div>	
5	Issue price or consideration	<div>(i) 74,824,997 shares – deemed price of \$0.45 cents per share.</div> <div>(ii) NA</div>	
6	<p>Purpose of the issue</p> <p>(If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	Shares and unlisted options were issued as settlement consideration for the acquisition of the remaining 39% interest in the Company’s Kvanefjeld project, as per share holder approval.	
7	Dates of entering ⁺ securities into uncertificated holdings or despatch of certificates	<div>(i) 15/10/2012</div> <div>(ii) 15/10/2012</div>	
8	Number and ⁺ class of all ⁺ securities quoted on ASX (including the securities in clause 2 if applicable)	Number	⁺ Class
		539,479,385	FPO

	Number	+Class
9	Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	<div>17,450,000</div> <div>4,999,520</div> <div>7,000,000</div> <div>750,000</div> <div>Performance rights</div> <div>Unlisted options exercisable @ \$0.75 on or before 15/10/2014</div> <div>Unvested unlisted employee performance options exercisable @ \$1.75 on or before 30/06/2013</div> <div>Unlisted Employee options exercisable @0.25 on or before 31/03/2013</div>
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	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 as A and B of item 1 of 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

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.
- 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 is 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:

Company Secretary

Date: 16 October 2012

Print name: Miles Guy

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