

Level 4, 109 St Georges Terrace, Perth, Western Australia, 6000
PO Box Z5301, St Georges Terrace, Perth, Western Australia, 6831
Telephone: (61 8) 9322 6311
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Ref: L3138
28th November 2006

Susan Min
Office of International Corporate Finance
Div of Corporate Finance
Securities and Exchange Commission
Room 3628
Washington DC 20549
United States of America.

SUPPL

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2006 DEC 14 A 10:38
OFFICE OF INTERNATIONAL
CORPORATE FINANCE

Dear Ms Min,

Ref: Exemption No / Filing No: 82-1235 Mount Burgess Mining NL, Australia.

For your records please find enclosed announcements to the Australian Stock Exchange as follows:

- 06/09/06 Assay Results from Drilling - Kihabe Base Metals Project
- 12/09/06 Employee Share Option Plan
- 12/09/06 Change of Director's Interest Notice
- 15/09/06 Assay Results from Drilling - Kihabe Base Metals Project
- 19/09/06 Assay Results from Drilling - Kihabe Base Metals Project
- 20/09/06 Appointment of Directors
- 26/09/06 Change of Director's Interest Notice
- 27/09/05 Placement of Shares
- 04/10/06 Notice of Annual General Meeting
- 05/10/06 Assay Results from Drilling - Kihabe Base Metals Project
- 10/10/06 Assay Results from Drilling - Kihabe Base Metals Project
- 12/10/06 Change of Director's Interest Notice
- 13/10/06 Assay Results from Drilling - Kihabe Base Metals Project
- 16/10/06 Assay Results from Drilling - Kihabe Base Metals Project
- 23/10/06 Employee Share Option Plan
- 27/10/06 Assay Results from Drilling - Kihabe Base Metals Project
- 31/10/06 Assay Results from Drilling - Kihabe Base Metals Project
- 31/10/06 Quarterly Report for period ending 30 September 2006
- 01/11/06 Notice of General Meeting
- 03/11/06 Change of Director's Interest Notice
- 03/11/06 Assay Results from Drilling - Kihabe Base Metals Project
- 09/11/06 Update to Chairman's Review - Kihabe Base Metals Project
- 09/11/06 Results of Annual General Meeting 2006
- 14/11/06 Zinc Assay Checks - Kihabe Base Metals Project
- 15/11/06 Clarification of Previous Announcement re: Zinc Assay Checks
- 24/11/06 Placement of Shares

PROCESSED
DEC 20 2006
THOMSON
FINANCIAL

We would be grateful if you could please email us a confirmation that these documents have been received.

Yours sincerely
MOUNT BURGESS MINING N.L.

Jan Forrester
Jan Forrester
Company Secretary
encl.

Level 4, 109 St Georges Terrace, Perth, Western Australia, 6000
 PO Box Z5301, St Georges Terrace, Perth, Western Australia, 6831
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 Facsimile: (61 8) 9322 4607 Website: www.mountburgess.com

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OFFICE OF INTERNATIONAL
CORPORATE FINANCE**ASX RELEASE**

6 September 2006

**Assay Results from Drilling, Kihabe Base Metals Project, Botswana
 Mount Burgess Mining N.L. 100%**

Assay results using the ICP-OES method have now been received for RC drill hole KRC038, drilled on section 10,000E (see diagram attached). Two separate drill sections are also attached for section 10,000E, one shows grades for zinc and vanadium and the other shows grades for lead and silver.

Some significant silver values were recorded in this hole.

Results are as follows:

KRC 038

7821568mN/500825mE -60deg/339deg

Drilled to test for mineralization from surface to 50m RL and to test for mineralization to the west of the known mineralised zone.

Zinc

29m - 57m	28m	@ 1.69%
(inc 29m - 31m	2m	@ 2.65%
34m - 42m	8m	@ 2.04%
46m - 53m	7m	@ 2.03%
55m - 57m	2m	@ 2.15%
67m - 78m	11m	@ 1.42%

Lead

29m - 33m	4m	@ 2.16%
38m - 44m	6m	@ 3.07%
50m - 56m	6m	@ 1.70%
75m - 78m	3m	@ 1.40%

Silver*

24m - 34m	10m	@ 31.10 g/t (1.0 oz/t)
36m - 44m	8m	@ 71.75 g/t (2.3 oz/t)
(inc 38m - 43m	5m	@ 96.70 g/t (3.1 oz/t))
50m - 55m	5m	@ 15.63 g/t (0.5 oz/t)
75m - 78m	3m	@ 16.63 g/t (0.5 oz/t)

* All silver grades are uncut.

11m - 16m 5m @ 335ppm
26m - 29m 3m @ 545ppm

The above results are part of an infill drilling programme currently being conducted by the Company, with the intention of upgrading this 2.4km long zone of mineralisation to a JORC compliant resource, down to a vertical depth of 150m.

Further results are pending.

The information in this report that relates to exploration results, together with any related assessments and interpretations, is based on information compiled by Martin Spence, B.Sc., who is a Member of The Australasian Institute of Mining and Metallurgy. Mr Spence is a full time employee of the Company. Mr Spence has sufficient experience which is relevant to the style of mineralisation under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the "Australasian Code for Reporting of Mineral Resources and Ore Reserves". Mr Spence consents to the inclusion in the report of the matters based on this information in the form and context in which it appears.

For further information please contact:

Nigel Forrester

CEO

Mount Burgess Mining N.L

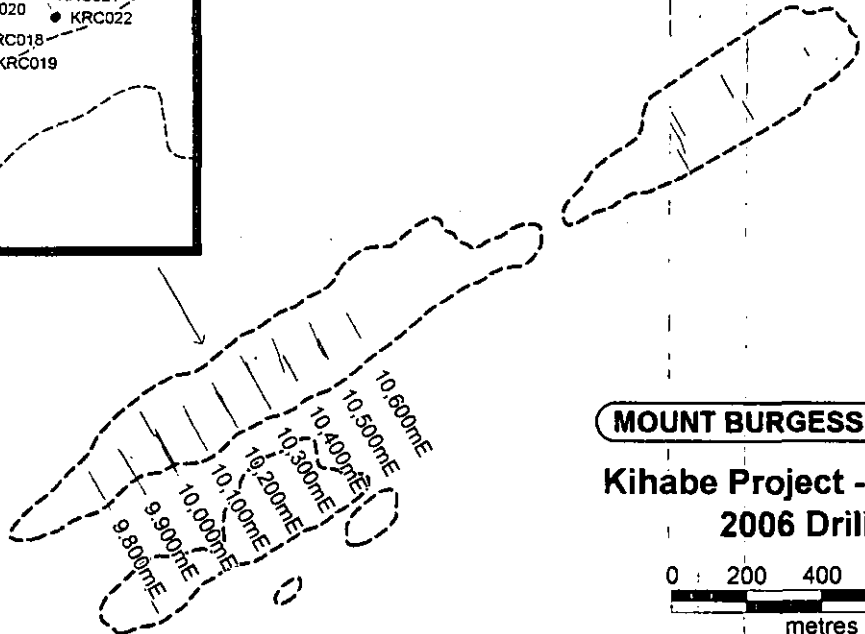
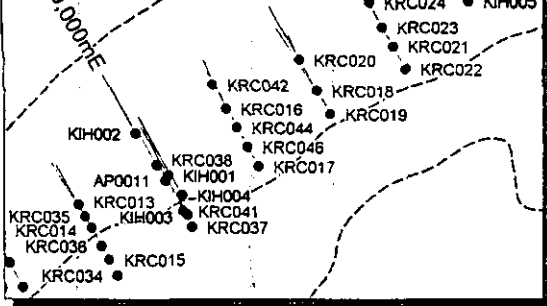
T: ++ 61 89 322 6311

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W: www.mountburgess.com

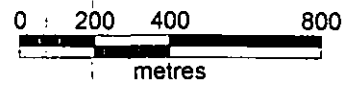
or **Martin Spence**

Director of Exploration

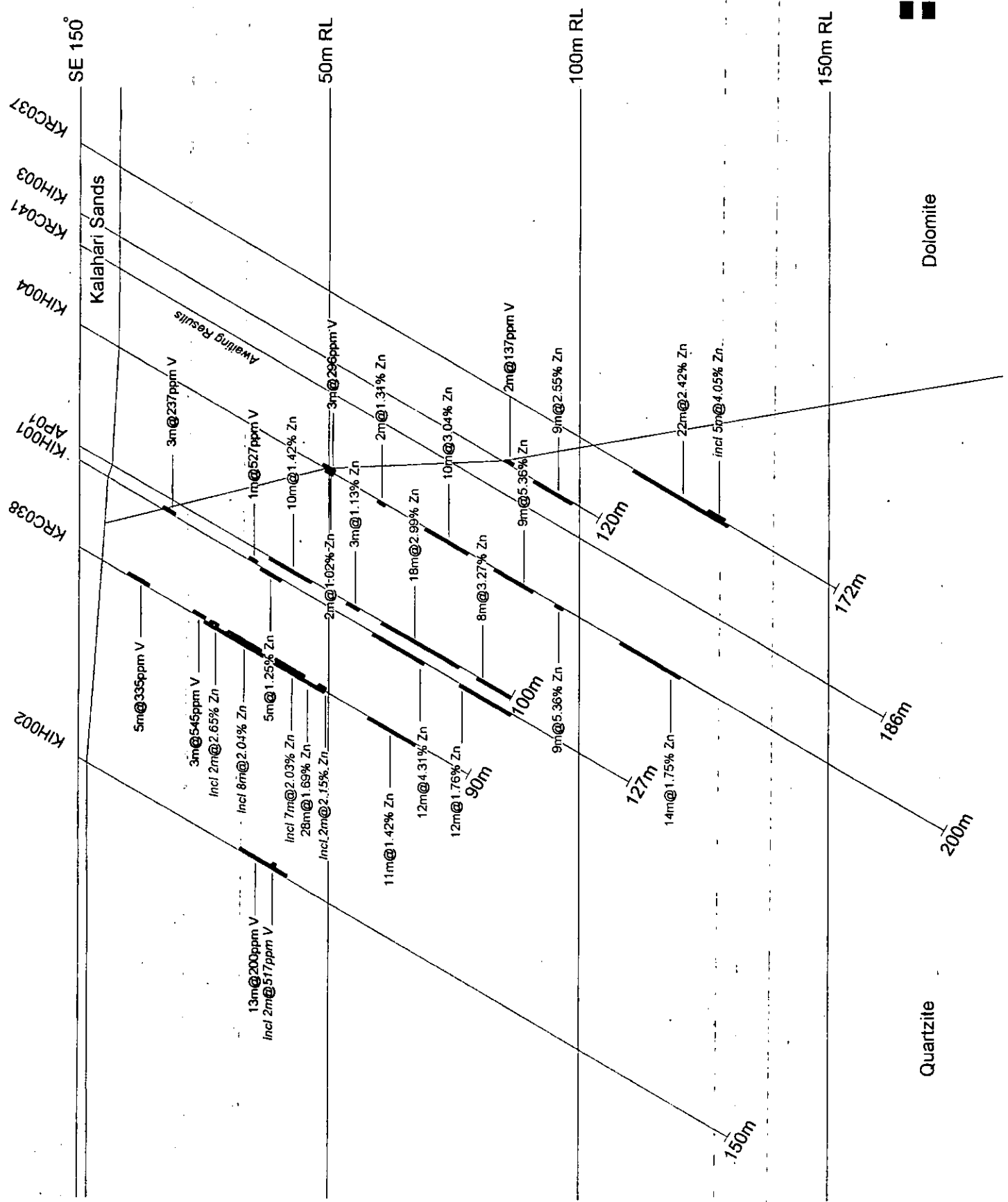


MOUNT BURGESS MINING N.L.

**Kihabe Project - Botswana
2006 Drilling**



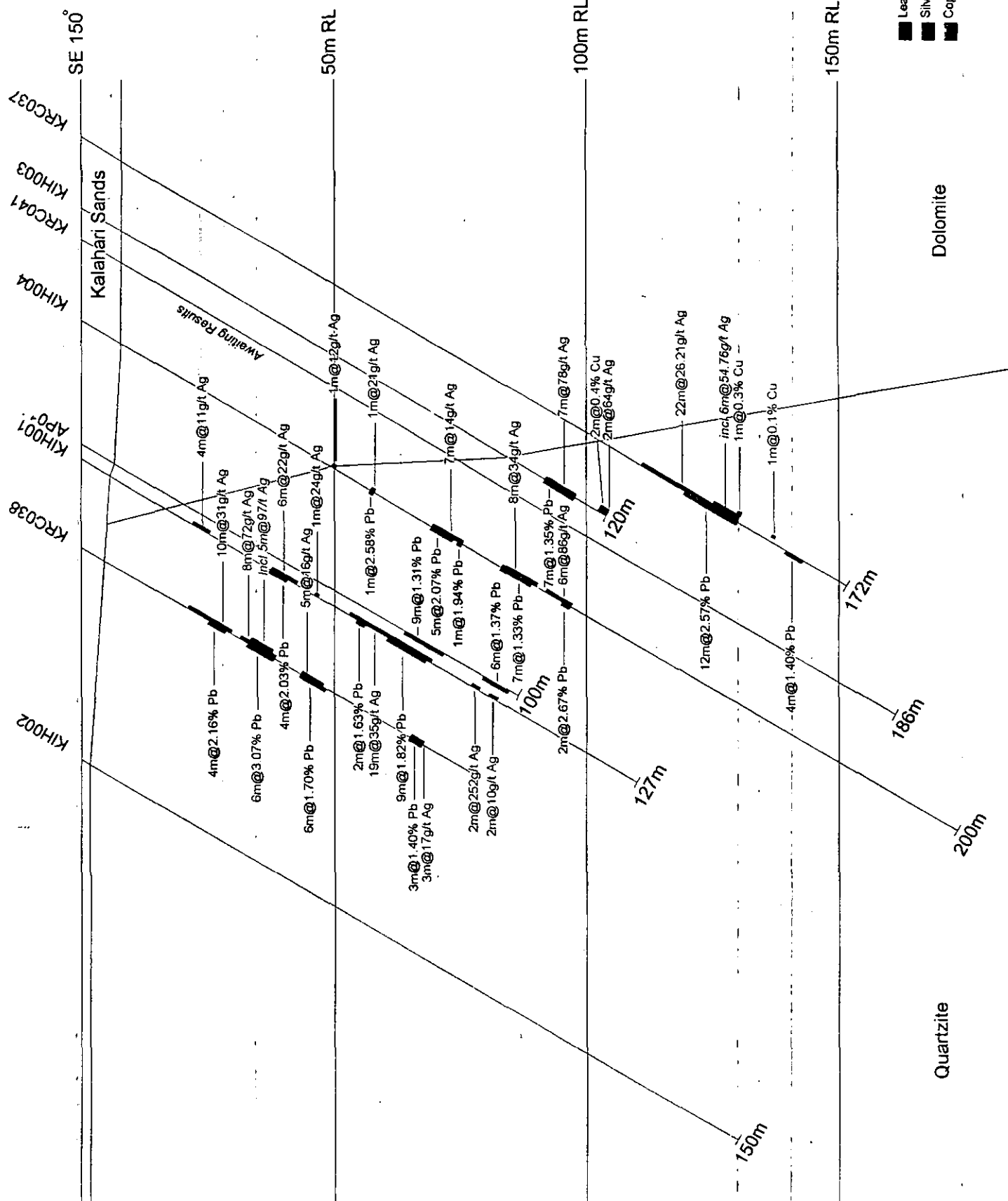
- Zinc Soil Anomaly
- 2003-2004 Drilling
- 2006 Drilling
- Soil Geochem Sampling Area



Vanadium
Zinc

Section 10,000mE showing Zinc & Vanadium Results

50m



Lead
 Silver (grades u)
 Copper

50m

Section 10,000mE showing Lead, Silver & Copper Results

MOUNT BURGESS MINING

ACN: 009 067 476

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12 September 2006

The Australian Stock Exchange Limited
Company Announcements Office
10th Floor
20 Bond Street
Sydney NSW
Australia

Dear Sir,

EMPLOYEE SHARE OPTION PLAN

The Company wishes to advise that in accordance with Clause 11.2(3) of its Employee Share Option Plan whereby an option held by an Eligible Employee immediately lapses upon

"the Eligible Employee ceasing to be an Eligible Employee and not exercising the Option within 30 days following that event, unless a longer period is otherwise determined by the Directors"

the following will apply:

Options Lapsing

ASX Ref MTBAQ 50,000 Options (expiry date 31/12/07)

ASX Ref MTBAI 50,000 Options (expiry date 31/12/09)

These options have not been exercised and have now expired.

Yours faithfully

Jan Forrester
Company Secretary

ACN: 009 067 476

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12 September 2006

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10th Floor
20 Bond Street
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CORPORATE FINANCE

NOTICE UNDER SECTION 708A(5)(e) OF THE CORPORATIONS ACT

For the purposes of 708A of the Corporations Act 2001 ("Commonwealth") ("Act"), the Company has allotted 7,520,000 shares at an issue price of 8 cents without disclosure to investors under Part 6D.2 of the Act, and provides this notice in accordance with Section 708A(5)(e). Further, 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 Section 674 of the Act. In addition, as at the date of this notice there is no "excluded information" (as defined in Section 708A(7) and (8) of the Act), required to be disclosed by the Company.

Jan Forrester
Company Secretary

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

MOUNT BURGESS MINING N.L.

ABN

31 009 067 476

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 Fully Paid**

- 2 Number of *securities issued or to be issued (if known) or maximum number which may be issued **7,520,000**

- 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) **Fully paid ordinary shares @ an issue price of \$0.08 each**

4 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

YES

5 Issue price or consideration

\$0.08

6 Purpose of the issue
(If issued as consideration for the acquisition of assets, clearly identify those assets)

<p>Funds from this placement will be applied to working capital, metallurgical testwork, surveying, geophysical programmes and drilling on the Company's diamond and base metals projects in Namibia and Botswana.</p> <p>An infill drilling programme is underway at the Company's Kihabe base metals project in Botswana, with the intention of bringing the large 2.4km long zone of zinc, lead, silver and vanadium mineralization into a JORC compliant resource/reserve.</p>
--

7 Dates of entering +securities into uncertificated holdings or despatch of certificates

12 September 2006

8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)

Number	+Class
196,435,000	Ordinary Fully Paid

+ See chapter 19 for defined terms.

9 Number and ⁺class of all ⁺securities not quoted on ASX (including the securities in clause 2 if applicable)

Number	⁺ Class
3,000,000	Unlisted employee share options expiring 31/12/10 (ASX Ref MTBAS)
850,000	Unlisted employee share Options expiring 31/12/06 (ASX Ref MTBAO)
50,000	Unlisted employee share Options expiring 31/12/07 (ASX Ref MTBAQ)
2,050,000	Unlisted employee share Options expiring 31/12/09 (ASX Ref MTBAI)
2,800,000	Unlisted employee share Options expiring 31/12/2011 (ASX Ref MTBAC)

All above options exercisable at 25 cents

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

N/A

Part 2 - Bonus issue or pro rata issue

11 Is security holder approval required?-

12 Is the issue renounceable or non-renounceable?

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?

⁺ See chapter 19 for defined terms.

- 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.

- 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 *in full* through a broker?
- 31 How do *security holders sell *part* of their entitlements through a broker and accept for the balance?

+ See chapter 19 for defined terms.

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.

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 (including the securities in clause 38)	

+ See chapter 19 for defined terms.

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: *Nigel Forrester*
(Director)

Date: 12 September 2006

Print name: NIGEL FORRESTER.

====

+ See chapter 19 for defined terms.

ACN: 009 067 476

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2006 DEC 14 A 10:38

OFFICE OF INTERNATIONAL
 CORPORATE FINANCE

ASX RELEASE
 15 September 2006

**Assay Results from Drilling, Kihabe Base Metals Project, Botswana
 Mount Burgess Mining N.L. 100%**

Further assay results using the ICP-OES method have been received from RC infill drilling on the above project, (see diagram attached).

Section 10,100E (see separate sections attached - zinc/vanadium and lead/silver).

KRC 044 7821610N/500917E, -60deg/339deg

Drilled to test for mineralisation down to 100m RL. Some exceptionally high silver values were returned from this hole and will be subject to re-check.

Zinc

58m - 59m	1m	1.57%
67m - 81m	14m	2.95%
(inc 71m - 79m	8m	3.82%)
83m - 86m	3m	2.05%
128m - 139m	11m	2.24%

Lead

67m - 78m	11m	1.69%
83m - 85m	2m	2.10%
131m - 134m	3m	1.84%
137m - 138m	1m	1.34%

Silver*

71m - 89m	18m	98.1 g/t (3.15oz/t)
83m - 86m	3m	495.2 g/t (15.92 oz/t)

* All silver grades are uncut.

Vanadium

12m - 15m	3m	3m @ 389 ppm
18m - 19m	1m	1m @ 366 ppm

KRC 042

KRC042 7821657N/500889E, -60deg/339deg.

This hole was drilled too far west of the mineralised zone but did intersect some near surface vanadium.

Vanadium

9m - 15m	6m	@ 1,303 ppm
(inc 10m - 12m	2m	@ 1,895 ppm)
34m - 35m	1m	@ 297 ppm
49m - 52m	3m	@ 426 ppm
58m - 60m	2m	@ 360 ppm

Section 10,000 (see separate sections attached - zinc/vanadium and lead/silver/copper).

KRC041

7821516N/500855E, -60deg/339deg.

Drilled to test for mineralisation down to 150m RL.

Zinc

90m - 93m	3m	1.76%
115m - 124m	9m	2.71%
134m - 144m	10m	2.25%

Lead

92m - 93m	1m	3.95%
113m - 123m	10m	2.21%
135m - 143m	8m	1.90%
168m - 170m	2m	1.80%

Silver*

90m - 93m	3m	43.80 g/t (1.41oz/t)
115m - 123m	8m	16.37 g/t
135m - 143m	8m	12.96 g/t

* All silver grades are uncut.

Section 9,800 (see section attached)

KRC040

7821460N/500657E, -60deg/339deg.

Drilled to test for mineralisation to 50m RL.

Zinc

49m - 51m	2m	1.88%
52m - 53m	1m	1.14%
54m - 55m	1m	1.09%
74m - 75m	1m	1.77%

Lead

46m - 78m	1m	1.38%
54m - 85m	10m	1.44%
68m - 70m	2m	1.10%

Silver*

54m - 58m	4m	10.72 g/t
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* All silver grades are uncut.

KRC039

7821434N/500672E, -60deg/339deg

Drilled to test for mineralisation down to 100m RL.

Zinc

55m - 57m	2m	1.27%
59m - 67m	8m	1.50%
69m - 70m	1m	2.45%
75m - 78m	3m	1.25%

Lead

66m - 67m	1m	1.43%
69m - 70m	1m	1.87%

Silver*

66m - 67m	1m	10.06 g/t
69m - 70m	1m	114.53 g/t (3.68 oz/t)

* All silver grades are uncut.

KRC043

7821408N/500687E, -60deg/339deg.
Drilled to test for mineralization down to 100m RL.

Zinc

87m - 91m	4m	1.66%
102m - 109m	7m	1.87%

Lead

107m - 108m	1m	1.31%
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The above results are part of an infill drilling programme currently being conducted by the Company, with the intention of upgrading this 2.4km long zone of mineralisation to a JORC compliant resource, down to a vertical depth of 150m.

Further results are pending.

The information in this report that relates to exploration results, together with any related assessments and interpretations, is based on information compiled by Martin Spence, B.Sc., who is a Member of The Australasian Institute of Mining and Metallurgy. Mr Spence is a full time employee of the Company. Mr Spence has sufficient experience which is relevant to the style of mineralisation under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the "Australasian Code for Reporting of Mineral Resources and Ore Reserves". Mr Spence consents to the inclusion in the report of the matters based on this information in the form and context in which it appears.

For further information please contact:

Nigel Forrester
CEO

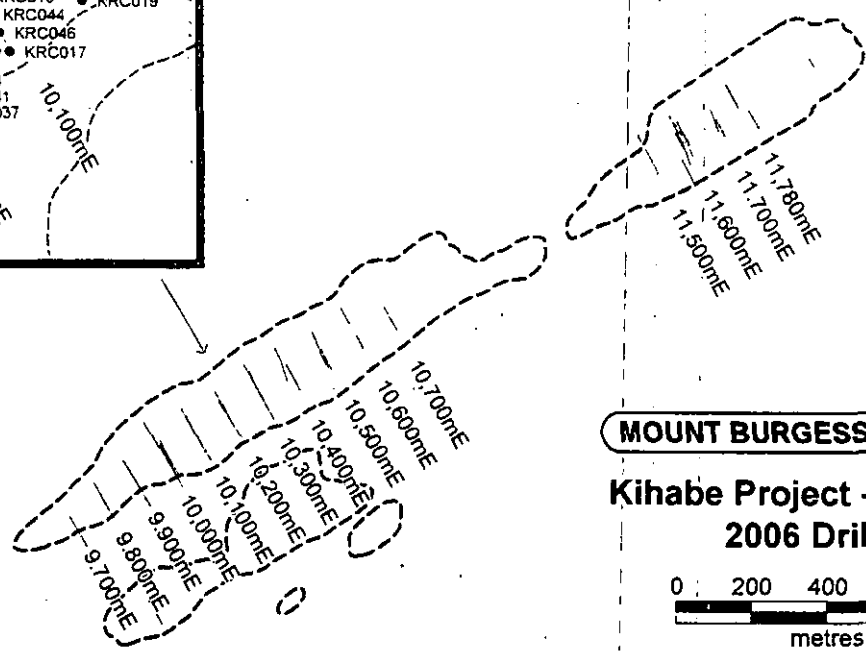
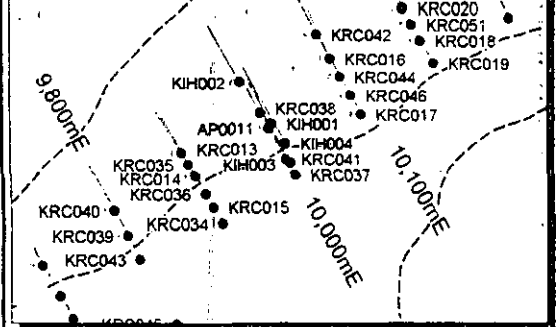
Mount Burgess Mining N.L

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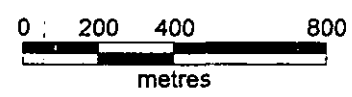
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


or Martin Spence
Director of Exploration

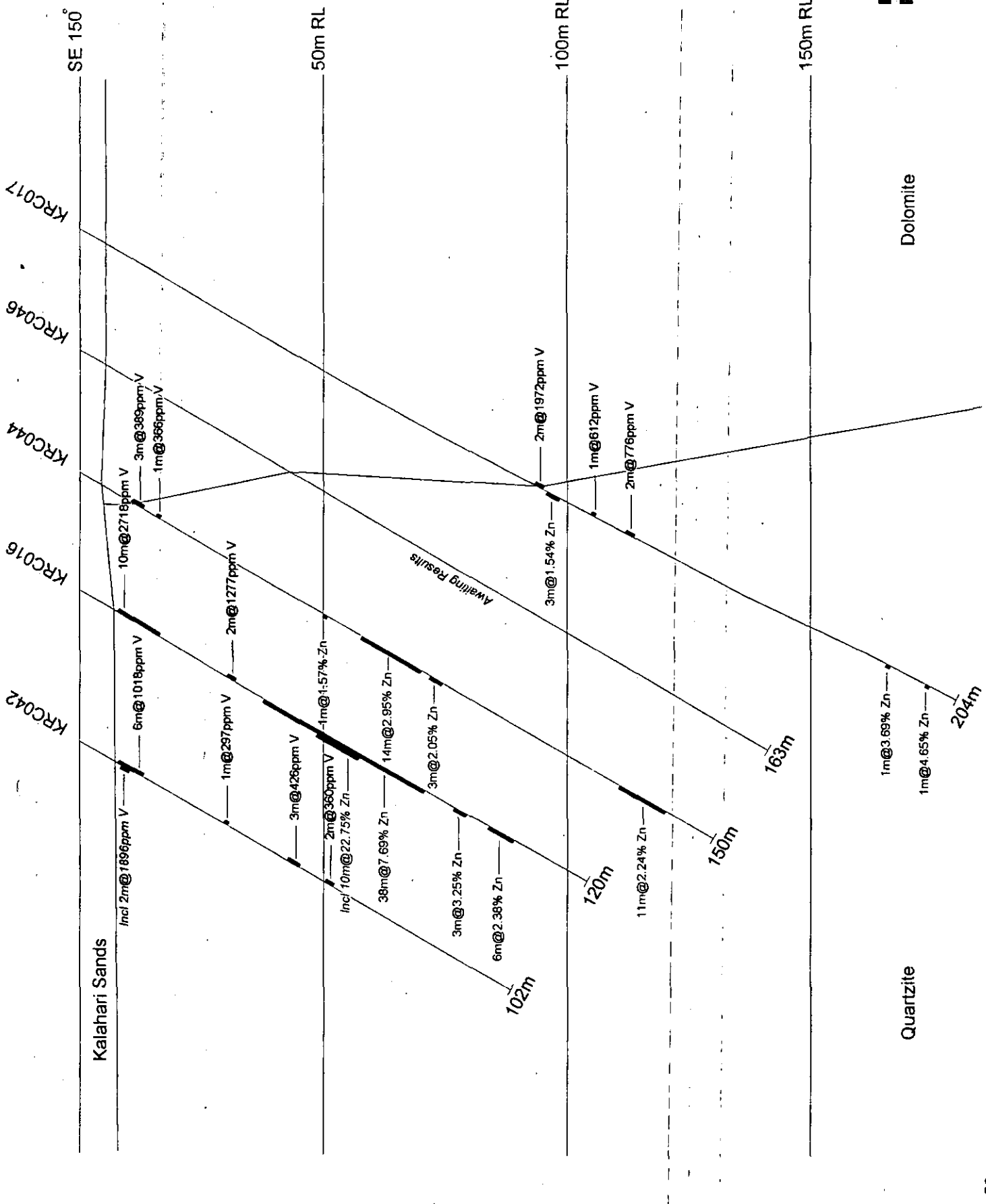


MOUNT BURGESS MINING N.L.

**Kihabe Project - Botswana
2006 Drilling**



-  Zinc Soil Anomaly
-  2003-2004 Drilling
-  2006 Drilling
-  Soil Geochem Sampling Area



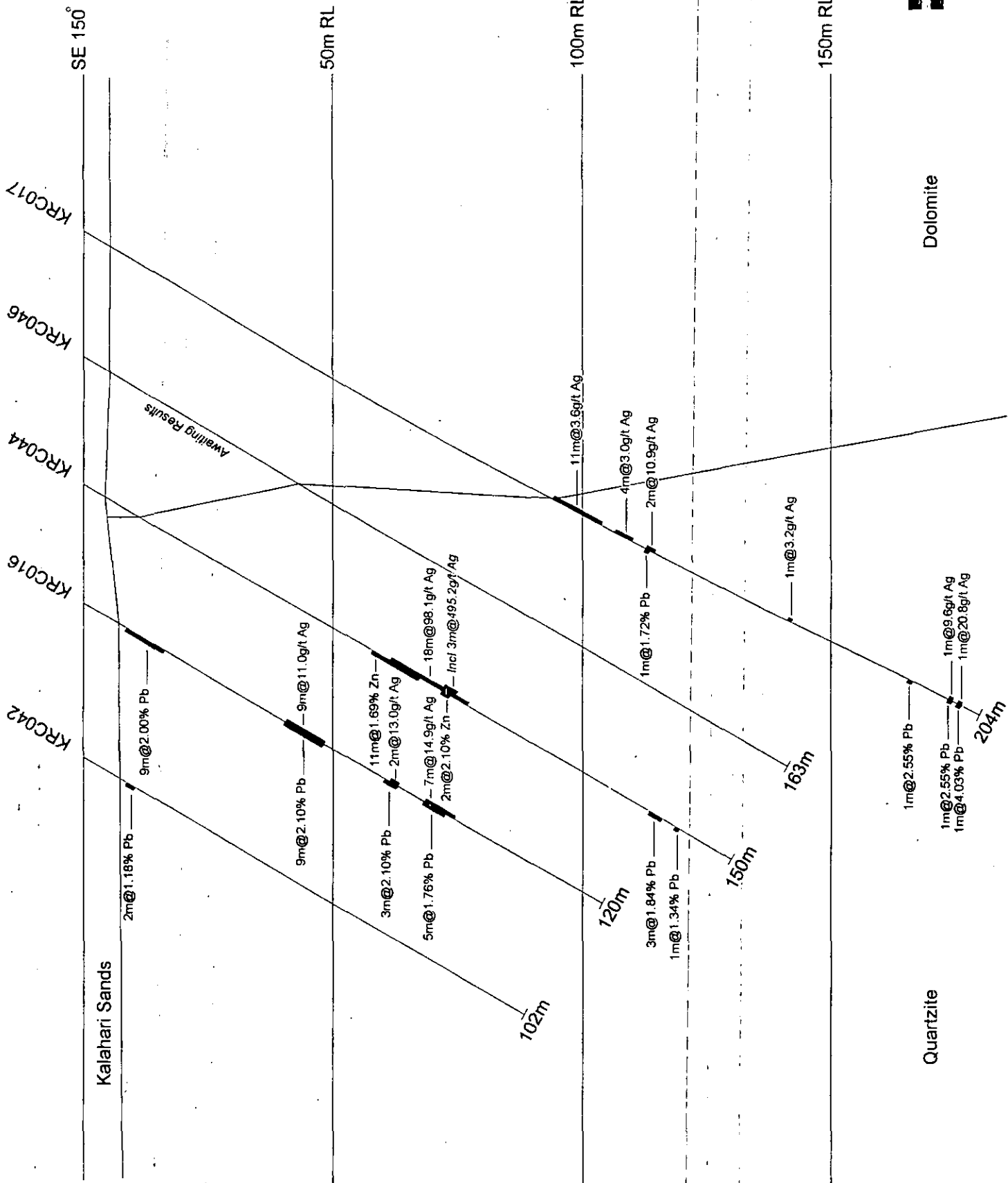
Section 10, 100mE showing Zinc & Vanadium Results

50m

Zinc
Vanadium

Dolomite

Quartzite

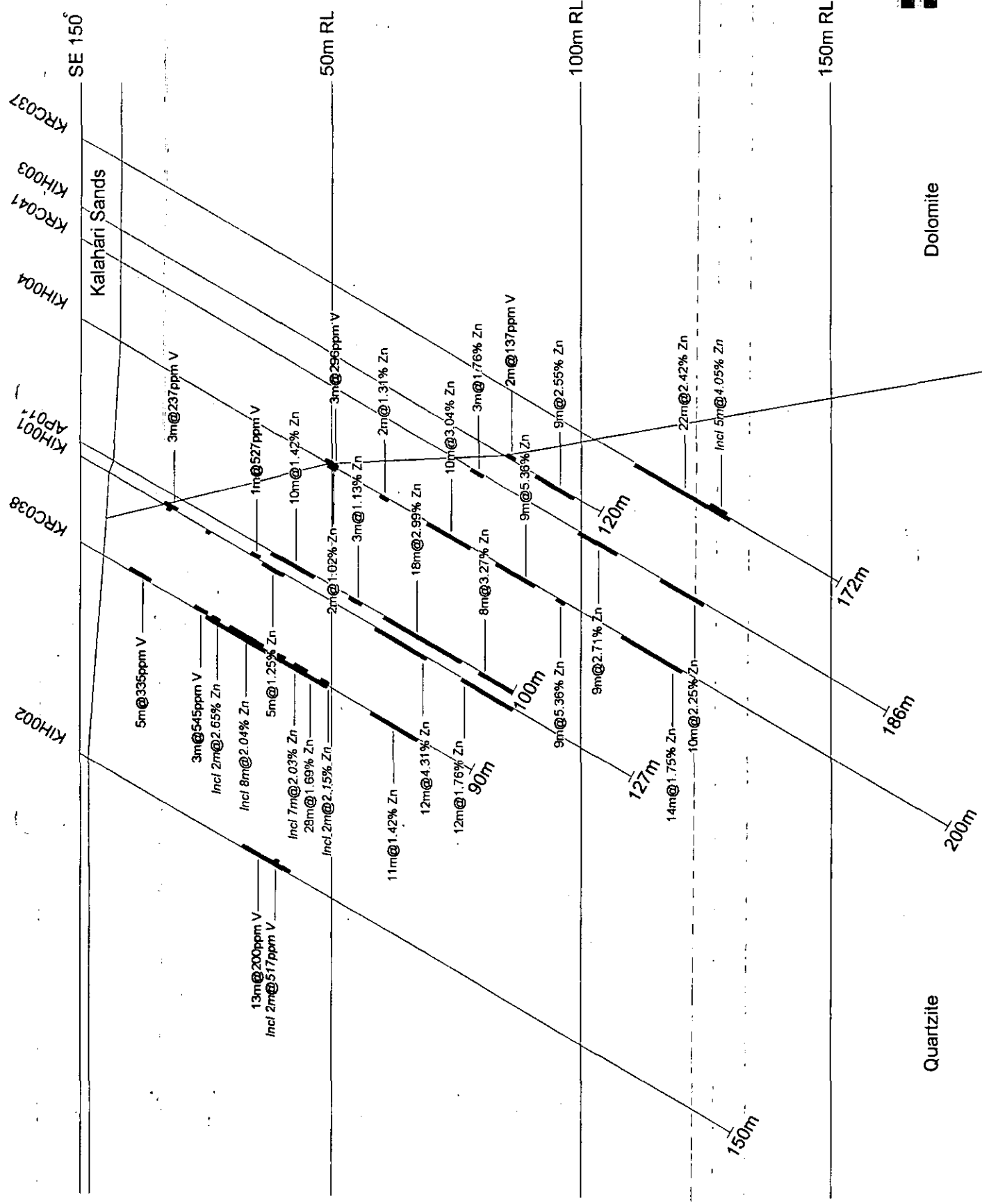


Lead
Silver (uncut)

50m

Section 10, 100mE showing Lead & Silver Results

MOUNT BURGESS MINING N.L.






Zinc
Vanadium

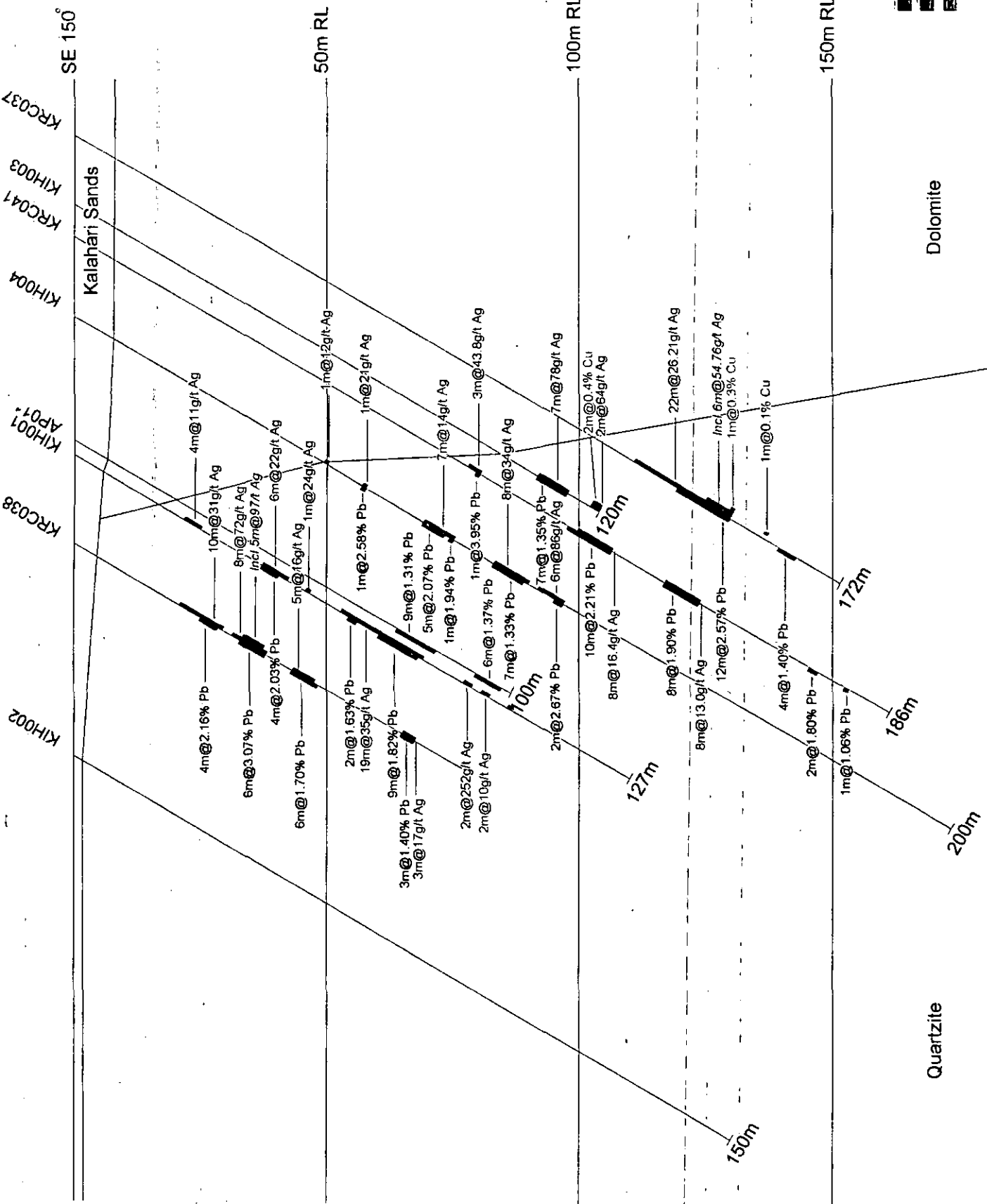
Dolomite

Quartzite

50m

Section 10,000mE showing Zinc & Vanadium Results

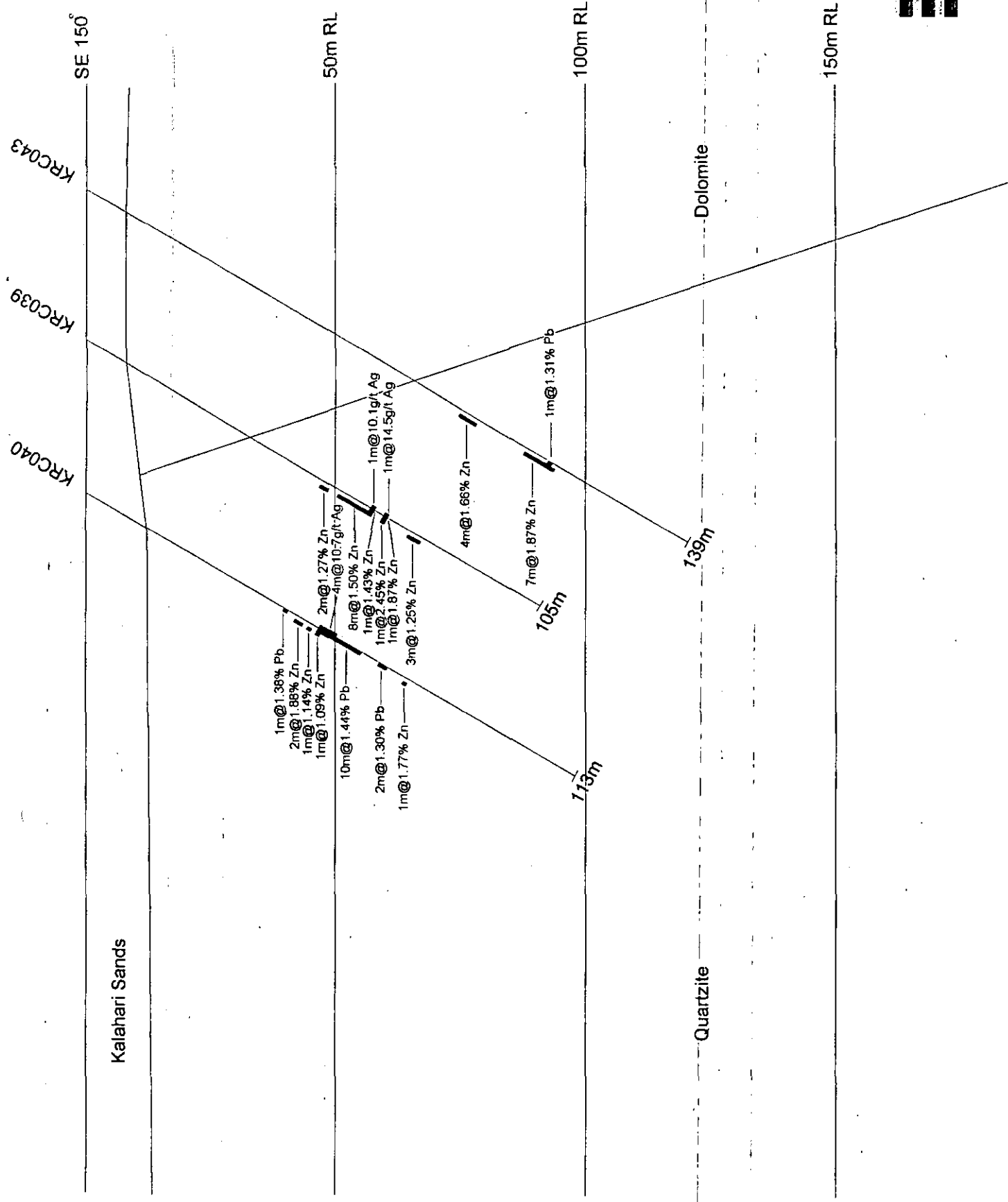
 Lead
 Silver (uncut)
 Copper



Section 10,000mE showing Lead, Silver & Copper Results

50m





50m

Section 9,800mE showing Zinc, Lead & Silver Results

MOUNT BURGESS MINING N.L.

ACN: 009 067 476

Level 4, 109 St Georges Terrace, Perth, Western Australia, 6000
PO Box Z5301, St Georges Terrace, Perth, Western Australia, 6931
Telephone: (61 8) 9322 6311 Email: mtb@mountburgess.com
Facsimile: (61 8) 9322 4607 Website: www.mountburgess.com

ASX RELEASE

19 September 2006

Assay Results from Drilling, Kihabe Base Metals Project, Botswana Mount Burgess Mining N.L. 100%

Further assay results using the ICP-OES method have been received from RC infill drilling on the above project, (see diagram attached).

Section 10,100E (see separate sections attached - zinc/vanadium and lead/silver).

KRC 046

7,821,588N/500,929E Dip -60deg Azimuth 339deg:
Drilled to test for mineralisation down to 150m RL.

Zinc

118m - 132m	14m	4.50%
(inc 125m - 131m)	6m	6.30%
159m - 161m	2m	2.14%

Lead

60m - 61m	1m	2.48%
118m - 132m	14m	2.38%

Silver*

60m - 61m	1m	21.0 g/t
118m - 132m	14m	24.1 g/t

* All silver grades are uncut.

Vanadium

58m - 60m	2m	225ppm
-----------	----	--------

Copper

60m - 61m	1m	1.0%
-----------	----	------

The above results are part of an infill drilling programme currently being conducted by the Company, with the intention of upgrading this 2.4km long zone of mineralisation to a JORC compliant resource, down to a vertical depth of 150m.

Further results are pending.

The information in this report that relates to exploration results, together with any related assessments and interpretations, is based on information compiled by Alexander Meyer, B.Sc., who is a Member of The Australasian Institute of Mining and Metallurgy. Mr Meyer is a full time employee of the Company. Mr Meyer has sufficient experience which is relevant to the style of mineralisation under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the "Australasian Code for Reporting of Mineral Resources and Ore Reserves". Mr Meyer consents to the inclusion in the report of the matters based on this information in the form and context in which it appears.

For further information please contact:

Nigel Forrester
CEO

Mount Burgess Mining N.L.

T: ++ 61 89 322 6311

F: ++ 61 89 322 4607





W: www.mountburgess.com

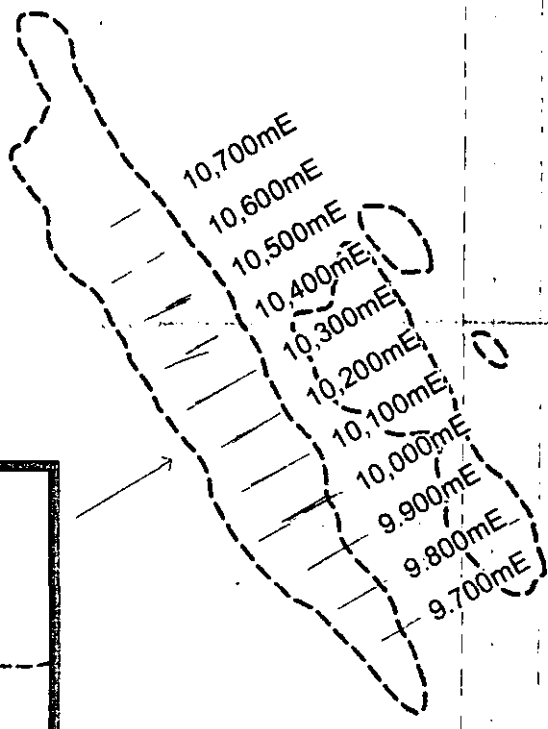
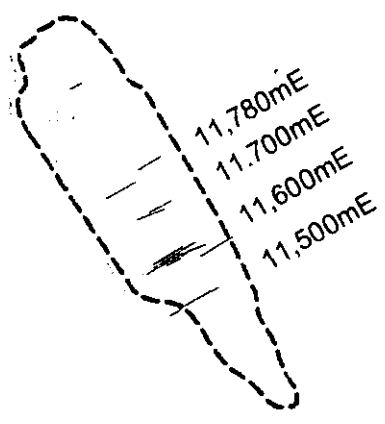
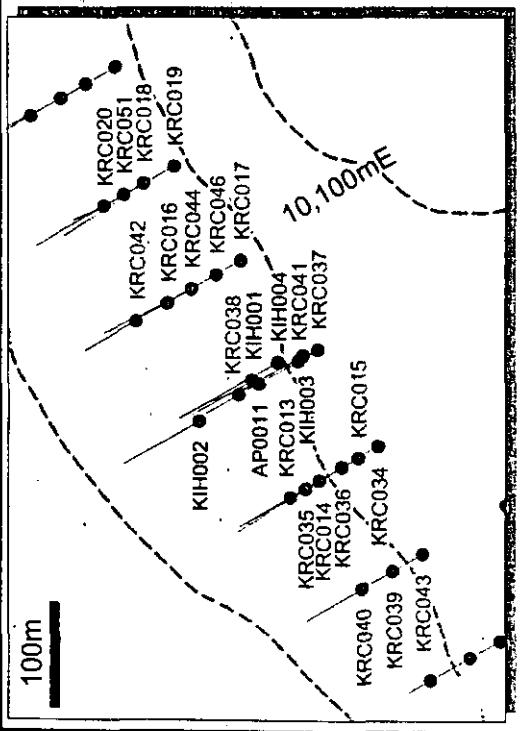
or Alexander Meyer
Exploration Manager

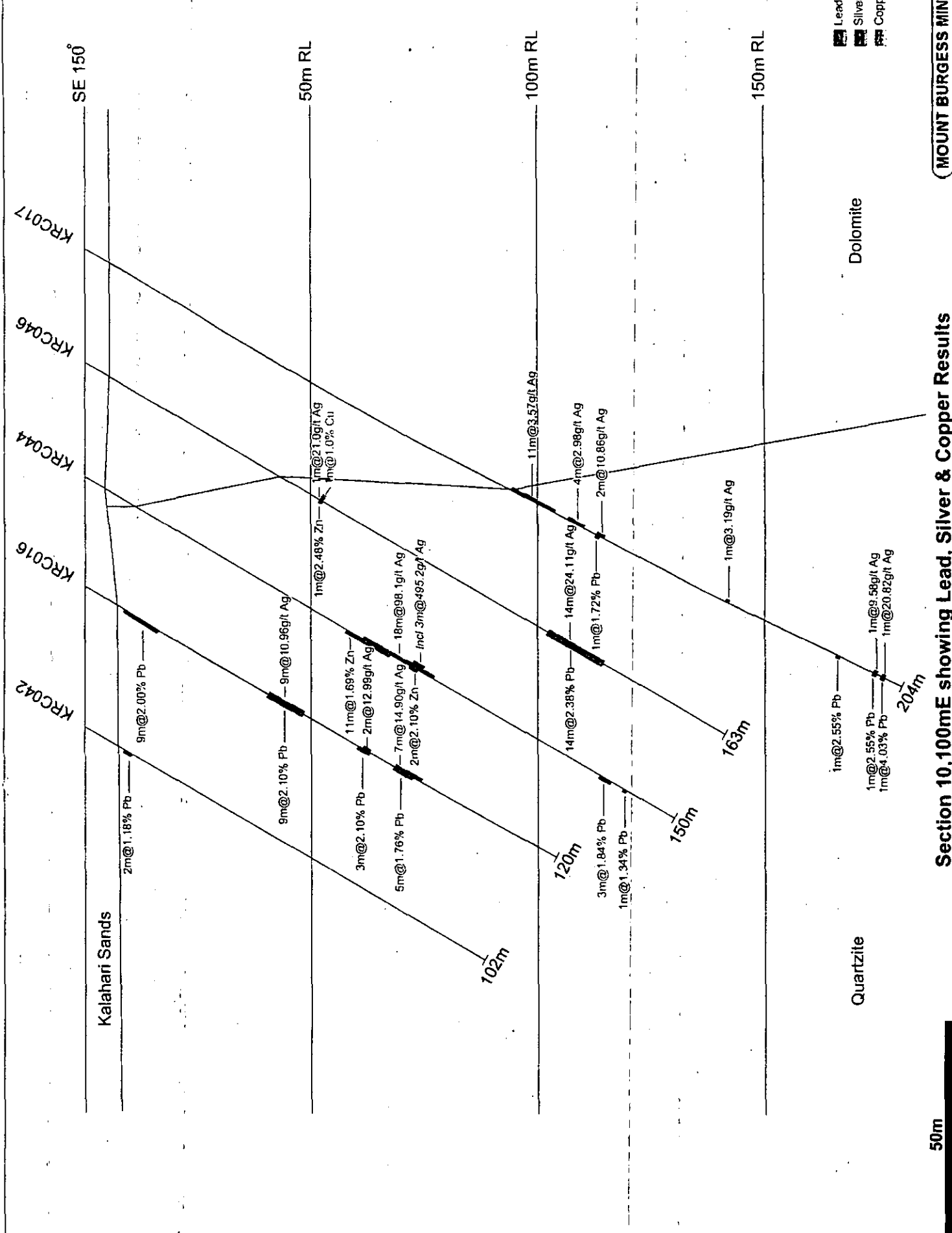
MOUNT BURGESS MINING N.L.

**Kihabe Project - Botswana
2006 Drilling**



-  Zinc Soil Anomaly
-  2003-2004 Drilling
-  2006 Drilling
-  Soil Geochem Sampling Area

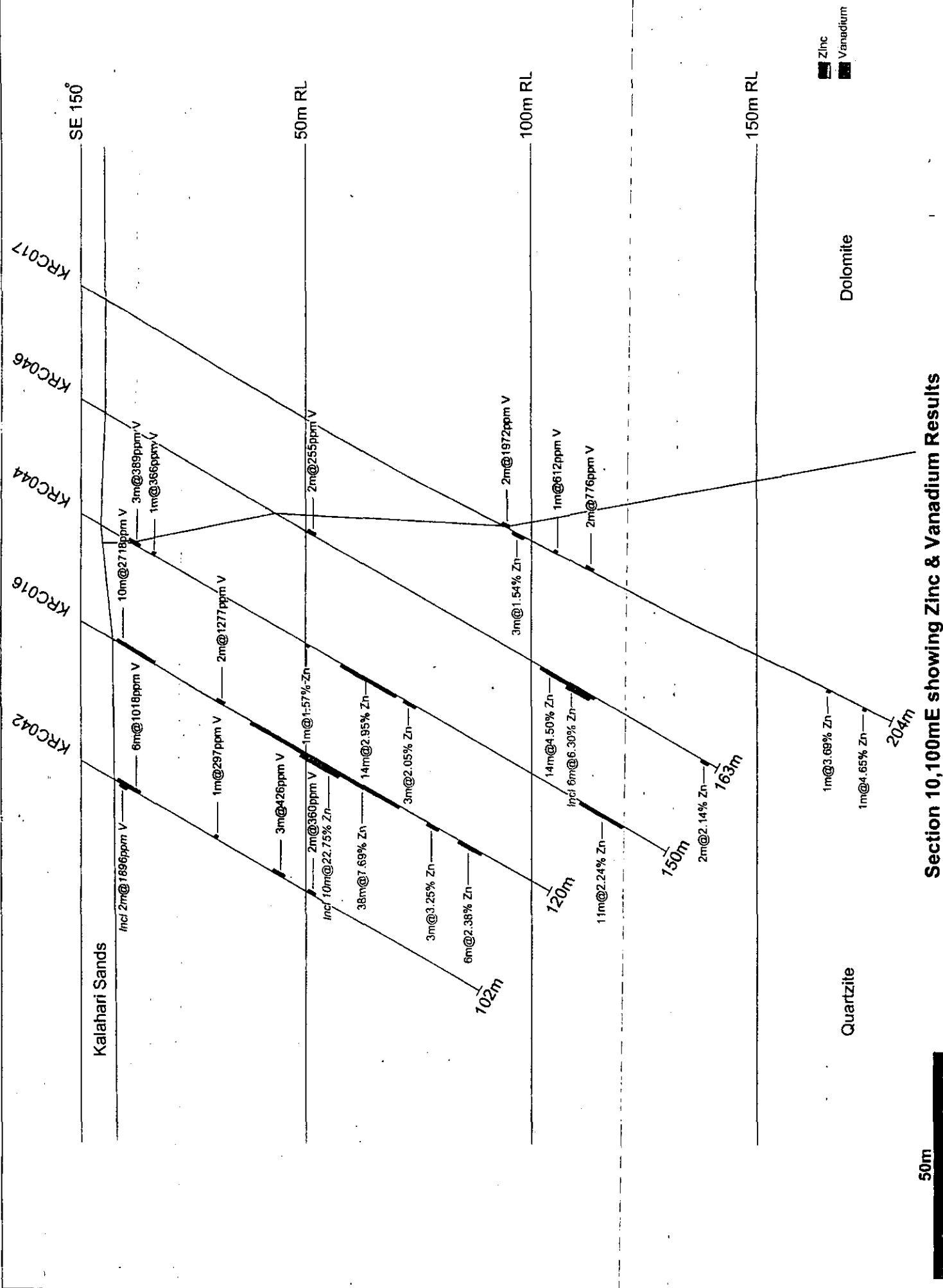




Lead
 Silver (uncut)
 Copper

50m

Section 10, 100mE showing Lead, Silver & Copper Results



50m

Section 10, 100mE showing Zinc & Vanadium Results

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20 September 2006

RESIGNATION AND APPOINTMENT OF DIRECTORS AND MANAGERS

Mr Martin Lindsay Spence, BSc, MAusIMM, has resigned from the Board of the Company as Director of Exploration.

The Company would like to thank Martin for the contribution that he has made over the last two and a half years to the Company's projects and for the considerable amount of time that he has spent away from his family working in Namibia on the Company's Tsumkwe diamond project and in Botswana, on the Company's Kihabe base metals project.

The Company would like to welcome to the Board as Non-Executive Directors, **Mr Giles Rodney (Rod) Dale, FRMIT, FAusIMM, Geologist** and **Mr Allan Mulligan, NHD Dip Metalliferous Mining, MAusIMM, Mining Engineer** and Managing Director of RSV Australia (Pty) Ltd.

Mr Dale qualified in Melbourne as a Geologist in 1959 and has considerable experience in exploring for iron ore, tin, base metals, industrial minerals, gold and uranium. His work has given him extensive exposure in many parts of Australia, Indonesia, China, India, Brazil, Ghana, Zimbabwe and Namibia. Rod has considerable experience in directing mining operations and has held positions as Director and Managing Director of ASX listed exploration and mining companies.

Mr Mulligan qualified in South Africa (Wits Tech) as a mining engineer in 1985 and obtained his Mine Managers Certificate of Competency (RSA) in 1986. Allan has had over 20 years experience in mine management and production, including technical assessments, production economics, mine feasibilities and project design and costing. His previous assessments have included the Murni Murni and Panton platinum and palladium deposits in Australia and currently he consults to the Mibango and Luwumbu joint ventures in Tanzania. Allan has operated in a senior management role on all of Lonmin's large underground platinum mines and as mine manager for several mid sized diamond, gold and base metal mines in South Africa. Since migrating to Australia, Allan has had extensive exposure to the junior exploration sector and has held a Non-Executive Directorship with an ASX listed company.

Mr James Hickey, B Com, has been appointed **Project Development and Operations Manager for the Kihabe Base Metals Project**. James is the former Managing Director of Dowding Reynards and Associates Pacific (DRAP), the South African based process engineering and project management group of companies. James has extensive experience in the management of project feasibility studies for a wide variety of minerals, along with the design, engineering, construction and commissioning of mineral processing plants for base metals, iron ore, gold, diamonds, chromite, manganese, titanium and tungsten.

Mr Alex Meyer, BSc, MAusIMM, currently the Company's Senior Project Geologist has been appointed Exploration Manager.

Nigel Forrester
Chairman & Managing Director

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2006 DEC 14 A 10:38

OFFICE OF INTERNATIONAL
CORPORATE FINANCE

24 September 2006

The Australian Stock Exchange Limited
Company Announcements Office
10th Floor
20 Bond Street
Sydney NSW
Australia

Dear Sir,

EMPLOYEE SHARE OPTION PLAN

The Company wishes to advise that in accordance with Clause 11.2(3) of its Employee Share Option Plan whereby an option held by an Eligible Employee immediately lapses upon

"the Eligible Employee ceasing to be an Eligible Employee and not exercising the Option within 30 days following that event, unless a longer period is otherwise determined by the Directors"

the following will apply:

Options Lapsing

ASX Ref MTBAO	450,000 Options (expiry date 31/12/06)
ASX Ref MTBAI	200,000 Options (expiry date 31/12/09)

These options have not been exercised and have now lapsed.

Yours faithfully

Jan Forrester
Company Secretary

**AMENDMENT TO PREVIOUSLY LODGED CORRECTED
APPENDIX 3Y SHOWING SHARES ACQUIRED NOT
DISPOSED.**

**Appendix 3Y
Change of Director's Interest Notice**

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 30/9/2001.

Name of entity	MOUNT BURGESS MINING N.L.
ABN	31 009 067 476

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Nigel Raymond Forrester
Date of last notice	1 August 2006

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	
DIRECT INTEREST	Nigel Raymond Forrester
INDIRECT INTEREST	Caroline Forrester (daughter) Claire Forrester (daughter)
	Jan Forrester (spouse) EST D M Forrester (late mother)
	Salto Pty Ltd Beta Man Svc. S/F a/c
Date of change	22 September 2006
No. of securities held prior to change	
DIRECT INTEREST	
Nigel Raymond Forrester	5,897,576 ordinary fp shares 1,000,000 unlisted options
INDIRECT INTEREST	
Caroline Forrester (daughter)	273,000 ordinary fp shares
Claire Forrester (daughter)	61,000 ordinary fp shares
Jan Forrester (spouse)	421,910 ordinary fp shares 1,000,000 unlisted options

+ See chapter 19 for defined terms.

11/3/2002

Appendix 3Y Page 1

Est DM Forrester (late mother)	13,860 ordinary fp shares
Salto Pty Ltd	1,000,000 ordinary fp shares
Beta Man Svc S/F a/c	3,570,000 ordinary fp shares
TOTAL	11,237,346 ordinary fp shares 1,750,000 unlisted options
Class	Ordinary fp shares Unlisted Options
Number acquired	35,000
Number Disposed	nil
Consideration	\$2447.50
No. of securities held after change	
DIRECT INTEREST Nigel Raymond Forrester	5,897,576 ordinary fp shares 1,000,000 unlisted options (exerciseable at 25 cents per option – expiry 31/12/2006)
INDIRECT INTEREST Caroline Forrester (daughter) Claire Forrester (daughter) Jan Forrester (spouse) Est DM Forrester (late mother) Salto Pty Ltd Beta Man Svc S/F a/c	273,000 ordinary fp shares 61,000 ordinary fp shares 456,910 ordinary fp shares 1,000,000 unlisted options 13,860 ordinary fp shares 1,000,000 ordinary fp shares 3,570,000 ordinary fp shares
TOTAL	11,272,346 ordinary fp shares 2,000,000 unlisted options
Nature of Changes	On market purchase

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	

+ See chapter 19 for defined terms.

Date of change		
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed.</small>		
Interest acquired		
Interest disposed		
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>		
Interest after change		

Lodged: 27 September 2006

+ See chapter 19 for defined terms.

11/3/2002

Appendix 3Y Page 3

Appendix 3X

Initial Director's Interest Notice

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 30/9/2001.

Name of entity	MOUNT BURGESS MINING N.L.
ABN	31 009 067 476

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Allan Mulligan
Date of appointment	20 September 2006

Part 1 - Director's relevant interests in securities of which the director is the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Number & class of securities
nil

+ See chapter 19 for defined terms.

11/3/2002

Appendix 3X Page 1

Part 2 – Director’s relevant interests in securities of which the director is not the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest	Number & class of Securities
Note: Provide details of the circumstances giving rise to the relevant interest. n/a	

Part 3 – Director’s interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of “notifiable interest of a director” should be disclosed in this part.

Detail of contract	n/a
Nature of interest	
Name of registered holder (if issued securities)	
No. and class of securities to which interest relates	

Lodged: 24 September 2006

† See chapter 19 for defined terms.

Appendix 3X

Initial Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information or documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity	MOUNT BURGESS MINING N.L.
ABN	31 009 067 476

We (the entity) give ASX the following information under listing rule 3.19A.1 and as for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Allan Mulligan
Date of appointment	20 September 2006

Part 1 - Director's relevant interests in securities of which the director is the regist holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Number & class of securities
nil

+ See chapter 19 for defined terms.

11/3/2002

Appendix 3X

Part 2 – Director's relevant interests in securities of which the director is not the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest	Number & class of Securities
Note: Provide details of the circumstances giving rise to the relevant interest. n/a	

Part 3 – Director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	n/a
Nature of interest	
Name of registered holder (if issued securities)	
No. and class of securities to which interest relates	

Lodged: 24 September 2006

+ See chapter 19 for defined terms.

Part 2 – Director's relevant interests in securities of which the director is not the registered holder

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest Note: Provide details of the circumstances giving rise to the relevant interest	Number & class of securities
nil	

Part 3 – Director's interests in contracts

Detail of contract	nil
Nature of interest	
Name of registered holder (if issued securities)	
No. and class of securities to which interest relates	

Date: 24 September 2006

+ See chapter 19 for defined terms.

Appendix 3X

Initial Director's Interest Notice

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 30/9/2001.

Name of entity	MOUNT BURGESS MINING N.L.
ABN	31 009 067 476

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Giles Rodney Dale
Date of appointment	20 September 2006

Part 1 - Director's relevant interests in securities of which the director is the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust.

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Number & class of securities
nil

+ See chapter 19 for defined terms.

11/3/2002

Appendix 3X Page 1

Part 2 – Director's relevant interests in securities of which the director is not the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest	Number & class of Securities
<p>Note: Provide details of the circumstances giving rise to the relevant interest.</p> <p>n/a</p>	

Part 3 – Director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	n/a
Nature of interest	
Name of registered holder (if issued securities)	
No. and class of securities to which interest relates	

Lodged: 24 September 2006

+ See chapter 19 for defined terms.

CHANGE OF DIRECTOR'S INTEREST NOTICE

Rule 3.19A.2

Appendix 3Y

Change of Director's Interest Notice

*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 30/9/2001.

Name of entity	MOUNT BURGESS MINING N.L.
ABN	31 009 067 476

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Ronald William O'Regan
Date of last notice	1 August 2006

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct	Indirect	Indirect	TOTAL
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Ronald William O'Regan	Mrs Jennifer O'Regan (spouse)	Swan Alley Nominees ISA a/c (held in Citicorp Nominees)	
Date of change	22 Sept 2006			
No. of securities held prior to change -shares	2,063,200	1,136,800	550,000	3,750,000
Unlisted Options	1,000,000			1,000,000
Class A	Ord FI Pd			
Class B	Unlst Opt			
Number acquired...Class A	100,000			
Number disposed...Class B	nil			

Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation					\$7,000
No. of securities held after change A	2,063,200	1,136,800	650,000	3,850,000	
B	1,000,000			1,000,000	
Nature of Change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On market trade				

Part 2 - Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract					
Nature of interest					
Name of registered holder (if issued securities)					
Date of change					
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed					
Interest acquired					
Interest disposed					
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation					
Interest after change					

Lodged: 24 September 2006

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MOUNT BURGESS MINING N.L.

2006 DEC 14 A 10:38

ACN: 009 067 476

OFFICE OF INTERNATIONAL
CORPORATE FINANCE

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ASX RELEASE

27 September 2006

SHARE PLACEMENT

The Company is pleased to announce that it has reached agreements to place 9,287,000 shares with professional investors, at an issue price of \$0.06 per share, to raise \$557,220.

Funds from this placement will be applied to working capital, drilling, metallurgical test work, surveying, geochemical sampling, assaying and geophysical programmes on the Company's base metals and diamond projects in Botswana and Namibia.

The Company is currently engaged in a significant Reverse Circulation infill drilling programme at its Kihabe base metals project in Botswana. This programme is designed to upgrade this 2.4km long zone of mineralisation to a JORC compliant resource to an open pit depth of 150m. Drilling to date has yielded average grades of 3% zinc, 1% lead and 28 g/t of silver with significant credits of copper and vanadium.

For recent results refer to the Company's website: www.mountburgess.com.

For further information please contact:

Nigel Forrester

Telephone: +61 89 322 6311

Email: mtb@mountburgess.com

www.mountburgess.com

MOUNT BURGESS MINING N.L.

ACN: 009 067 476

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4 October 2006

ASX RELEASE

The Company wishes to advise in accordance with Listing Rule 4.7.1 that on 4 October it dispatched its Annual Report to security holders. The Annual Report comprises only the documents already given to ASX under Listing Rule 4.5.

JAN FORRESTER
Company Secretary

NOTICE OF ANNUAL GENERAL MEETING

The 2006 Annual General Meeting of Mount Burgess Mining N.L. will be held in the Jarrah Room, 1st Floor, Holiday Inn, 778 Hay Street, Perth on 9 November 2006 commencing at 10.30 a.m.

Ordinary Business

1. **Financial Statements and Reports**

To receive and consider the annual financial report, together with the Directors' and auditor's reports for the year ended 30 June 2006.

2. **Election of Directors – Ronald William O'Regan**

To consider and if thought fit pass the following resolution as an **ordinary resolution**:

That, for all purposes, Ronald William O'Regan, who retires and offers himself for re-election, is re-elected as a Director.

3. **Election of Directors – Giles Rodney Dale**

To consider and if thought fit pass the following resolution as an **ordinary resolution**:

That, for all purposes, Mr Giles Rodney Dale appointed to the Board since the last Annual General Meeting of the Company and who retires as a Director and offers himself for re-election, is re-elected as a Director.

4. **Election of Directors – Allan Mulligan**

To consider and if thought fit pass the following resolution as an **ordinary resolution**:

That, for all purposes Mr Allan Mulligan, who was appointed to the Board since the last Annual General Meeting of the Company and who retires as a Director and offers himself for re-election, is re-elected as a Director.

5. **Approval of Remuneration Report (Non-binding resolution)**

To consider and if thought fit pass the following **advisory only resolution**:

To adopt the Remuneration Report for the year ending 30 June 2006.

6. **Ratification of Previous Securities Issue announced to ASX on 26 April 2006**

To consider and if thought fit pass the following resolution as an **ordinary resolution**:

That, for all purposes, Shareholders approve and ratify the allotment and issue of 10,025,000 shares to the parties and for the purposes detailed in the Explanatory Statement.

Resolution 4 by any person who participated in the issue and any of their associates, unless it is cast:

- By a person as proxy for a person who is entitled to vote (in accordance with the directions on the proxy form); or
- By the person chairing the meeting as proxy for a person who is entitled to vote (in accordance with a direction on the proxy form to vote as the proxy decides).

7. Ratification of Previous Securities Issue announced to ASX on 28 August 2006

To consider and if thought fit pass the following resolution as an **ordinary resolution**:

That, for all purposes, Shareholders approve and ratify the allotment and issue of 7,520,000 shares to the parties and for the purposes detailed in the Explanatory Statement.

Voting Exclusion Statement

For the purposes of Listing rule 7.5, the Company will disregard any votes cast on Resolution 4 by any person who participated in the issue and any of their associates, unless it is case:

- By a person as proxy for a person who is entitled to vote (in accordance with the directions on the proxy form); or
- By the person chairing the meeting as proxy for a person who is entitled to vote (in accordance with a direction on the proxy form to vote as the proxy decides).

Special Business

8. Remuneration of Non Executive Directors

To consider and if thought fit pass the following resolution as an ordinary resolution:

That, for all purposes, the maximum aggregate remuneration payable to Non Executive Directors as Directors' fees in any financial year be increased by \$65,000 to \$ 125,000.

Voting Exclusion Statement

For the purposes of Listing rule 10.17.1, the Company will disregard any votes cast on Resolution 4 by a Director or an associate of a Director unless it is cast:

- By a person as proxy for a person who is entitled to vote (in accordance with the directions on the proxy form); or
- By the person chairing the meeting as proxy for a person who is entitled to vote (in accordance with a direction on the proxy form to vote as the proxy decides).

Explanatory Statement

The accompanying Explanatory Statement forms part of this Notice of Annual General Meeting and should be read in conjunction with it.

Proxies

Please note that:

- (a) a Shareholder entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy;
- (b) a proxy need not be a member of the Company
- (c) a Shareholder may appoint a body corporate or an individual as its proxy;
- (d) a body corporate appointed as a Shareholder's proxy may appoint an individual as its representative to exercise any of the powers that the body may exercise as the Shareholder's proxy; and
- (e) Shareholders entitled to cast two or more votes may appoint two proxies and may specify the proportion of number of votes each proxy is appointed to exercise, but where the proportion or number is not specified, each proxy may exercise half of the votes.

The enclosed proxy form provides further details on appointing proxies and lodging proxy forms. If a shareholder appoints a body corporate as its proxy and the body corporate wishes to appoint an individual as its representative, a certificate of appointment of corporate representative should be completed and lodged in the manner specified below.

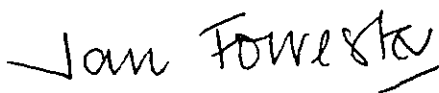
Voting Entitlements

In accordance with Regulation 7.11.37 and 7.11.38 of the Corporations Regulations 2001, the Board has determined that a person's entitlement to vote at the Annual General Meeting will be the entitlement of that person set out in the register of Shareholders as at 5 p.m. WST on 7 November 2006. Accordingly, transactions registered after that time will be disregarded in determining Shareholders' entitlement to attend and vote at the Annual General Meeting.

Corporate Representative

Any corporate Shareholder who has appointed a person to act as its corporate representative at the Annual General Meeting should provide that person with a certificate or letter executed in accordance with the Corporations Act authorising him or her to act as that company's representative. The authority may be sent to the Company or its share registry in advance of the Annual General Meeting or handed in at the Annual General Meeting when registering as a corporate representative.

By Order of the Board of Directors



Company Secretary
Mount Burgess Mining N.L.
3 October 2006

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared for the information of Shareholders in relation to the business to be conducted at the Company's 2006 Annual General Meeting.

The purpose of this Explanatory Statement is to provide Shareholders with all information known to the Company which is material to a decision on how to vote on the resolutions in the accompanying Notice of Annual General Meeting.

This Explanatory Statement should be read in conjunction with the Notice of Annual General Meeting.

1. Resolution 1 Financial Statements and Reports

As a Shareholder you are entitled to submit one written question to the auditor prior to the Annual General Meeting provided that the question relates to:

- The content of the auditor's report; to
- The conduct of the audit in relation to the financial report

All written questions must be sent to the Company and may not be sent direct to the auditor. The Company will then forward all questions to the auditor.

The auditor will be attending the Annual General Meeting and will be available to answer questions from Shareholders relevant to:

- The conduct of the audit;
- The preparation and content of the auditor's report
- The accounting policies adopted by the Company in relation to the preparation of the financial statements; and
- The independence of the auditor in relation to the conduct of the audit.

The auditor will also answer written questions submitted prior to the Annual General Meeting.

2. Resolutions 2,3 and 4 Election of Directors

In accordance with Listing Rule 14.4 and Clause 13.3 of the Constitution, at every Annual General Meeting, one third of the Directors for the time being must retire from office by rotation and are eligible for re-election. The Directors to retire are to be those who have been in office for 3 years since their appointment or last re-appointment or who have been longest in office since their appointment or last re-appointment or, if the Directors have been in office for an equal length of time, by agreement.

in addition, Clause 15.6 of the Constitution, requires that any Director appointed by the Board, either to fill a casual vacancy or as an addition to the Board, must retire at the next Annual General Meeting following his or her appointment, but is eligible for re-election at that Annual General Meeting.

Ronald William O'Regan retires by rotation at this meeting and, being eligible, offers himself for re-election.

Giles Rodney Dale, appointed to the Board since the last Annual General Meeting, now retires. Being eligible he offers himself for election as a Director.

Allan Mulligan, appointed to the Board since the last Annual General Meeting, now retires. Being eligible he offers himself for election as a Director.

Details of the candidates are as follows:

Ronald William O'Regan

Non-executive Director, aged 65, Stockbroker, joined the Board in 2000. Mr O'Regan joined Astaire & Partners, a firm of London stockbrokers in 1968. He became a member of the London Stock Exchange in the 1970s and was appointed to the Board of Astaire & Partners in 1987.

Giles Rodney Dale

Non-executive Director, aged 68, appointed to the Board on 20 September 2006. Mr Dale qualified in Melbourne as a Geologist in 1959 and has considerable experience in exploring for iron ore, tin, base metals, industrial minerals, gold and uranium. His work has given him extensive exposure in many parts of Australia, Indonesia, China, India, Brazil, Ghana, Zimbabwe and Namibia. Rod has considerable experience in directing mining operations and has held positions as Director and Managing Director of ASX listed exploration and mining companies.

Allan Mulligan

Non-executive Director, aged 46, appointed to the Board on 20 September 2006. Mr Mulligan qualified in South Africa (Wits Tech) as a mining engineer in 1985 and obtained his Mine Managers Certificate of Competency (RSA) in 1986. Allan has had over 20 years experience in mine management and production, including technical assessments, production economics, mine feasibilities and project design and costing. His previous assessments have included the Munni Munni and Panton platinum and palladium deposits in Australia and currently he consults to the Mibango and Luwumbu joint ventures in Tanzania. Allan has operated in a senior management role on all of Lonmin's large underground platinum mines and as mine manager for several mid sized diamond, gold and base metal mines in South Africa. Since migrating to Australia, Allan has had extensive exposure to the junior exploration sector and has held a Non-Executive Directorship with an ASX listed company.

The expansion of the Company's Board at this point in time is necessary to acquire the expertise required to advance the Company's Kihabe base Metals Project.

3. **Resolution 5**
Approval of Remuneration Report (Non-binding resolution)

Shareholders are entitled to vote on the question whether the Remuneration Report as contained in the Annual Report for 2006 is to be adopted.

Shareholders should note that Resolution 3 is an "advisory only" resolution which does not bind the Directors or the Company.

Following consideration of the Remuneration Report, the Chairman will give shareholders a reasonable opportunity to ask questions about, or make comments on the Remuneration Report.

4. **Resolutions 6 and 7**
Ratification of Previous Securities Issues

Listing Rule 7.1 imposes a limit on the number of equity securities (eg shares or options to subscribe for shares) which a company can issue without shareholder approval. In general terms the limit is that a company may not, without shareholder approval issue in any 12 month period, equity securities which are more than 15% of:

The number of fully paid ordinary shares on issue 12 months before the issue plus

The number of fully paid ordinary shares issued in that 12 months under an exception contained in Listing Rule 7.2 or with Shareholder approval.

Equity securities which are issued under an exception contained in Listing Rule 7.2 or with Shareholder approval do not reduce the number of shares that may be issued by the Company under Listing Rule 7.1

Shareholder approval can be obtained either before or after the equity securities are issued.

Listing rule 7.4 states that an issue by a company of equity securities made without approval under Listing Rule 7.1 is treated as having been made with approval for the purpose of listing rule 7.1 if the issue did not breach Listing Rule 7.1 when made and the company's members subsequently approve it.

Under Resolutions 6 and 7, the Company seeks approval from Shareholders for, and ratification of, the previous issues of equity securities as set out opposite.

**Ratification of Issue of Fully Paid Ordinary Shares announced to ASX on
26 April 2006**

Allottee	Issue Price	No. of Shares
Jules LeCiezio	10 cents	100,000
Dr D J E Cullen	10 cents	100,000
Mrs E K Gosi	10 cents	100,000
Mr/s J E & BHJ Reeves	10 cents	100,000
Goomong Pty Ltd	10 cents	100,000
Mr J P Ferris	10 cents	100,000
Mr M Coombe-Tennant	10 cents	100,000
KJM (Qld) Pty Ltd	10 cents	150,000
Swetha international Pty Ltd	10 cents	150,000
Mr/s B F & E B Miers	10 cents	200,000
Mimcliffe Pty Ltd	10 cents	200,000
Billted Pty Ltd	10 cents	200,000
Bradley Resources Company	10 cents	200,000
Top Plain Properties Pty Ltd	10 cents	200,000
G J Evans	10 cents	250,000
Mr V G Swindon	10 cents	250,000
Cen Pty Ltd	10 cents	250,000
Mrs H Coulson	10 cents	250,000
Moosehead Pty Ltd	10 cents	300,000
Toltec Holdings P/L	10 cents	400,000
R Keene	10 cents	500,000
Jeremy Bewick Dowler	10 cents	500,000
ANZ Nominees Ltd	10 cents	500,000
Chimaera Capital Securities	10 cents	500,000
Running Water Ltd	10 cents	550,000
Strata Drilling WA Pty Ltd	10 cents	1,000,000
Jogib Investments Pty Ltd	10 cents	1,000,000
Citicorp Nominees Pty Ltd	10 cents	1,775,000
TOTAL		10,025,000

None of the allottees named above are related parties.

Resolution 7		
Ratification of Issue of Fully Paid Ordinary Shares announced to ASX on; 28 August 2006		
Allottee	Issue Price	No of Shares
Winterset Investments Pty Ltd	8 cents	400,000
AMC Ltd	8 cents	400,000
Jeremy Bewick Dowler	8 cents	500,000
Reginald Keene	8 cents	750,000
Elinora Investments Pty Ltd	8 cents	1,000,000
Equity Trustees Limited	8 cents	1,875,000
Citicorp Nominees Pty Ltd	8 cents	2,595,000
TOTAL		7,520,000

None of the allottees named above are related parties.

The Company is applying funds raised in both the above placements towards working capital, metallurgical test work, surveying, geophysical surveys, geochemical sampling and drilling etc at both its Kihabe Base Metals Project in Botswana and the Tsumkwe Diamond and Base Metal Project in Namibia.

The Board believes that the ratification of these issues is beneficial for the Company. The Board recommends Shareholders vote in favour of Resolutions 6 and 7 as it allows the Company to ratify the above issues of Shares and retain the flexibility to issue the maximum number of equity securities permitted under Listing Rule 7.1 without shareholder approval.

5. **Resolution 8**
Remuneration of Non Executive Directors

Listing Rule 10.17 and Clause 13.9 of the Constitution provide that the maximum aggregate amount of the remuneration payable as Directors' fees to non executive Directors is to be determined by Shareholders in a general meeting.

Executive Directors receive salary and other remuneration in accordance with the terms of their employment agreements, but do not receive directors' fees. The remuneration paid by the Company to executive Directors is not included in the maximum aggregate amount of Directors' fees for the purpose of this resolution.

It has been 10 years since Shareholders last approved an increase in non executive Directors' fees. In 1996 the Company had two non-executive Directors. As of today's date there are five non-executive Directors.

The current maximum aggregate amount is \$60,000 per annum and includes Superannuation Guarantee Contributions made by the Company in relation to the non executive Directors.

This resolution seeks Shareholder approval to increase the maximum aggregate Directors' fees payable to Non Executive Directors in each financial year from \$60,000 to \$125,000, to be apportioned between them as determined by the Board.

The Directors recommend that Shareholders vote in favour of this resolution. All Directors and their associates are excluded from voting on the resolution.

APPOINTMENT OF PROXY

Please return to:
 Company Secretary
 C/o Advanced Share Registry Services,
 P O Box 1156,
 Nedlands, Western Australia 6909
 or
 110 Stirling Highway, Nedlands,
 Western Australia, 6009

I/We _____ (name)
 of _____ (address)

being a Shareholder/s of Mount Burgess Mining N.L. and entitled to attend and vote hereby appoint the following proxy/proxies to attend and act on my/our behalf and to vote in accordance with my/our directions at the Annual General Meeting of Mount Burgess Mining N.L. to be held in the Jarrah Room, First Floor, Holiday Inn City Centre, 778 Hay Street, Perth, Western Australia at 10.30 a.m. WST on Thursday 9 November 2006 and at any adjournment of that meeting.

The Chairman of the meeting

OR

IMPORTANT: for Resolutions 6,7 and 8 below:

If the Chairman of the meeting is your proxy, or if appointed your proxy by default and you do not wish to direct him/her how to vote on any of these resolutions, you must mark this box with an "X". By marking this box, you acknowledge that the Chairman of the meeting may exercise your proxy on those resolutions (for which you have not given a direction) even if he/she has an interest in the outcome of the resolution and that votes cast by him/her other than as proxy holder, will be disregarded because of that interest. If you do not mark this box, and you have not directed your proxy how to vote on any of these resolutions, the Chairman of the meeting will not cast your votes on the resolutions (for which you have not given a direction) on a show of hands or on a poll. The Chairman of the meeting intends to vote undirected proxies in favour of each resolution

If the person you are appointing as your proxy is someone other than the Chairman of the meeting:
 Write the name of that person in the box below.

 %

You must specify the % of your votes that you authorise your proxy to exercise if:

If you hold 2 or more Shares in Mount Burgess Mining N.L., you may appoint a second proxy:
 Write the name of your second proxy in the box below.

 %

- (a) you have only appointed 1 proxy and do not want him/her to exercise all your votes; or
- (b) you have appointed 2 proxies under this proxy form.

If you do not name a proxy or your named proxy fails to attend the meeting, the Chairman of the meeting will be appointed as your proxy to attend and act on your behalf and to vote in accordance with the following directions at the Annual General Meeting of Mount Burgess Mining N.L. to be held in the Jarrah Room, First Floor Holiday Inn City Centre, 778 Hay Street, Perth, Western Australia at 10.30 a.m. WST on Thursday 9 November 2006 and at any adjournment of that meeting.

Voting directions to your proxy – Please mark only one of the boxes with an "X" for each resolution to indicate your directions.

Ordinary Business

1. Financial report and directors' and audit reports.
2. Election of Directors – Ronald William O'Regan
3. Election of Directors – Giles Rodney Dale
4. Election of Directors – Allan Mulligan
5. Approval of Remuneration Report (Non-binding resolution)
6. Ratification of Previous Securities Issue – 26 April 2006
7. Ratification of Previous Securities Issue – 28 August 2006

For	Against	Abstain*
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Special Business

8. Remuneration of Non Executive Directors

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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* If you mark the "Abstain" box with an 'x' for a particular resolution, you are directing your proxy not to vote on your behalf on a show of hands or on a poll.

PLEASE SIGN HERE: This section *must* be signed in accordance with the instructions overleaf.

Individual or Shareholder 1

Sole Director and
Sole Company Secretary

Shareholder 2

Director

Shareholder 3

Director/Company Secretary

Instructions

1. Name and Address

Please print your name and address as it appears on your holding statement and the Company's Share Register. If shares are jointly held, please ensure the name and address of each joint shareholder is indicated.

2. Appointment of Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If the person you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the name of that person. If you leave this section blank, or your named proxy does not attend the meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a shareholder of the Company.

3. Votes on Resolutions

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each Resolution. All your shareholding will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any Resolution by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given Resolution, your proxy may vote as he or she chooses. If you mark more than one box on a Resolution your vote on that Resolution will be invalid.

4. Appointment of a Second Proxy

You are entitled to appoint up to two persons as proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy please write then name of that person.

To appoint a second proxy you must state (in the appropriate box) the percentage of your voting rights which are the subject of the relevant proxy. If the Proxy Form does not specify a percentage, each proxy may exercise half your votes. Fractions of votes will be disregarded.

5. Signing Instructions

You must sign this form as follows in the spaces provided:

Individual:	where the holding is in one name, the holder must sign
Joint Holding:	where the holding is in more than one name, all the shareholders should sign
Power of Attorney:	to sign under Power of Attorney, you must have already lodged this document with the Company's Share Registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.
Companies:	where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

If a representative of the corporation is to attend the meeting a "Certificate of Appointment of Corporate Representative" should be produced prior to admission

6. Lodgement of a Proxy

This Proxy Form (and any Power of Attorney under which it is signed) must be sent or delivered, or sent by facsimile to either the Company's Registered Office, Level 4, 109 St Georges Terrace, Perth, Western Australia, 6000 (Facsimile: ++ 61 8 93224607) or the offices of Advanced Share Registry Services, 110 Stirling Highway, Nedlands, Western Australia 6009. Please note that all Proxy Forms must be received at either of the above addresses not later than 48 hours before the commencement of the meeting, i.e. 10.30 a.m. on 7 November W.S.T. Any Proxy Form received after that time will not be valid for the scheduled meeting.

Level 4, 109 St Georges Terrace, Perth, Western Australia, 6000
 PO Box Z5301, St Georges Terrace, Perth, Western Australia, 6830
 Telephone: (61 8) 9322 6311 Email: mtb@mountburgess.com
 Facsimile: (61 8) 9322 4607 Website: www.mountburgess.com

DEC 14 A 10:33

OFFICE OF INTERNATIONAL
 CORPORATE FINANCE

ASX RELEASE

5 October 2006

**Assay Results from Drilling, Kihabe Base Metals Project, Botswana
 Mount Burgess Mining N.L. 100%**

Further assay results using the ICP-OES method have been received from RC infill drilling on the above project, (see diagram attached).

Section 11,500E (see separate sections attached - zinc/copper/vanadium and lead/silver).

KRC 052 7,822,437N/502054E Dip -60deg Azimuth 159deg
 Drilled to test for mineralisation down to 150m RL

Zinc

126m - 146m	20m	@ 2.09%
(inc 126m - 128m	2m	@ 4.54%
144m - 145m	1m	@ 4.01%
152m - 154m	2m	@ 1.53%
157m - 158m	1m	@ 1.47%
164m - 174m	10m	@ 2.04%
176m - 177m	1m	@ 3.66%

Copper

63m - 65m	2m	@ 0.12%
69m - 77m	8m	@ 0.13%
80m - 84m	4m	@ 0.11%
86m - 89m	3m	@ 0.15%
92m - 94m	2m	@ 0.16%
113m - 114m	1m	@ 0.11%
115m - 140m	25m	@ 0.36%
(inc 125m - 133m	8m	@ 0.63%
142m - 143m	1m	@ 0.14%
144m - 145m	1m	@ 0.15%

Lead

133m - 145m	12m	@ 2.62%
152m - 153m	1m	@ 1.40%
167m - 170m	3m	@ 1.87%
172m - 174m	2m	@ 1.32%

Silver

116m - 117m	1m	@ 11.8g/t	
119m - 121m	2m	@ 14.1g/t	
122m - 146m	24m	@ 29.1g/t	
(inc 125m - 132m	7m	@ 47.1g/t	(1.51oz/t)
143m - 145m	2m	@ 45.3g/t	(1.46oz/t)
152m - 153m	1m	@ 10.6g/t	
168m - 170m	2m	@ 16.3g/t	

142m - 143m 1m @ 604ppm

KRC049

7,822,413N/502060E Dip -60deg Azimuth159deg
Drilled to test for mineralisation down to 100m RL

Zinc

68m - 113m 45m @ 2.02%
122m - 126m 4m @ 1.40%
136m - 141m 5m @ 2.01%

Copper

28m - 65m 37m @ 0.20%
(inc 36m - 38m 2m @ 0.26%)
52m - 57m 5m @ 0.39%
59m - 61m 2m @ 0.38%
69m - 70m 1m @ 0.12%
73m - 74m 1m @ 0.17%

Lead

71m - 84m 13m @ 2.21%
85m - 88m 3m @ 2.01%
91m - 98m 7m @ 1.91%
104m - 106m 2m @ 1.78%
109m - 110m 1m @ 1.03%
123m - 124m 1m @ 1.07%

Silver

71m - 84m 13m @ 21.4 g/t
85m - 88m 3m @ 12.2 g/t
92m - 94m 2m @ 16.6 g/t
104m - 106m 2m @ 25.5 g/t
109m - 112m 3m @ 13.3 g/t

KRC 048

7,822,391N/502077E Dip -60deg Azimuth 159deg
Drilled to test for mineralisation down to 50m RL

Zinc

49m - 53m 4m @ 1.87%
55m - 63m 8m @ 2.08%
70m - 71m 1m @ 1.12%
74m - 75m 1m @ 1.09%
91m - 94m 3m @ 1.31%

Copper

10m - 19m 9m @ 0.12%
22m - 23m 1m @ 0.10%
33m - 35m 2m @ 0.16%
72m - 73m 1m @ 0.27%

Lead

50m - 63m 13m @ 2.14%
72m - 73m 1m @ 1.99%

Silver

50m - 52m 2m @ 23.9 g/t
60m - 63m 3m @ 39.3 g/t (1.26 oz/t)
72m - 74m 2m @ 120.9 g/t (3.88 oz/t)

Section 10,200E (see separate section attached)

KRC051

7,821,668N/500,998E Dip -60deg Azimuth 339deg

Drilled to test for any western extensions of mineralisation down to 100m RL

Zinc	81m - 84m	3m @ 1.95%
	85m - 87m	2m @ 1.27%
	93m - 104m	11m @ 1.88%
Lead	81m - 82m	1m @ 1.38%
	102m - 103m	1m @ 2.39%
Silver	102m - 103m	1m @ 10.8 g/t
Vanadium	9m - 12m	3m @ 549 ppm
	35m - 36m	1m @ 255 ppm

Results from Drill Holes KRC018, KRC019 and KRC020 on this section have previously been announced.

The above results are part of an infill drilling programme currently being conducted by the Company, with the intention of upgrading this 2.4km long zone of mineralisation to a JORC compliant resource, down to a vertical depth of 150m.

Further results are pending.

The information in this report that relates to exploration results, together with any related assessments and interpretations, is based on information compiled by Alex Meyer, B.Sc., who is a Member of The Australasian Institute of Mining and Metallurgy. Mr Meyer is a full time employee of the Company. Mr Meyer has sufficient experience which is relevant to the style of mineralisation under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the "Australasian Code for Reporting of Mineral Resources and Ore Reserves". Mr Meyer consents to the inclusion in the report of the matters based on this information in the form and context in which it appears.

For further information please contact:

Nigel Forrester
CEO

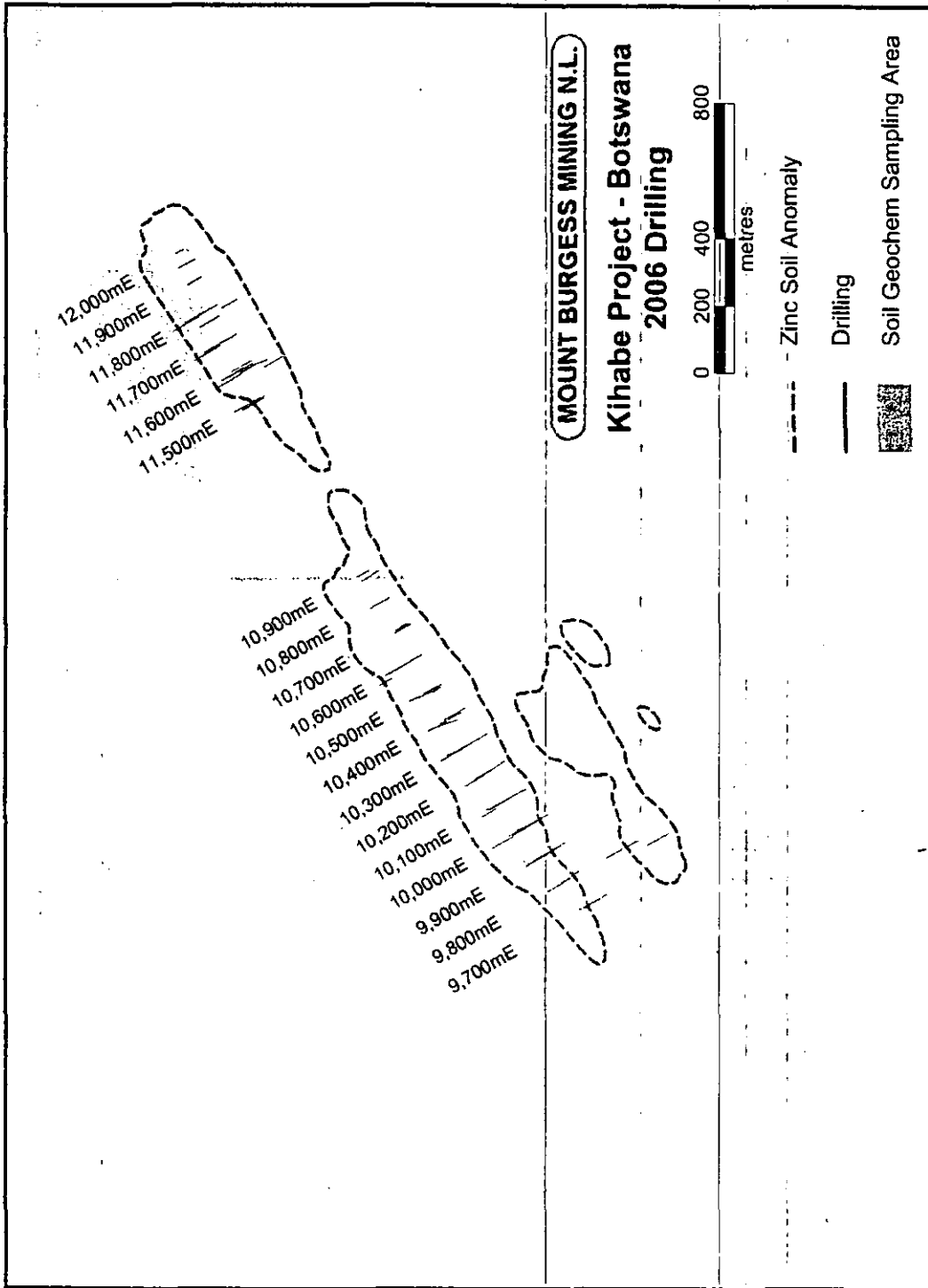
Mount Burgess Mining N.L

T: ++ 61 89 322 6311

F: ++ 61 89 322 4607

W: www.mountburgess.com

or **Alexander Meyer**
Exploration Manager



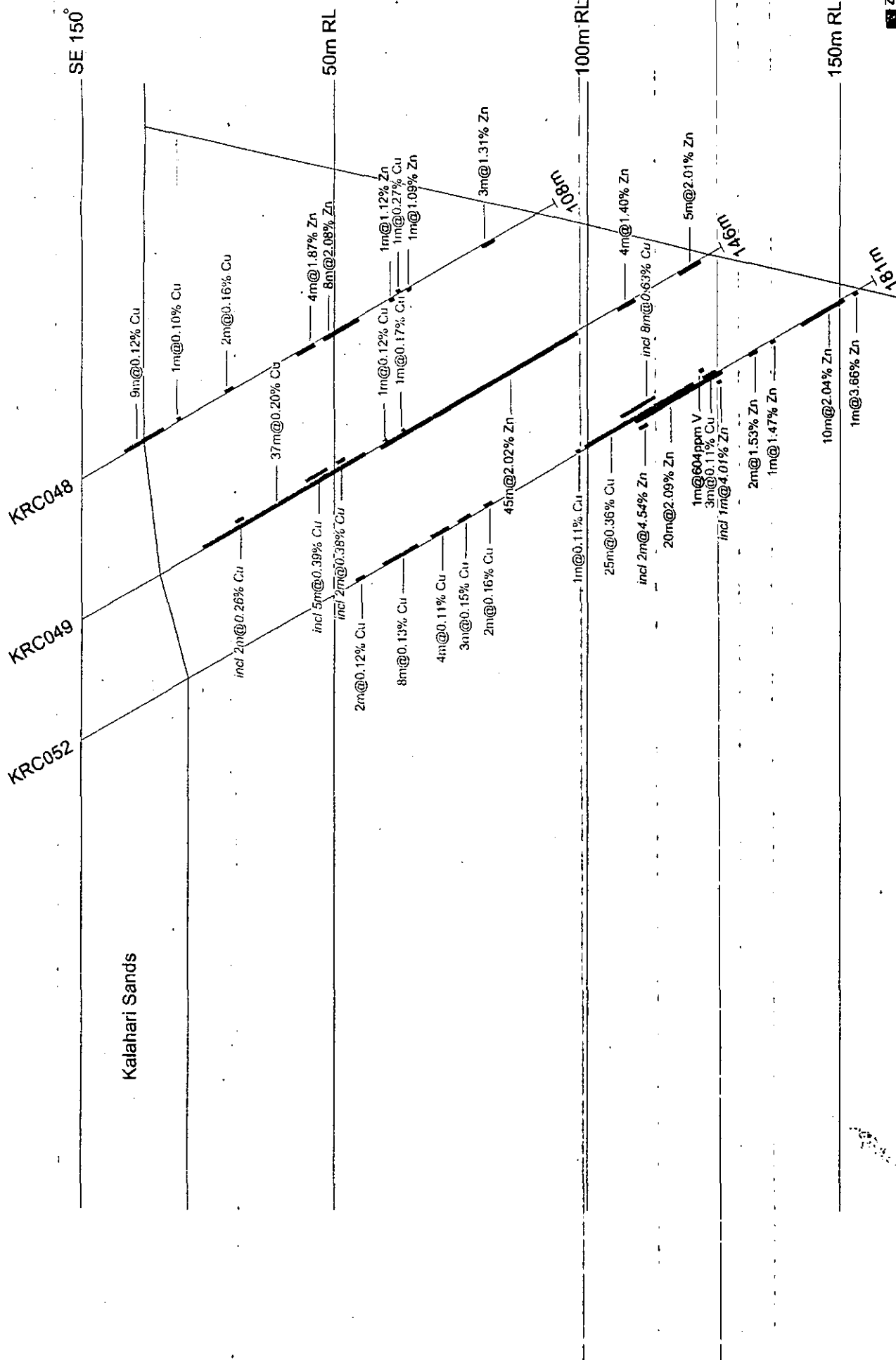
Section 11,500mE showing Zinc, Copper and Vanadium Results

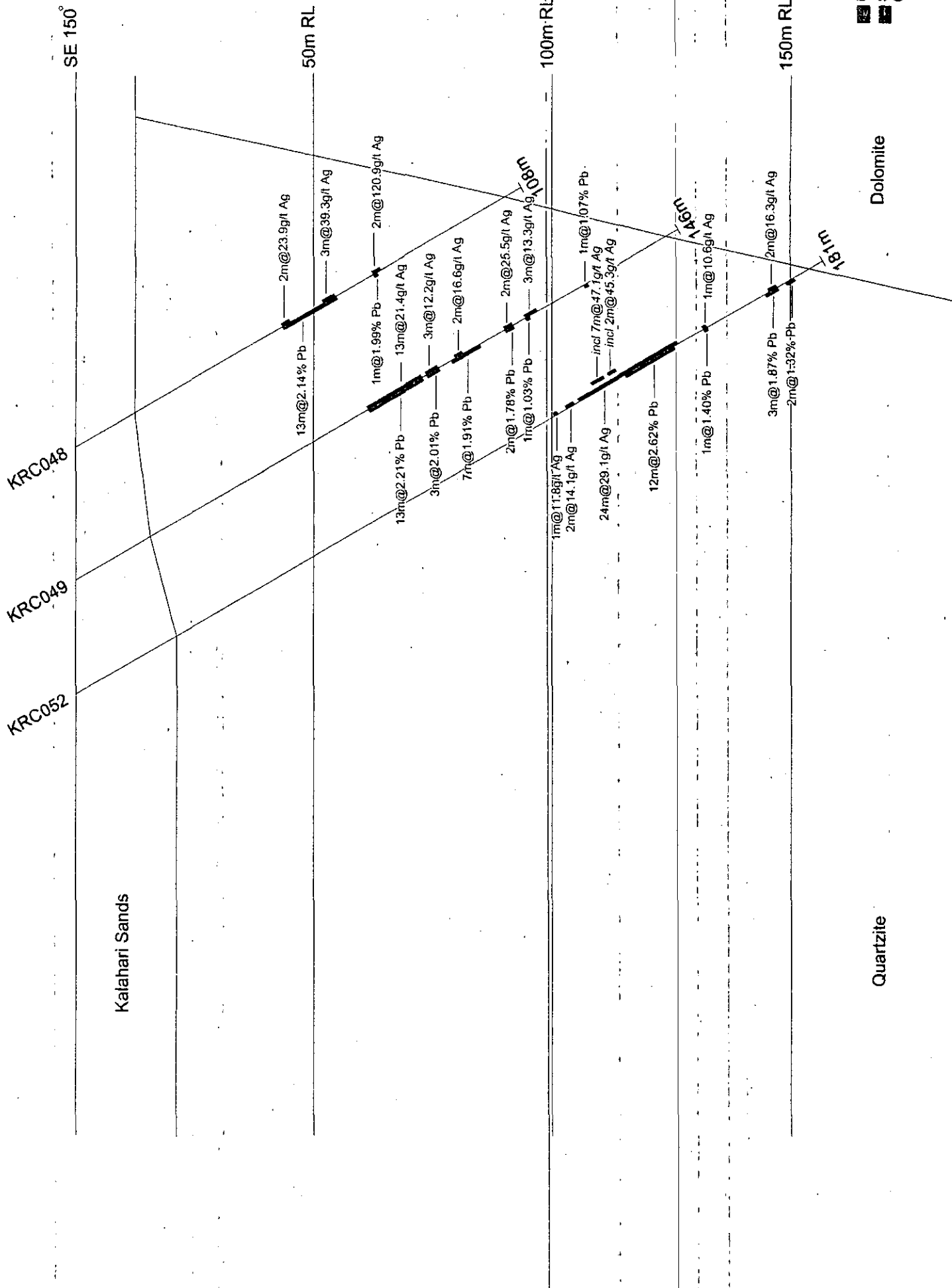
50m

Zinc
Copper
Vanadium

Dolomite

Quartzite





SE 150°

KRC048

KRC049

KRC052

Katakari Sands

Quartzite

Dolomite

Lead
Silver
(grades uncorrected)

50m

Section 11,500mE showing Lead and Silver Results

MOUNT BURGESS MINING

50m RL

100m RL

150m RL

13m@2.14% Pb
2m@23.9g/t Ag
3m@39.3g/t Ag

1m@1.99% Pb
13m@21.4g/t Ag
3m@12.2g/t Ag
2m@120.9g/t Ag

3m@2.01% Pb
7m@1.91% Pb
2m@16.6g/t Ag

2m@1.78% Pb
1m@1.03% Pb
2m@25.5g/t Ag
3m@13.3g/t Ag

1m@11.9g/t Ag
2m@14.1g/t Ag
24m@29.1g/t Ag
12m@2.62% Pb

incl 7m@47.1g/t Ag
incl 2m@45.3g/t Ag
1m@1.07% Pb

1m@1.40% Pb
1m@10.6g/t Ag

3m@1.87% Pb
2m@16.3g/t Ag
2m@1.32% Pb

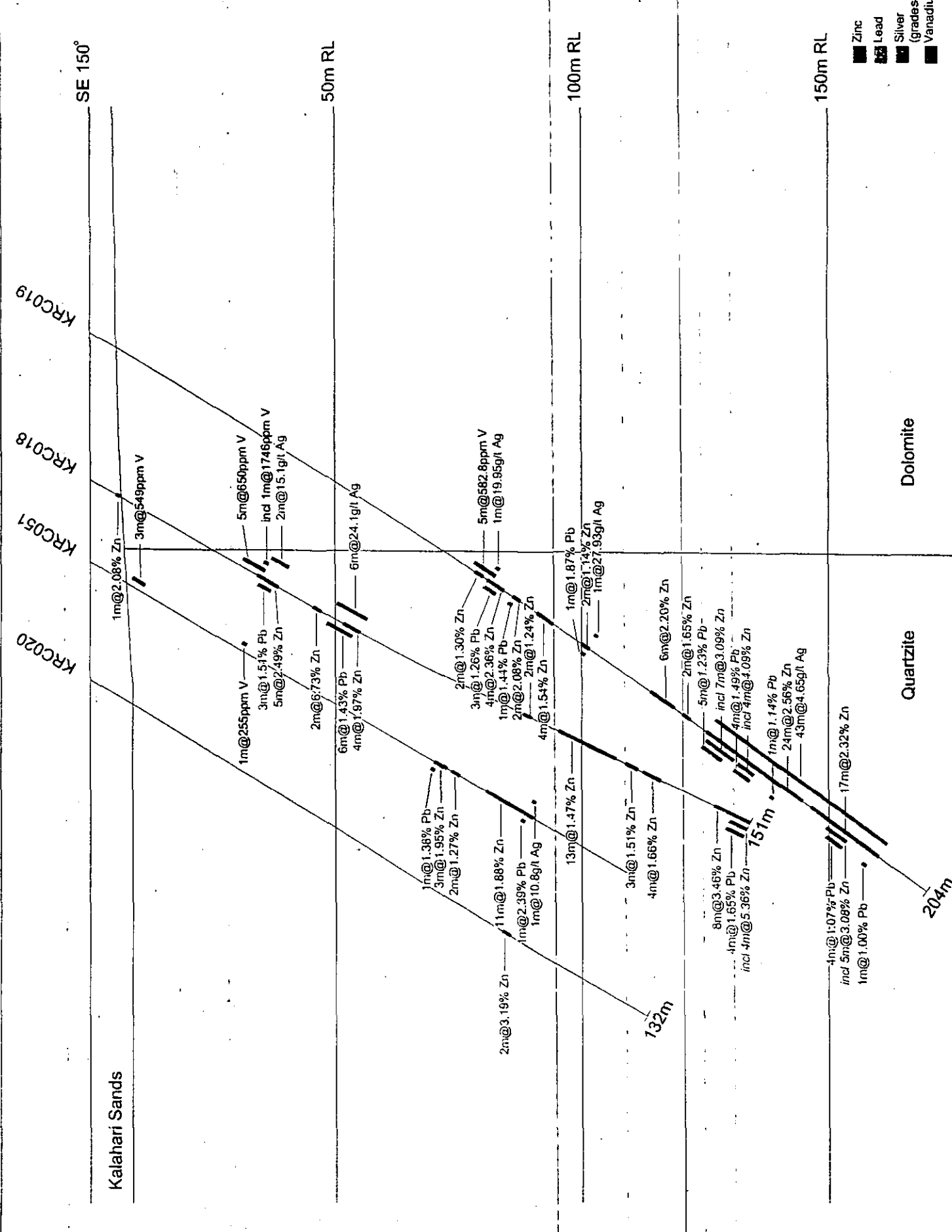
181m

149m

108m

Section 10,200mE showing Zinc, Lead, Silver and Vanadium results

50m



Zinc
 Lead
 Silver (grades up to 1000)
 Vanadium

Kalahari Sands

Quartzite

Dolomite

SE 150°

50m RL

100m RL

150m RL

KRC019

KRC018

KRC051

KRC020

1m@2.08% Zn

3m@549ppm V

5m@650ppm V

incl 1m@1746ppm V

2m@15.1g/t Ag

2m@6.73% Zn

6m@1.43% Pb

4m@1.97% Zn

1m@1.38% Pb

3m@1.95% Zn

2m@1.27% Zn

11m@1.88% Zn

1m@2.39% Pb

1m@10.8g/t Ag

13m@1.47% Zn

3m@1.51% Zn

4m@1.66% Zn

8m@3.46% Zn

4m@1.65% Pb

incl 4m@5.36% Zn

157m

17m@2.32% Zn

4m@1.07% Pb

incl 5m@3.08% Zn

1m@1.00% Pb

204m

2m@1.30% Zn

3m@1.26% Pb

4m@2.36% Zn

1m@1.44% Pb

2m@2.08% Zn

2m@1.24% Zn

4m@1.54% Zn

1m@1.87% Pb

2m@1.14% Zn

1m@27.93g/t Ag

5m@582.8ppm V

1m@19.95g/t Ag

6m@2.20% Zn

2m@1.65% Zn

5m@1.23% Pb

incl 7m@3.09% Zn

4m@1.49% Pb

incl 4m@4.09% Zn

1m@1.14% Pb

24m@2.56% Zn

43m@4.65g/t Ag

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OFFICE OF INTERNATIONAL
 CORPORATE FINANCE

ASX RELEASE

10 October 2006

**Assay Results from Drilling, Kihabe Base Metals Project, Botswana
 Mount Burgess Mining N.L. 100%**

Further assay results using the ICP-OES method have been received from RC infill drilling on the above project, (see diagram attached).

Section 11,600E (see separate sections attached - zinc/vanadium and lead/copper/silver).

KRC054 10,085N (WGS 7822456N/502158E) Dip - 60 deg Azimuth 159 deg
 Drilled to test for mineralisation down to 100m RL, returned the following assays:

Zinc				
	65m - 91m	26m	@ 3.34%	
	(inc 76m - 81m	5m	@ 6.20%	
	85m - 87m	2m	@ 4.13%	
	97m - 101m	4m	@ 1.54%	
	102m - 104m	2m	@ 2.11%	
	110m - 114m	4m	@ 2.20%	
Copper				
	111m - 113m	2m	@ 0.13%	
Lead				
	72m - 82m	10m	@ 1.42%	
	84m - 87m	3m	@ 1.27%	
	89m - 90m	1m	@ 1.03%	
	102m - 103m	1m	@ 1.03%	
	111m - 112m	3m	@ 1.25%	
Silver				
	65m - 74m	9m	@ 43.53g/t	(1.40oz/t)
	(inc 69m - 73m	4m	@ 81.71g/t	(2.63oz/t)
	76m - 79m	3m	@ 15.60g/t	
	80m - 81m	1m	@ 12.50g/t	
	86m - 87m	1m	@ 12.06g/t	
	89m - 90m	1m	@ 36.37g/t	(1.17oz/t)
	102m - 104m	2m	@ 16.13g/t	
	111m - 113m	2m	@ 20.18g/t	
Vanadium				
	65m - 70m	5m	@ 510ppm	
	88m - 89m	1m	@ 516ppm	

Results from AP0012, KIH006, KIH007 and KIH010 on this section have previously been announced.

Results for KRC056, KRC058 and KRC059 on this section are still pending.

The above results are part of an infill drilling programme currently being conducted by the Company, with the intention of upgrading this 2.4km long zone of mineralisation to a JORC compliant resource, down to a vertical depth of 150m.

Further results from other sections are pending.

The information in this report that relates to exploration results, together with any related assessments and interpretations, is based on information compiled by Mr Giles Rodney (Rod) Dale of G R Dale & Associates, who is a non-executive Director of the Company. Mr Dale is a Fellow of The Australasian Institute of Mining and Metallurgy. Mr Dale has sufficient experience which is relevant to the style of mineralisation under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the "Australasian Code for Reporting of Mineral Resources and Ore Reserves". Mr Dale consents to the inclusion in the report of the matters based on this information in the form and context in which it appears.

For further information please contact:

Nigel Forrester

CEO

Mount Burgess Mining N.L

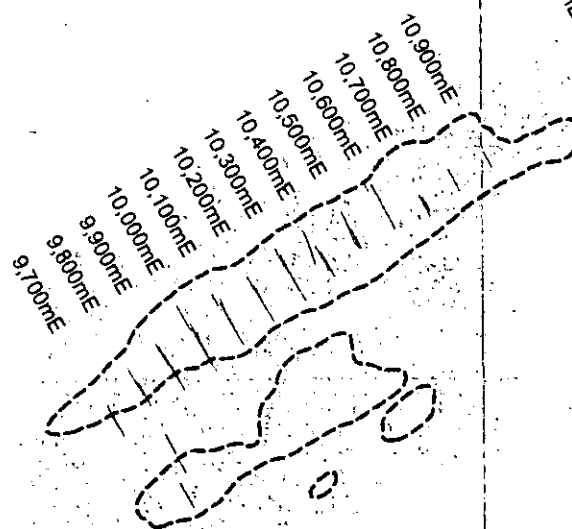
T: ++ 61 89 322 6311

F: ++ 61 89 322 4607

W: www.mountburgess.com

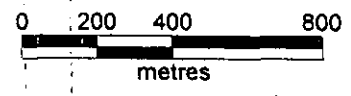
or **Rod Dale**




Technical Director of Geology

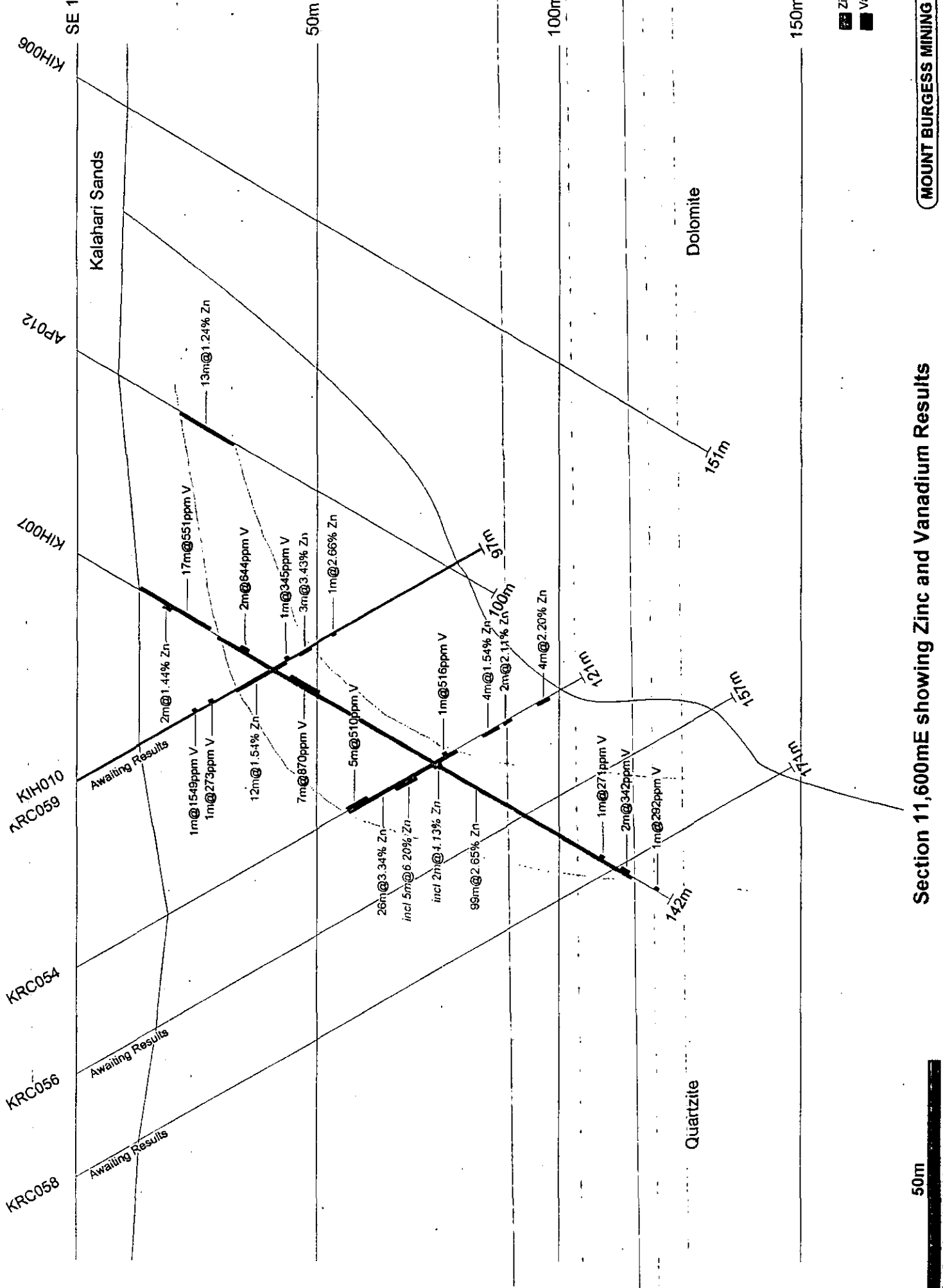


MOUNT BURGESS MINING N.L.

**Kihabe Project - Botswana
2006 Drilling**



-  Zinc Soil Anomaly
-  Drilling
-  Soil Geochem Sampling Area



Section 11,600mE showing Zinc and Vanadium Results

50m

MOUNT BURGESS MINING

Zn
V

Kalahari Sands

Dolomite

Quartzite

Awaiting Results

Awaiting Results

Awaiting Results

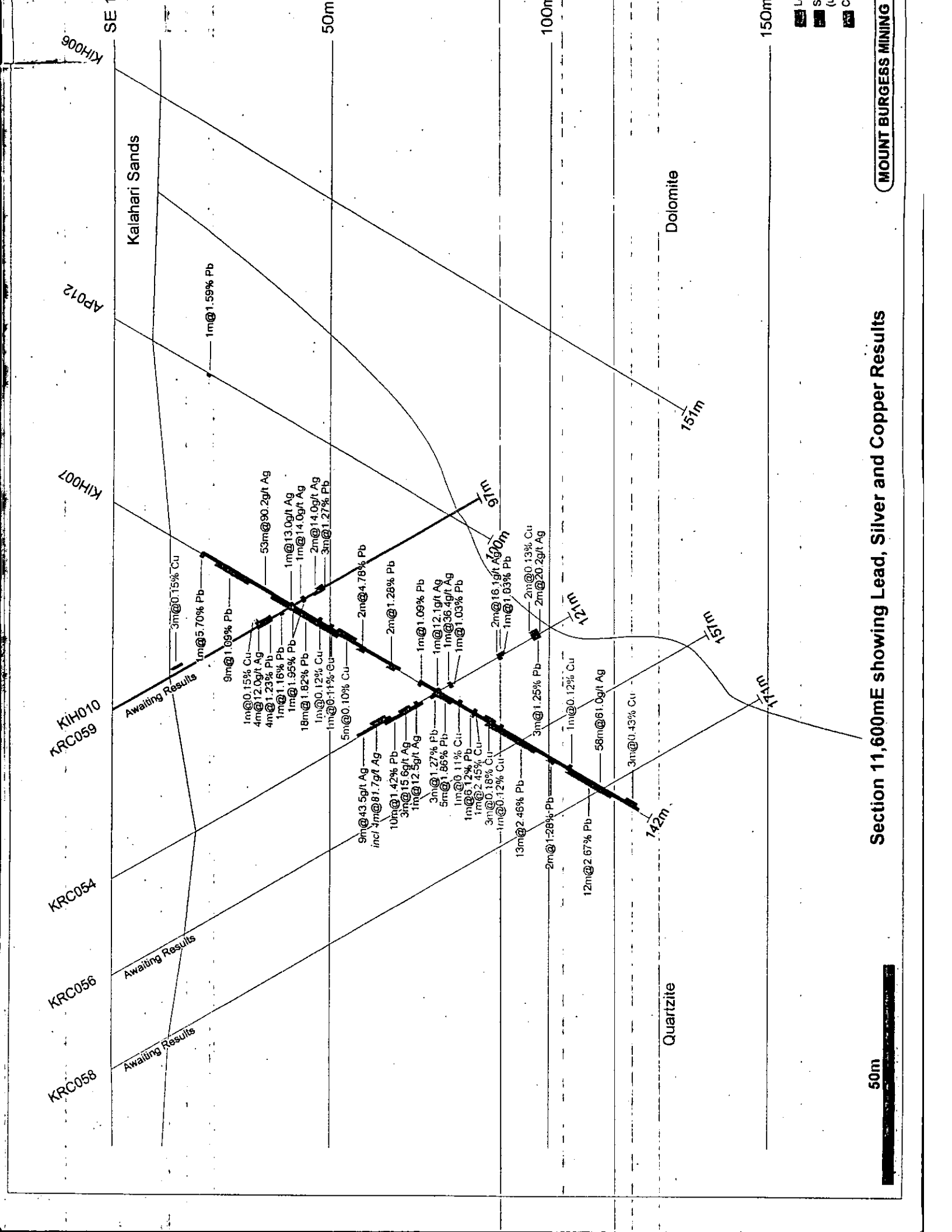
KIH006
AP012
KIH007
KIH010
KRC059
KRC054
KRC056
KRC058

2m @ 1.44% Zn
17m @ 551ppm V
13m @ 1.24% Zn
2m @ 644ppm V
1m @ 345ppm V
3m @ 3.43% Zn
1m @ 2.66% Zn
17m @ 551ppm V
2m @ 1.44% Zn
1m @ 1549ppm V
1m @ 273ppm V
12m @ 1.54% Zn
7m @ 870ppm V
5m @ 510ppm V
1m @ 516ppm V
4m @ 1.54% Zn
2m @ 2.11% Zn
4m @ 2.20% Zn
26m @ 3.34% Zn
incl 5m @ 6.20% Zn
incl 2m @ 4.13% Zn
99m @ 2.65% Zn
1m @ 271ppm V
2m @ 342ppm V
1m @ 282ppm V
151m
100m
151m
121m
151m
171m
142m

Section 11,600mE showing Lead, Silver and Copper Results

50m

MOUNT BURGESS MINING



Kalahari Sands

Dolomite

Quartzite

Awaiting Results

Awaiting Results

Awaiting Results

KIH006

AP012

KIH007

KIH010

KRC059

KRC054

KRC056

KRC058

1m@1.59% Pb

3m@0.15% Cu
1m@5.70% Pb
9m@1.09% Pb

53m@90.2g/t Ag
1m@13.0g/t Ag
1m@14.0g/t Ag
2m@14.0g/t Ag
3m@1.27% Pb

2m@4.78% Pb
2m@1.28% Pb
1m@1.09% Pb

1m@12.1g/t Ag
1m@36.4g/t Ag
1m@1.03% Pb

2m@16.1g/t Ag
1m@1.03% Pb
2m@0.13% Cu
2m@20.2g/t Ag

3m@1.25% Pb
1m@0.12% Cu
58m@61.0g/t Ag
3m@0.43% Cu

12m@2.67% Pb
13m@2.46% Pb
2m@1.28% Pb
12m@2.67% Pb

1m@0.12% Cu
58m@61.0g/t Ag
3m@0.43% Cu

171m
151m
121m

142m
157m

91m
100m
150m

Pb Ag Cu

Appendix 3Y

Change of Director's Interest Notice

RECEIVED

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OFFICE OF INTERNATIONAL
AFFAIRS

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 30/9/2001.

Name of entity	MOUNT BURGESS MINING N.L.
ABN	31 009 067 476

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Nigel Raymond Forrester
Date of last notice	27 September 2006

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	
DIRECT INTEREST	Nigel Raymond Forrester
INDIRECT INTEREST	Caroline Forrester (daughter) Claire Forrester (daughter)
	Jan Forrester (spouse) EST D M Forrester (late mother)
	Salto Pty Ltd Beta Man Svc. S/F a/c
Date of change	9 /10 October 2006
No. of securities held prior to change	
DIRECT INTEREST	
Nigel Raymond Forrester	5,897,576 ordinary fp shares 1,000,000 unlisted options
INDIRECT INTEREST	
Caroline Forrester (daughter)	273,000 ordinary fp shares
Claire Forrester (daughter)	61,000 ordinary fp shares
Jan Forrester (spouse)	456,910 ordinary fp shares 1,000,000 unlisted options
Est DM Forrester (late mother)	13,860 ordinary fp shares
Salto Pty Ltd	1,000,000 ordinary fp shares
Beta Man Svc S/F a/c	3,570,000 ordinary fp shares

+ See chapter 19 for defined terms.

11/3/2002

Appendix 3Y Page 1

TOTAL	11,272,346 ordinary fp shares 2,000,000 unlisted options
Class	Ordinary fp shares Unlisted Options
Number acquired	55,000
Number Disposed	nil
Consideration	\$3,475.00
No. of securities held after change	
DIRECT INTEREST Nigel Raymond Forrester	5,897,576 ordinary fp shares 1,000,000 unlisted options (exercisable at 25 cents per option)
INDIRECT INTEREST Caroline Forrester (daughter) Claire Forrester (daughter) Jan Forrester (spouse) Est DM Forrester (late mother) Salto Pty Ltd Beta Man Svc S/F a/c	273,000 ordinary fp shares 61,000 ordinary fp shares 511,910 ordinary fp shares 1,000,000 unlisted options 13,860 ordinary fp shares 1,000,000 ordinary fp shares 3,570,000 ordinary fp shares
TOTAL	11,327,346 ordinary fp shares 2,000,000 unlisted options
Nature of Changes	On market purchase

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract			
Nature of interest			
Name of registered holder (if issued securities)			
Date of change			

+ See chapter 19 for defined terms.

No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>		
Interest acquired		
Interest disposed		
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>		
Interest after change		

Lodged: 11 October 2006

+ See chapter 19 for defined terms.

11/3/2002

Appendix 3Y Page 3

Level 4, 109 St Georges Terrace, Perth, Western Australia, 6000
PO Box Z5301, St Georges Terrace, Perth, Western Australia, 6831
Telephone: (61 8) 9322 6311 Email: mtb@mountburgess.com
Facsimile: (61 8) 9322 4607 Website: www.mountburgess.com

11 October 2006

The Australian Stock Exchange Limited
Company Announcements Office
10th Floor
20 Bond Street
Sydney NSW
Australia

NOTICE UNDER SECTION 708A(5)(e) OF THE CORPORATIONS ACT

For the purposes of 708A of the Corporations Act 2001 ("Commonwealth") ("Act"), the Company has allotted 9,287,000 shares at an issue price of 6 cents without disclosure to investors under Part 6D.2 of the Act, and provides this notice in accordance with Section 708A(5)(e). Further, 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 Section 674 of the Act. In addition, as at the date of this notice there is no "excluded information" (as defined in Section 708A(7) and (8) of the Act), required to be disclosed by the Company.

Jan Forrester
Company Secretary

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

MOUNT BURGESS MINING N.L.

ABN

31 009 067 476

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 Fully Paid |
| 2 | Number of *securities issued or to be issued (if known) or maximum number which may be issued | 9,287,000 |
| 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) | Fully paid ordinary shares @ an issue price of \$0.06 each |

4 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

YES

5 Issue price or consideration

\$0.06

6 Purpose of the issue
(If issued as consideration for the acquisition of assets, clearly identify those assets)

Funds from this placement will be applied to working capital, metallurgical testwork, surveying, geophysical programmes and drilling on the Company's diamond and base metals projects in Namibia and Botswana.

An infill drilling programme is underway at the Company's Kihabe base metals project in Botswana, with the intention of bringing the 2.4km long zone of zinc, lead, copper, silver and vanadium mineralization into a JORC compliant resource/reserve.

7 Dates of entering +securities into uncertificated holdings or despatch of certificates

12 October 2006

8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)

Number	+Class
205,722,000	Ordinary Fully Paid

+ See chapter 19 for defined terms.

9 Number and ⁺class of all ⁺securities not quoted on ASX (including the securities in clause 2 if applicable)

Number	⁺ Class
3,000,000	Unlisted employee share options expiring 31/12/10 (ASX Ref MTBAS)
400,000	Unlisted employee share Options expiring 31/12/06 (ASX Ref MTBAO)
50,000	Unlisted employee share Options expiring 31/12/07 (ASX Ref MTBAQ)
1,850,000	Unlisted employee share Options expiring 31/12/09 (ASX Ref MTBAI)
2,800,000	Unlisted employee share Options expiring 31/12/2011 (ASX Ref MTBAC)

All above options exercisable at 25 cents

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

N/A

Part 2 - Bonus issue or pro rata issue

11 Is security holder approval required?

--

12 Is the issue renounceable or non-renounceable?

--

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?

--

+ See chapter 19 for defined terms.

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.

- | | | | |
|----|---|--|--|
| 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.

1/1/2003

Appendix 3B Page 6

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.

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)

--

42 Number and +class of all +securities
quoted on ASX (including the
securities in clause 38)

Number	+Class

+ See chapter 19 for defined terms.

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: *Jan Forrester*
(Director)

Date: 11 October 2006

Print name: JAN FORRESTER.

====

+ See chapter 19 for defined terms.

Level 4, 109 St Georges Terrace, Perth, Western Australia, 6000
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 Facsimile: (61 8) 9322 4607 Website: www.mountburgess.com

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OFFICE OF INTERNATIONAL
CORPORATE FINANCE**ASX RELEASE**

13 October 2006

Assay Results from Drilling, Kihabe Base Metals Project, Botswana
Mount Burgess Mining N.L. 100%

Further assay results using the ICP-OES method have been received from RC infill drilling on the above project, (see diagram attached).

Section 11,600E (see section attached).

KRC056 10,110N (WGS84 Z34 Sth 7,822,475N/502,147E) Dip - 60 deg
 Azimuth 159 deg

Drilled to test for mineralisation down to 150m RL, returned the following assays:

From	To	Zinc	Lead	Copper	Vanadium	Silver	
61	62			3m			
62	63			0.17%			
63	64						
64	65		1.36%			16.5g/t	0.53oz/t
67	68			0.11%			
69	70			2m			
70	71			0.13%			
72	73			3m			
73	74			0.16%			
74	75						

(cont'd...)

KRC058

10,130N (WGS84 Z34 Sth 7,822,488N/502,127E) Dip - 60 deg
Azimuth 159 deg

Drilled to test for mineralisation down to 150m RL, returned the following assays:

From	To	Zinc	Lead	Copper	Vanadium	Silver
70	71				265ppm	
87	88					
88	89					
89	90			8m		
90	91			0.32%		
91	92					
92	93					
93	94			incl		
94	95			2m		
				0.70%		
100	101			0.11%		
112	113					
113	114			3m		
114	115			0.19%		
116	117					
117	118					
118	119					
119	120	7m	5m			
120	121	2.07%	3.34%			5m
121	122					13.8g/t
122	123					0.44oz/t
125	126	2m				
126	127	1.29%				
135	136	1.58%		0.27%		84.2g/t
						2.71oz/t
139	140	1.22%				
140	141					13.4g/t
						0.43oz/t

(cont'd...)

144	145						
145	146						
146	147						
147	148						
148	149						
149	150						
150	151						
151	152						
152	153						
153	154						
154	155						
155	156	26m	1.14%				
156	157	1.68%					
157	158		1.35%				
158	159						
159	160						
160	161						
161	162		2m			2m	
162	163		2.12%	0.14%		31.8g/t	1.02oz/t
163	164						
164	165						
165	166		2m			31.9g/t	1.03oz/t
166	167		1.71%				
167	168				4m		
168	169				930ppm		
169	170						

Results from AP0012, KIH006, KIH007, KIH010 and KRC054 on this section have previously been announced.

Results for KRC059 on this section are still pending.

The above results are part of an infill drilling programme currently being conducted by the Company, with the intention of upgrading this 2.4km long zone of mineralisation to a JORC compliant resource, down to a vertical depth of 150m.

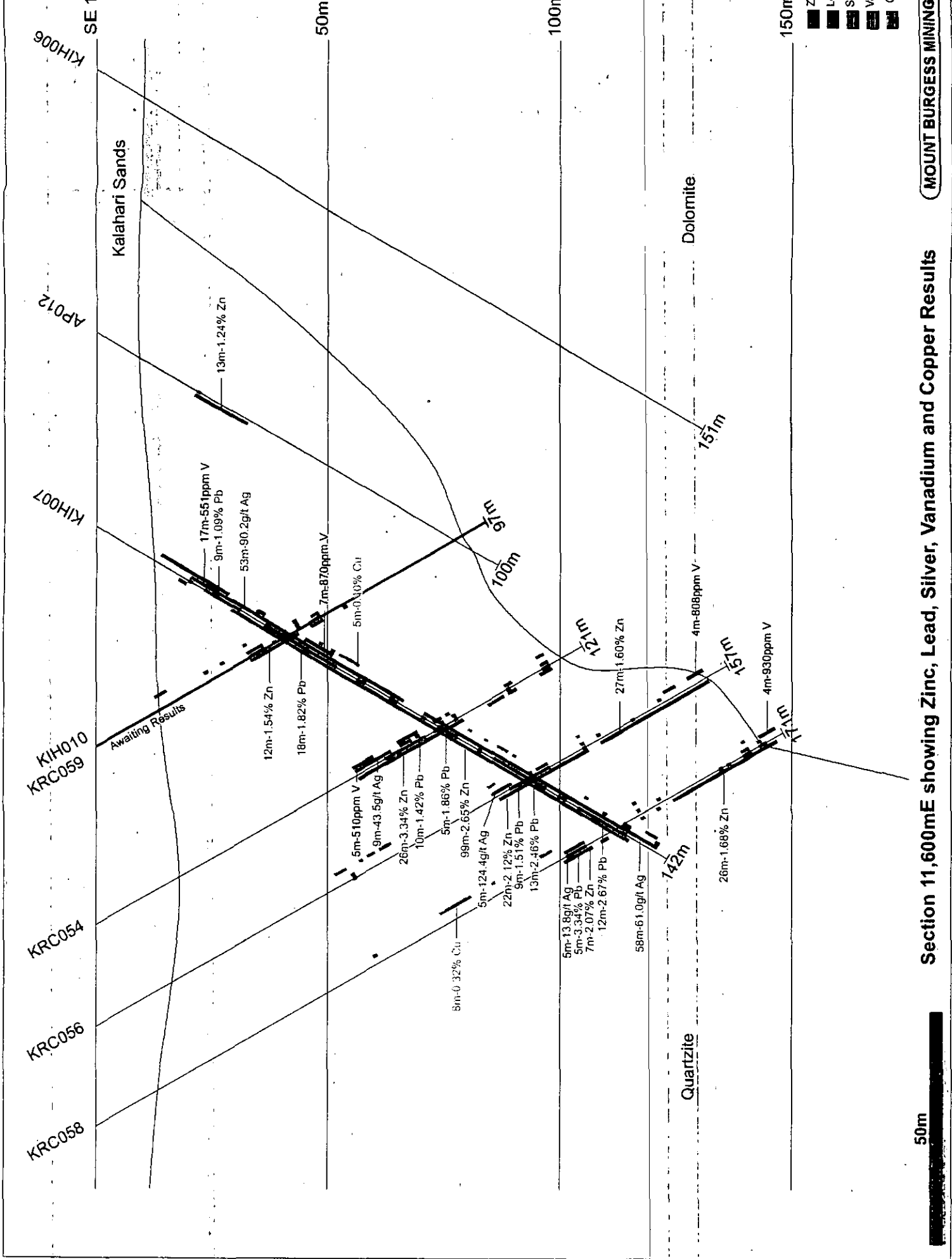
Further results from other sections are pending.

The information in this report that relates to exploration results, together with any related assessments and interpretations, is based on information compiled by Mr Giles Rodney (Rod) Dale of G R Dale & Associates, who is a non-executive Director of the Company. Mr Dale is a Fellow of The Australasian Institute of Mining and Metallurgy. Mr Dale has sufficient experience which is relevant to the style of mineralisation under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the "Australasian Code for Reporting of Mineral Resources and Ore Reserves". Mr Dale consents to the inclusion in the report of the matters based on this information in the form and context in which it appears.

For further information please contact:

Nigel Forrester
 CEO
 Mount Burgess Mining N.L
 T: ++ 61 89 322 6311
 F: ++ 61 89 322 4607
 W: www.mountburgess.com

or **Rod Dale**
 Technical Director of Geology



Section 11,600mE showing Zinc, Lead, Silver, Vanadium and Copper Results



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2006 DEC 14 A 10:38

ASX RELEASE

16 October 2006

OFFICE OF INTERNATIONAL
 CORPORATE FINANCE

**Assay Results from Drilling, Kihabe Base Metals Project, Botswana
 Mount Burgess Mining N.L. 100%**

Further assay results using the ICP-OES method have been received from RC infill drilling on the above project, (see diagram attached).

Section 11,600E (see section attached).

KRC059 10,055N (WGS84 Z34 Sth 7,822,422N/502,176E) Dip - 60,deg Azimuth 159 deg
 Drilled to confirm mineralisation in KIH010, returned the following assays:

From	To	Zinc	Lead	Copper	Vanadium	Silver	
25	26						
26	27	1.70%		2m 0.10%	478ppm	20.5g/t 0.66oz/t	
30	31						
31	32	4m 1.93%			4m 899ppm		
32	33						
33	34		1.04%				
34	35						
44	45	1.20%					
45	46	21m 2.2%					
46	47						
47	48			3m 2.49%			6m 34.5g/t 1.11oz/t
48	49						
49	50						
50	51						
51	52						
52	53						
53	54						
54	55						
55	56						
56	57			7m 1.58%			7m 18.4g/t 0.59oz/t
57	58						
58	59						
59	60						
60	61						
61	62						
62	63						
63	64						
64	65						
65	66		1.04%			18.0g/t 0.58oz/t	
66	67						
67	68						
79	80					14.7g/t 0.47oz/t	
89	90				407ppm		

section have previously been announced.

The above results are part of an infill drilling programme currently being conducted by the Company, with the intention of upgrading this 2.4km long zone of mineralisation to a JORC compliant resource, down to a vertical depth of 150m.

Further results from other sections are pending.

The information in this report that relates to exploration results, together with any related assessments and interpretations, is based on information compiled by Mr Giles Rodney (Rod) Dale of G R Dale & Associates, who is a non-executive Director of the Company. Mr Dale is a Fellow of The Australasian Institute of Mining and Metallurgy. Mr Dale has sufficient experience which is relevant to the style of mineralisation under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the "Australasian Code for Reporting of Mineral Resources and Ore Reserves". Mr Dale consents to the inclusion in the report of the matters based on this information in the form and context in which it appears.

For further information please contact:

Nigel Forrester

CEO

Mount Burgess Mining N.L

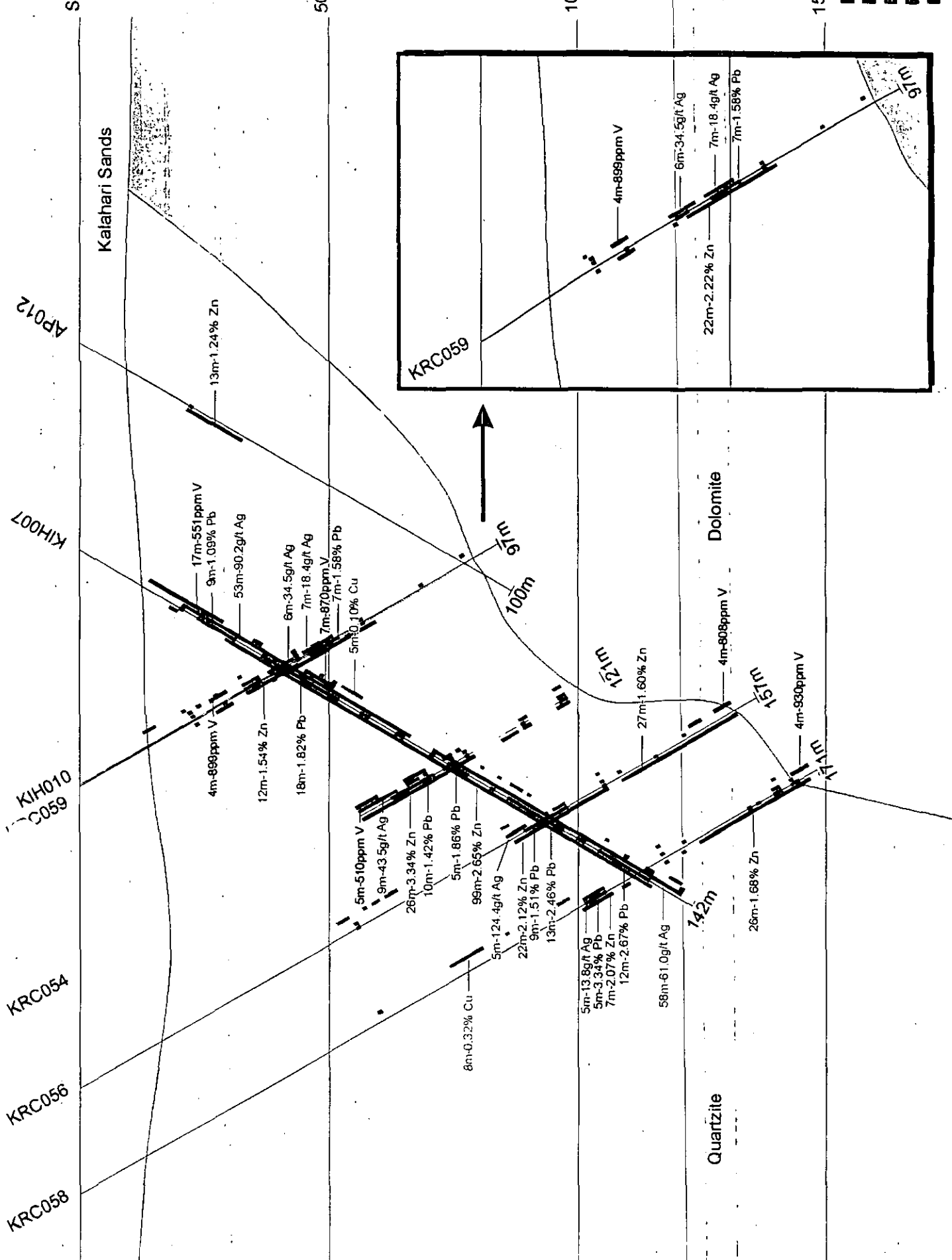
T: ++ 61 89 322 6311

F: ++ 61 89 322 4607

W: www.mountburgess.com

or **Rod Dale**

Technical Director of Geology



Section 11,600mE showing Zinc, Lead, Silver, Vanadium and Copper Results

50m

MOUNT BURGESS MIN

ACN: 009 067 476

Level 4, 109 St Georges Terrace, Perth, Western Australia, 6000
PO Box Z5301, St Georges Terrace, Perth, Western Australia, 6831
Telephone: (61 8) 9322 6311 Email: mtb@mountburgess.com
Facsimile: (61 8) 9322 4607 Website: www.mountburgess.com

23 October 2006

The Australian Stock Exchange Limited
Company Announcements Office
10th Floor
20 Bond Street
Sydney NSW
Australia

Dear Sir,

EMPLOYEE SHARE OPTION PLAN

The Company wishes to advise that in accordance with Clause 11.2(3) of its Employee Share Option Plan whereby an option held by an Eligible Employee immediately lapses upon

"the Eligible Employee ceasing to be an Eligible Employee and not exercising the Option within 30 days following that event, unless a longer period is otherwise determined by the Directors"

the following will apply:

Options Lapsing

ASX Ref MTBAI 500,000 Options (expiry date 31/12/09)

ASX Ref MTBAS 500,000 Options (expiry date 31/12/10)

These options have not been exercised and have now lapsed.

Yours faithfully

Jan Forrester
Company Secretary

Level 4, 109 St Georges Terrace, Perth, Western Australia, 6000
 PO Box Z5301, St Georges Terrace, Perth, Western Australia, 6831
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 Facsimile: (61 8) 9322 4607 Website: www.mountburgess.com

ASX RELEASE

27 October 2006

Assay Results from Drilling, Kihabe Base Metals Project, Botswana Mount Burgess Mining N.L. 100%

Further assay results using the ICP-OES method have been received from RC resource infill drilling on the above project, (see diagram attached).

Section 11,700E (see section attached).

KRC067 11,697E/10,124N, Dip - 60 deg, Azimuth 159 deg.
 Drilled to test for mineralisation down to 100m RL.

From	To	Zinc	Lead	Vanadium	Silver
91	92				2m 15.4g/t 0.50oz/t
92	93		1.26%		
93	94				
94	95				
95	96				
96	97	incl 1m 4.60%			2m 18.1g/t 0.58oz/t
97	98				
98	99				
99	100	incl 3m 3.16%			10.8g/t 0.35oz/t
100	101		14m 1.65%		
101	102				
102	103				
103	104				
104	105				
105	106				
106	107	33m 2.30%			
107	108				
108	109				
109	110				
110	111		1.37%		
111	112				
112	113				
113	114				
114	115				
115	116		1.43%		
116	117				
117	118				
118	119				
119	120				
120	121				
121	122				
122	123				
123	124				

Contd...

From	To	Zinc	Lead	Vanadium	Silver
125	126	1.08%			
127	128	6m 1.36%			
128	129				
129	130				
130	131				
131	132				
132	133				
136	137	1.45%	1.18%		19.7g/t 0.63oz/t
141	142	2m 1.89%			
142	143		1.04%		
144	145	1.03%			
146	147	2m 1.47%			
147	148				

End of Hole 151m

KRC062 11,696E/10,094N, Dip - 60 deg, Azimuth 159 deg.
 Drilled to test for mineralisation down to 100m RL.

From	To	Zinc	Lead	Vanadium	Silver	
64	65	1.13%				
90	91	11m 1.61%	1.07%			
91	92					
92	93					
93	94					
94	95					
95	96			3m 1.89%		
96	97					22.5g/t 0.72oz/t
97	98					
98	99					
99	100					
100	101					
103	104	4m 1.53%				
104	105					
105	106					
106	107					
108	109	2.22%				
118	119			4m 498ppm		
119	120					
120	121					
121	122					
123	124			250ppm		

End of Hole 125m

KRC061

11,696E/10,064N, Dip - 60 deg, Azimuth 159 deg.

Drilled to test for mineralisation between 50m and 100m RL.

From	To	Zinc	Lead	Vanadium	Silver
38	39	2m			
39	40	1.14%			
40	41				
41	42				
42	43		4m		
43	44		2.19%		
44	45				
45	46				
46	47				
47	48				
48	49		3m		
49	50		2.03%		
50	51	5m		375ppm	
51	52	1.49%			
52	53				
56	57	1.11%			
70	71				
71	72	4m			
72	73	1.40%			
73	74				
76	77				
77	78				
78	79				
79	80	8m			
80	81	2.14%			
81	82				
82	83				
83	84				
93	94			3m	
94	95			427ppm	
95	96				

End of Hole 103m

From	To	Zinc	Lead	Vanadium	Silver		
16	17						
17	18						
18	19	4m 1.48%		9m 653ppm	10.0g/t	0.32oz/t	
19	20						
20	21						
21	22						
22	23						
23	24						
24	25						
25	26	6m 1.42%					
26	27						
27	28				2m		
28	29			1.14%	484ppm		
29	30					2m	0.43oz/t
30	31				2m		
				461ppm			
38	39						
39	40		1.33%	incl 1m 2201ppm			
40	41						
41	42			5m			
42	43			1002ppm			

End of Hole 49m

The above results are part of an infill resource drilling programme currently being conducted by the Company, with the intention of upgrading this 2.4km long zone of mineralisation to a JORC compliant resource, down to a vertical depth of 150m.

Further results from this and other sections are pending.

Ravensgate, an independent firm of consultants has been commissioned to prepare a resource model and resource estimate on the Kihabe zone of mineralisation. An initial resource estimate on a portion of the Kihabe zone of mineralisation is expected shortly.

The information in this report that relates to exploration results, together with any related assessments and interpretations, is based on information compiled by Mr Giles Rodney (Rod) Dale of G R Dale & Associates, who is a non-executive Director of the Company. Mr Dale is a Fellow of The Australasian Institute of Mining and Metallurgy. Mr Dale has sufficient experience which is relevant to the style of mineralisation under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the "Australasian Code for Reporting of Mineral Resources and Ore Reserves". Mr Dale consents to the inclusion in the report of the matters based on this information in the form and context in which it appears.

For further information please contact:

Nigel Forrester

CEO

Mount Burgess Mining N.L

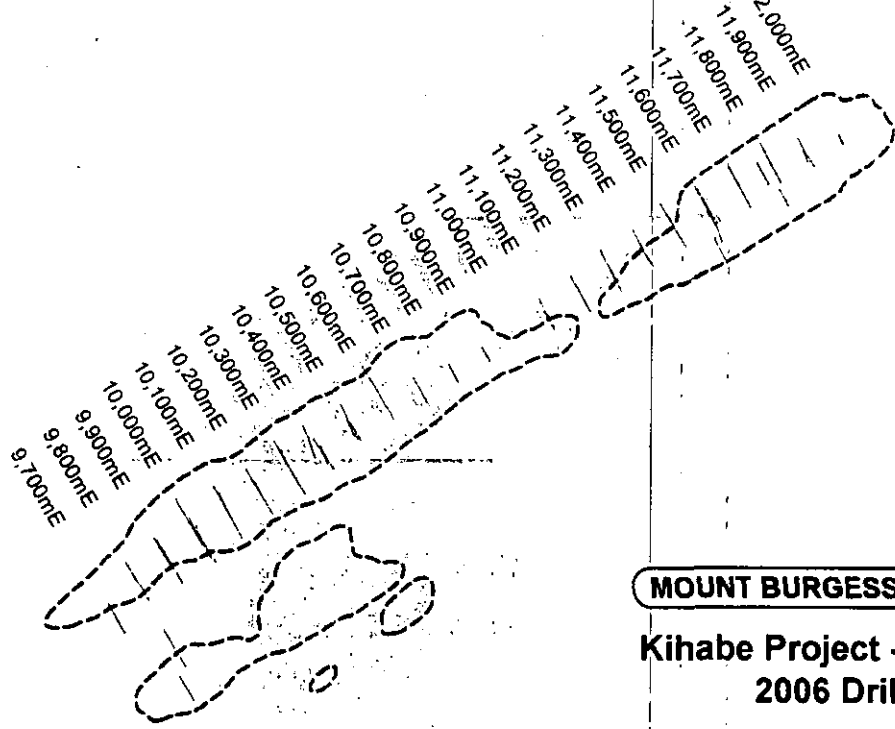
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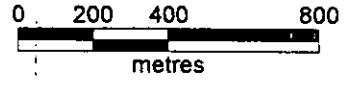
or **Rod Dale**




Technical Director - Geology



MOUNT BURGESS MINING N.L.

**Kihabe Project - Botswana
2006 Drilling**








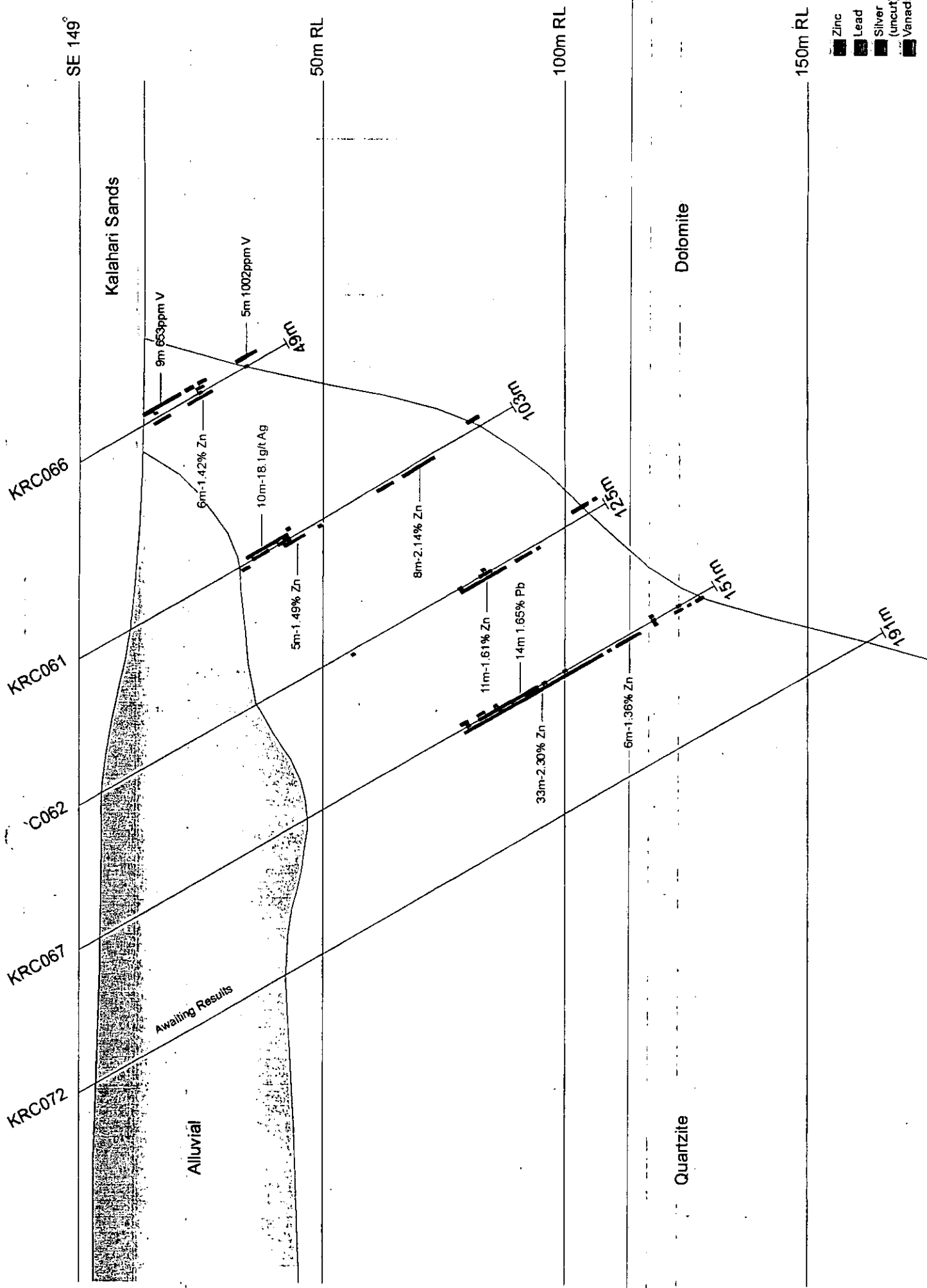
-  Zinc Soil Anomaly
-  Drilling
-  Soil Geochem Sampling Area

Section 11,700mE showing Zinc, Lead, Silver and Vanadium Results

50m

MOUNT BURGESS MINING N.L.

-  Zinc
-  Lead
-  Silver
-  Silver (uncut)
-  Vanadium



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ASX RELEASE

31 October 2006

**Assay Results from Drilling, Kihabe Base Metals Project, Botswana
 Mount Burgess Mining N.L. 100%**

Further assay results using the ICP-OES method have been received from RC resource infill drilling on the above project, (see diagram attached).

Section 11,700E (see section attached).

KRC072 11,700E/10,153N, Dip - 60 deg, Azimuth 159 deg.
 Drilled to test for mineralisation down to 150m RL.

An entire 61m intersection contained significant grades of zinc averaging 1.8%, together with zones of lead, silver, copper and vanadium, as follows:

From	To	Zinc	Lead	Vanadium	Copper	Silver
125	126					
126	127				3m 0.21%	
127	128					
129	130	incl. 8m 2.90%			0.70%	12m 25.9g/t 0.83oz/t
130	131					
131	132		8m 3.20%			
132	133					
133	134					
134	135					
135	136		incl. 4m 3.91%			incl. 2m 52.8g/t 1.70oz/t
136	137				0.39%	
137	138					
138	139					
139	140				2m 0.19%	
140	141					
141	142					
142	143					
143	144					
144	145	61m 1.80%				
145	146					
146	147					
147	148					
148	149					
149	150					
150	151					
151	152					10.2g/t 0.33oz/t
152	153					
153	154	incl. 4m 4.64%				
154	155		7m 2.44%			13.7g/t 0.44oz/t
155	156					19.1g/t 0.61oz/t
156	157					
157	158					
158	159					
159	160					
160	161					
161	162					
162	163		1.05%			
163	164					
164	165					
165	166					
166	167					
167	168			720ppm		

...contd.

168	169					15.3g/t	0.49oz/t
169	170						
170	171						
171	172					14.8g/t	0.48oz/t
172	173						
173	174						
174	175						
175	176		1.09%			17.9g/t	0.58oz/t
176	177						
177	178						
178	179						
179	180						
180	181						
181	182		1.01%				
182	183						
183	184		1.01%				
184	185						
185	186						
186	187		2m				
187	188		2.29%				
188	189						
189	190						
190	191						

End of Hole 191m

The above results are part of an infill resource drilling programme currently being conducted by the Company, with the intention of upgrading this 2.4km long zone of mineralisation to a JORC compliant resource, down to a vertical depth of 150m.

Further results from other sections are pending.

The information in this report that relates to exploration results, together with any related assessments and interpretations, is based on information compiled by Mr Giles Rodney (Rod) Dale of G R Dale & Associates, who is a non-executive Director of the Company. Mr Dale is a Fellow of The Australasian Institute of Mining and Metallurgy. Mr Dale has sufficient experience which is relevant to the style of mineralisation under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the "Australasian Code for Reporting of Mineral Resources and Ore Reserves". Mr Dale consents to the inclusion in the report of the matters based on this information in the form and context in which it appears.

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or Rod Dale
 Technical Director - Geology

SE 149°

50m RL

100m RL

150m RL

Kalahari Sands

Alluvial

Dolomite

Quartzite

KRC066

KRC061

KRC062

KRC067

KRC072

9m 653ppm V

5m 1002ppm V

49m

6m-1.42% Zn

10m-18.19t Ag

5m-1.49% Zn

8m-2.14% Zn

11m-1.61% Zn

14m 1.65% Pb

33m-2.30% Zn

8m-3.20% Pb

6m-1.36% Zn

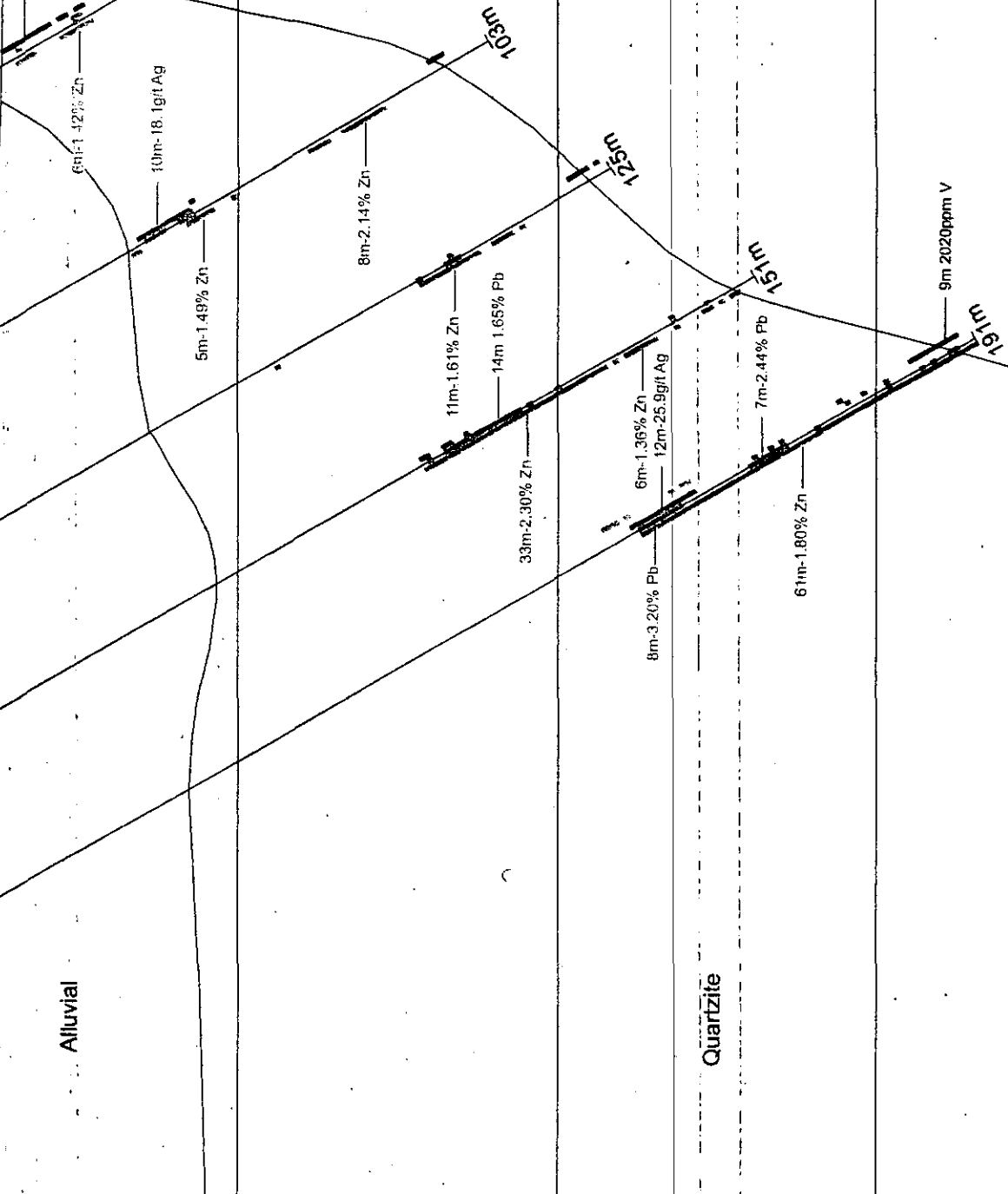
12m-25.9g/t Ag

61m-1.80% Zn

7m-2.44% Pb

9m 2020ppm V

191m



- Zinc
- Lead
- Silver (uncut)
- Vanadium
- Copper

50m

Section 11,700mE showing Zinc, Lead, Silver, Copper and Vanadium Results

MOUNT BURGESS MINING N.L.

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OFFICE OF INTERNATIONAL
CORPORATE FINANCE

QUARTERLY REPORT

30 September 2006

Highlights

AFRICA

BOTSWANA - KIHABE BASE METALS PROJECT

5,899 metres of RC resource infill drilling were conducted during the quarter on the 2.4km long Kihabe zone of zinc, lead, copper, silver and vanadium mineralisation.

The Company has commissioned Ravensgate, an independent firm of consultants, to compile a JORC compliant resource estimate for the project. An initial resource estimate is expected shortly.

NAMIBIA, TSUMKWE -BASE METALS EXPLORATION

During the quarter the Company conducted ground geochemical sampling over an area adjoining the Kihabe base metals project in Botswana.

AUSTRALIA

TELFER, WESTERN AUSTRALIA - GOLD EXPLORATION

The Company is in the process of negotiating a joint venture agreement on this project.

BOTSWANA, KIHABE BASE METALS PROJECT

PL 69/2003

(Mount Burgess Mining N.L. 100%)

Resource Drilling

During the quarter, the Company conducted a further 5,899 metres of infill drilling at the Kihabe project in western Botswana, for the purpose of upgrading this 2.4km zone of zinc, lead, silver, copper and vanadium mineralization to a JORC compliant resource, down to a depth of 150m.

By the end of the quarter, a total of 1,100m of strike had been drilled on 100m line spacings in the south western portion of the mineralised zone between sections 9,700E and 10,800E and a total of 400m of strike had been drilled on 100m line spacings in the north eastern section of the mineralised zone between sections 11,500E and 11,900E, (refer to diagram attached).

ICP-OES assay results from 3,451m of the above 5,899m of drilling have subsequently been received and variously announced through the Australian Stock Exchange. These drill results are shown in local grid co-ordinates and are summarised as follows:

KRC039

9,799E/9,976N Dip -60deg Azimuth 339deg

Drilled to test for mineralisation down to 100m RL.

The hanging wall dolomite/quartzite contact was logged at 38m.

From	To	Zinc	Lead	Copper	Vanadium	Silver	
55	56	2m					
56	57	1.27%					
59	60	8m 1.50%					
60	61						
61	62						
62	63						
63	64						
64	65						
65	66			1.43%			10.06g/t
66	67						
69	70	2.45%	1.87%			14.52g/t	0.47oz/t
75	76	3m 1.25%					
76	77						
77	78						

End of hole 105m

KRC040

9,798E/10,006N Dip -60deg Azimuth 339deg.

Drilled to test for mineralisation to 50m RL.

From	To	Zinc	Lead	Copper	Vanadium	Silver		
46	47		1.38%					
49	50	2m						
50	51	1.88%						
52	53	1.14%						
54	55	1.09%	10m 1.44%			4m 10.72g/t	0.34oz/t	
55	56							
56	57							
57	58							
58	59							
59	60							
60	61							
61	62							
62	63							
63	64							
68	69		2m					
69	70		1.30%					
74	75	1.77%						

End of hole 113m

KRC043

9,799E/9,947N Dip -60deg Azimuth 339deg.

Drilled to test for mineralization down to 100m RL.

The hanging wall dolomite/quartzite contact was logged at 76m.

From	To	Zinc	Lead	Copper	Vanadium	Silver	
87	88	4m 1.66%					
88	89						
89	90						
90	91						
102	103	7m 1.87%					
103	104						
104	105						
105	106						
106	107						
107	108			1.31%			
108	109						

End of hole 139m

From	To	Zinc	Lead	Copper	Vanadium	Silver
62	63					
63	64					
64	65					
65	66					
66	67					
67	68					
68	69					
69	70					
70	71					
71	72					
72	73					
73	74					
74	75					
75	76					
76	77					
77	78					
78	79					
79	80					
80	81					
81	82					
82	83					
83	84					
84	85					
85	86					
86	87					
87	88					
88	89					
89	90					
90	91					
91	92					

incl.
16m
3.51%

30m
2.44%

6m
1.42%

6m
15.7g/t
0.50oz/t

End of hole 120m

KRC 036 9,898E/9,979N Dip -60deg Azimuth 339deg
 Drilled to test for mineralisation between 50m RL and 100m RL.
 The hanging wall dolomite/quartzite contact was logged at 40m.

From	To	Zinc	Lead	Copper	Vanadium	Silver
67	68					
68	69					
69	70					
70	71					
71	72					
72	73					
73	74					
74	75					
75	76					
76	77					
77	78					
78	79					
79	80					
80	81					
81	82					
82	83					
83	84					
84	85					
85	86					
86	87					
87	88					
88	89					
89	90					
90	91					
91	92					
92	93					
93	94					
94	95					
95	96					
96	97					
97	98					
98	99					
99	100					

incl.
8m
2.16%

46m
1.70%

incl. 2m
2.28%

2m
12.0g/t
0.38oz/t

(cont'd...)

100	101								
101	102								
102	103								
103	104								
104	105								
105	106								
106	107								
107	108								
108	109								
109	110								
110	111								
111	112								
112	113								
118	119								
119	120								
158	159								
159	160								
160	161								
161	162								
162	163								
163	164								
164	165								
165	166								
166	167								
167	168								
168	169								
169	170								

End of hole 180m

SECTION 10,000mE

KRC 037 10,004E/9,940N Dip -60deg Azimuth 339deg
 Drilled to test for mineralisation down to 150m RL.
 The hanging wall dolomite/quartzite contact was logged at 118m.

From	To	Zinc	Lead	Copper	Vanadium	Silver
128	129					
129	130					
130	131					
131	132					
132	133					
133	134					
134	135					
135	136					
136	137					
137	138					
138	139					
139	140					
140	141					
141	142					
142	143					
143	144					
144	145					
145	146					
146	147					
147	148					
148	149					
149	150					
157	158					
161	162					
162	163					
163	164					
164	165					

End of hole 172m

From	To	Zinc	Lead	Copper	Vanadium	Silver	
90	91	3m 1.76%				3m 43.8g/t 1.41oz/t	
91	92						
92	93			3.95%			
113	114	9m 2.71%	10m 2.21%			8m 16.4g/t 0.53oz/t	
114	115						
115	116						
116	117						
117	118						
118	119						
119	120						
120	121						
121	122						
122	123						
123	124						
134	135	10m 2.25%	8m 1.90%			8m 13.0g/t 0.42oz/t	
135	136						
136	137						
137	138						
138	139						
139	140						
140	141						
141	142						
142	143						
143	144						
168	169		2m 1.80%				
169	170						

End of hole 186m

SECTION 10,100mE

KRC 042 10,099E/10,064N Dip -60deg Azimuth 339deg.

This hole was drilled too far west of the mineralised zone but did intersect some near surface vanadium.

From	To	Zinc	Lead	Copper	Vanadium	Silver
9	10				incl. 2m 1,896ppm 6m 1,018ppm	
10	11					
11	12					
12	13					
13	14					
14	15					
34	35				297ppm	
49	50				3m 426ppm	
50	51					
51	52					
58	59				2m 360ppm	
59	60					

End of hole 102m

Drilled to test for any western extensions of mineralisation down to 100m RL

From	To	Zinc	Lead	Copper	Vanadium	Silver
9	10				3m 549ppm	
10	11					
11	12					
35	36				255ppm	
81	82	3m 1.95%	1.38%			
82	83					
83	84					
84	85					
85	86	2m 1.27%				
86	87					
93	94	11m 1.88%				
94	95					
95	96					
96	97					
97	98					
98	99					
99	100					
100	101					
101	102					
102	103			2.39%		
103	104					0.35oz/t

End of hole 127m

SECTION 11.500mE

KRC 048

11,494E/10,076N Dip -60deg Azimuth 159deg
 Drilled to test for mineralisation down to 50m RL.
 The hanging wall dolomite/quartzite contact was logged at 104m.

From	To	Zinc	Lead	Copper	Vanadium	Silver	
10	11						
11	12						
12	13						
13	14						
14	15						
16	17						
17	18						
18	19						
22	23			0.10%			
33	34			2m			
34	35			0.16%			
49	50	4m 1.87%					
50	51						
51	52						
52	53						
53	54						
54	55						
55	56						
56	57						
57	58	8m 2.08%	13m 2.14%				
58	59						
59	60						
60	61						
61	62						
62	63					2m 23.9g/t	
70	71	1.12%					
71	72						
72	73		1.99%	0.27%			
73	74						
74	75	1.09%				3m 39.3g/t	
91	92						
92	93	1.31%					
93	94						

End of hole 108m

From	To	Zinc	Lead	Copper	Vanadium	Silver
28	29					
29	30					
30	31					
31	32					
32	33					
33	34					
34	35					
35	36					
36	37					
37	38			incl. 2m 0.26%		
38	39					
39	40					
40	41					
41	42					
42	43					
43	44					
44	45			37m 0.20%		
45	46					
46	47					
47	48					
48	49					
49	50					
50	51					
51	52					
52	53					
53	54			incl. 5m 0.39%		
54	55					
55	56					
56	57					
57	58					
58	59					
59	60			incl. 2m 0.38%		
60	61					
61	62					
62	63					
63	64					
64	65					

68	69					
69	70			0.12%		
70	71					
71	72					
72	73					
73	74			0.17%		
74	75					
75	76					
76	77					
77	78					
78	79	45m 2.02%	13m 2.14%			13m 21.4g/t 0.69oz/t
79	80					
80	81					
81	82					
82	83					
83	84					
84	85					
85	86					
86	87		3m 2.01%			3m 12.2g/t 0.39oz/t
87	88					
88	89					
89	90					

(con't...)

From	To	Zinc	Lead	Copper	Vanadium	Silver	
63	64			2m 0.12%			
64	65						
69	70			8m 0.13%			
70	71						
71	72						
72	73						
73	74						
74	75						
75	76						
76	77						
80	81			4m 0.11%			
81	82						
82	83						
83	84						
86	87			3m 0.15%			
87	88						
88	89						
92	93			2m 0.16%			
93	94						
113	114			0.11%			
114	115			25m 0.36%			
115	116						
116	117						11.8g/t 0.38oz/t
117	118						
118	119						
119	120						
120	121						2m 14.1g/t 0.45oz/t
121	122						
122	123						
123	124						
124	125						
125	126						
126	127	incl. 2m 4.54%					
127	128			incl. 8m 0.63%			
128	129					incl. 7m 47.1g/t 1.51 oz/t	
129	130						
130	131						
131	132						
132	133						
133	134						
134	135						
135	136	20m 2.09%					
136	137						
137	138						
138	139						
139	140		12m 2.62%				
140	141						
141	142						
142	143			0.14%	604ppm		
143	144						
144	145	incl. 4.01%+		0.15%		incl. 2m 45.3g/t 1.46 oz/t	
145	146						
152	153	2m 1.53%	1.40%			10.6g/t 0.34oz/t	
153	154						
157	158	1.47%					
164	165						
165	166						
166	167						
167	168		3m 1.87%				
168	169	10m 2.04%					
169	170						
170	171						
171	172						
172	173		2m 1.32%			16.3g/t 0.52oz/t	
173	174						
176	177	3.66%					

End of hole 181m

From	To	Zinc	Lead	Copper	Vanadium	Silver
61	62					
62	63			3m 0.17%		
63	64					
64	65		1.36%			16.5g/t 0.53oz/t
67	68			0.11%		
69	70			2m 0.13%		
70	71					
72	73			3m 0.16%		
73	74					
74	75					
99	100			2m 0.21%		
100	101					
101	102					
102	103					
103	104					
104	105					
105	106					
106	107					
107	108		9m 1.51%			
108	109					19.5g/t 0.63oz/t
109	110					
110	111	22m 2.12%				3m 12.7g/t 0.41oz/t
111	112					
112	113					
113	114					
114	115					
115	116					
116	117					
117	118					
118	119					
119	120					
120	121		2.61%	0.10%		73.6g/t 2.37oz/t
121	122					
125	126					11.9g/t 0.38oz/t
126	127					
127	128					
128	129					
129	130					
130	131					
131	132					
132	133					
133	134		1.17%			
134	135					
135	136					
136	137					
137	138					
138	139	27m 1.60%				
139	140					
140	141					10.4g/t 0.33oz/t
141	142					
142	143				3m 328ppm	
143	144					
144	145					
145	146					
146	147					
147	148					
148	149					
149	150				4m 808ppm	
150	151					
151	152					

End of hole 157m

The hanging wall dolomite/quartzite contact was logged at 166m.

From	To	Zinc	Lead	Copper	Vanadium	Silver
70	71				265ppm	
87	88					
88	89					
89	90					
90	91					
91	92					
92	93					
93	94					
94	95					
100	101				0.11%	
112	113					
113	114					
114	115				3m 0.19%	
116	117					
117	118					
118	119					
119	120					
120	121					
121	122					
122	123					
125	126					
126	127					
135	136					
139	140					
140	141					
143	144					
144	145					
145	146					
146	147					
147	148					
148	149					
149	150					
150	151					
151	152					
152	153					
153	154					
154	155					
155	156					
156	157					
157	158					
158	159					
159	160					
160	161					
161	162					
162	163					
163	164					
164	165					
165	166					
166	167					
167	168					
168	169					
169	170					

End of hole 171m

The hanging wall dolomite/quartzite contact was logged at 91m.

From	To	Zinc	Lead	Copper	Vanadium	Silver	
25	26			2m 0.10%			
26	27	1.70%			478ppm	20.5g/t	0.66oz/t
30	31						
31	32	4m 1.93%			4m 899ppm		
32	33						
33	34		1.04%				
34	35						
44	45	1.20%					
45	46						
46	47						
47	48	21m 2.2%				6m 34.5g/t	1.11oz/t
48	49						
49	50						
50	51						
51	52						
52	53						
53	54						
54	55						
55	56						
56	57						
57	58						
58	59						
59	60						
60	61						
61	62						
62	63						
63	64						
64	65						
65	66						
66	67		1.04%			18.0g/t	0.58oz/t
67	68						
79	80					14.7g/t	0.47oz/t
89	90				407ppm		

End of hole 97m

Drilled to test for mineralisation down to 100m RL.

From	To	Zinc	Lead	Vanadium	Silver	
91	92					
92	93		1.26%		2m 15.4g/t	0.50oz/t
93	94					
94	95					
95	96					
96	97	incl 1m 4.60%			2m 18.1g/t	0.58oz/t
97	98					
98	99					
99	100	incl 3m 3.16%			10.8g/t	0.35oz/t
100	101					
101	102		14m 1.65%			
102	103					
103	104					
104	105					
105	106					
106	107					
107	108	33m 2.30%				
108	109					
109	110					
110	111		1.37%			
111	112					
112	113					
113	114					
114	115					
115	116		1.43%			
116	117					
117	118					
118	119					
119	120					
120	121					
121	122					
122	123					
123	124					
125	126	1.08%				
127	128					
128	129					
129	130	6m 1.36%				
130	131					
131	132					
132	133					
136	137	1.45%	1.18%		19.7g/t	0.63oz/t
141	142	2m 1.89%				
142	143		1.04%			
144	145	1.03%				
146	147	2m 1.47%				
147	148					

End of Hole 151m

From	To	Zinc	Lead	Vanadium	Silver
64	65	1.13%			
90	91	11m 1.61%	1.07%		
91	92				
92	93				
93	94				
94	95				
95	96				
96	97		3m 1.89%		22.5g/t 0.72oz/t
97	98				
98	99				
99	100				
100	101				
103	104	4m 1.53%			
104	105				
105	106				
106	107				
108	109	2.22%			
118	119			4m 498ppm	
119	120				
120	121				
121	122				
123	124			250ppm	

End of Hole 125m

KRC061 11,696E/10,064N, Dip - 60 deg, Azimuth 159 deg.
 Drilled to test for mineralisation between 50m and 100m RL.

From	To	Zinc	Lead	Vanadium	Silver	
38	39	2m				
39	40	1.14%				
40	41					
41	42		4m 2.19%			
42	43					
43	44					
44	45					
45	46				10m 18.1g/t 0.58oz/t	
46	47					
47	48		3m 2.03%			
48	49					
49	50	5m 1.49%				
50	51			375ppm		
51	52					
52	53					
56	57	1.11%				
70	71	4m 1.40%				
71	72					
72	73					
73	74					
76	77	8m 2.14%				
77	78					
78	79					
79	80					
80	81					
81	82					
82	83					
83	84					
93	94			3m 427ppm		
94	95					
95	96					

End of Hole 103m

KRC066

11,696E/10,024N, Dip - 60 deg, Azimuth 159 deg.
 Drilled to test for mineralisation down to 50m RL

From	To	Zinc	Lead	Vanadium	Silver		
16	17						
17	18						
18	19	4m 1.48%		9m 653ppm	10.0g/t	0.32oz/t	
19	20						
20	21						
21	22						
22	23						
23	24						
24	25						
25	26	6m 1.42%					
26	27						
27	28						
28	29			1.14%		2m 13.5g/t	0.43oz/t
29	30						
30	31			2m 461ppm			
38	39						
39	40		1.33%	incl 1m 2201ppm			
40	41						
41	42			5m 1002ppm			
42	43						

End of Hole 49m

From	To	Zinc	Lead	Vanadium	Copper	Silver
125	126				3m 0.21%	
126	127					
127	128					
129	130				0.70%	
130	131					
131	132		8m 3.20%			12m 25.9g/t 0.83oz/t
132	133					
133	134					
134	135					
135	136		incl. 4m 3.91%			
136	137				0.39%	incl. 2m 52.8g/t 1.70oz/t
137	138					
138	139					
139	140				2m 0.19%	
140	141					
141	142					
142	143					
143	144					
144	145	61m 1.80%				
145	146					
146	147					
147	148					
148	149					
149	150					
150	151					
151	152					10.2g/t 0.33oz/t
152	153					
153	154		7m 2.44%			
154	155	incl. 4m 4.64%				13.7g/t 0.44oz/t
155	156					
156	157					19.1g/t 0.61oz/t
157	158					
158	159					
159	160					
160	161					
161	162					
162	163		1.05%			
163	164					
164	165					
165	166					
166	167					
167	168			720ppm		15.3g/t 0.49oz/t
168	169					
169	170					
170	171					
171	172					14.8g/t 0.48oz/t
172	173					
173	174					
174	175					
175	176		1.09%			17.9g/t 0.58oz/t
176	177					
177	178					
178	179					
179	180					
180	181					
181	182		1.01%			
182	183					
183	184		1.01%			
184	185			9m 2020ppm		
185	186					
186	187		2m 2.29%			
187	188					
188	189					
189	190					
190	191					

End of Hole 191m

to commence resource modeling on the Kihabe zone of mineralisation. This modeling is currently in progress and it is hoped that with an orderly return of assays from the laboratory, the calculation of an initial resource will be available shortly.

Regional Exploration, Soil Geochemical Sampling

Results have now been received from a 200m x 200m soil geochemical sampling programme conducted over a copper anomaly about 12km east north east of the main Kihabe zone of mineralisation. Elevated values of up to 34ppm copper have outlined a target area which is now ready for drilling this quarter.

Two further anomalies north east of the main Kihabe zone of mineralisation were also delineated during the quarter from soil geochemical sampling programmes. It is intended that these will also be drill tested during this quarter.

NAMIBIA, TSUMKWE - BASE METAL EXPLORATION

During the quarter a base metal soil geochemical sampling programme was conducted north west of the Kihabe zone of mineralisation, within that portion of the Damaran stratigraphy on the Namibian side of the border.

An in depth review of the Damaran stratigraphy on the Namibian side of the border has revealed two further geological and geochemical signatures coincident with elevated zinc soil geochemical values that are along strike from and look very similar to the main Kihabe zone of mineralisation in Botswana.

AUSTRALIA, TELFER - WESTERN AUSTRALIA - GOLD EXPLORATION

The Company is following up on a number of potential joint venture proposals on its Telfer tenements.

The information in this report that relates to exploration results, together with any related assessments and interpretations, is based on information compiled by Mr Giles Rodney (Rod) Dale of GR Dale and Associates, who is a non executive Director of the Company. Mr Dale is a Fellow of The Australasian Institute of Mining and Metallurgy.

Mr Dale has sufficient experience which is relevant to the style of mineralisation under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the "Australasian Code for Reporting of Mineral Resources and Ore Reserves". Mr Dale consents to the inclusion in the report of the matters based on this information in the form and context in which it appears.

Board and Management Changes

During the quarter Mr Martin Lindsay Spence resigned from the Board of the Company as Director of Exploration.

The Company would like to welcome to the Board as Non-Executive Directors, Mr Giles Rodney (Rod) Dale, FRMIT, FAusIMM, Geologist and Mr Allan Mulligan, NHD Dip Metalliferous Mining, MAusIMM, Mining Engineer and Managing Director of RSV Australia (Pty) Ltd.

Mr Dale qualified in Melbourne as a Geologist in 1959 and has considerable experience in exploring for iron ore, tin, base metals, industrial minerals, gold and uranium. His work has given him extensive exposure in many parts of Australia, Indonesia, China, India, Brazil, Ghana, Zimbabwe and Namibia. Rod has considerable experience in directing mining operations and has held positions as Director and Managing Director of ASX listed exploration and mining companies.

Mr Mulligan qualified in South Africa (Wits Tech) as a mining engineer in 1985 and obtained his Mine Managers Certificate of Competency (RSA) in 1986. Allan has had over 20 years experience in mine management and production, including technical assessments, production economics, mine feasibilities and project design and costing. His previous assessments have included the Munni Munni and Panton platinum and palladium deposits in Australia and currently he consults to the Mibango and Luwumbu joint ventures in Tanzania. Allan has operated in a senior management role on all of Lonmin's large underground platinum mines and as mine manager for several mid sized diamond, gold and base metal mines in South Africa. Since migrating to Australia, Allan has had extensive exposure to the junior exploration sector and has held a Non-Executive Directorship with an ASX listed company.

Mr James Hickey, B Com, has been appointed Project Development and Operations Manager for the Kihabe Base Metals Project. James is the former Managing Director of Dowding Reynards and Associates Pacific (DRAP), the South African based process engineering and project management group of companies. James has extensive experience in the management of project feasibility studies for a wide variety of minerals, along with the design, engineering, construction and commissioning of mineral processing plants for base metals, iron ore, gold, diamonds, chromite, manganese, titanium and tungsten.

Mr Alexander Meyer, BSc, MAusIMM, currently the Company's Senior Project Geologist has been appointed Exploration Manager.

The expansion of the Company's Board at this point in time is necessary to acquire the expertise required to advance the Company's Kihabe Base Metals Project.

Share Placements

During the quarter the Company completed the following share placements

28 August 2006	Issue of 7,520,00 ordinary fully paid shares at 8 cents per share to raise the Company \$601,600
27 September 2006	Issue of 9,287,000 ordinary fully paid shares at 6 cents per share to raise the Company \$557,220

Appendix 5B

Mining exploration entity quarterly report

Introduced 1/7/96. Origin: Appendix 8. Amended 1/7/97, 1/7/98, 30/9/2001.

Name of entity

MOUNT BURGESS MINING N.L.

ABN

31009067476

Quarter ended ("current quarter")

30 September 2006

Consolidated statement of cash flows

Cash flows related to operating activities	Current quarter \$A'000	Year to date (3 months) \$A'000
1.1 Receipts from product sales and related debtors	-	-
1.2 Payments for:		
(a) exploration and evaluation	(484)	(484)
(b) development	-	-
(c) production	-	-
(d) administration	(264)	(264)
1.3 Dividends received	-	-
1.4 Interest and other items of a similar nature received	-	-
1.5 Interest and other costs of finance paid	3	3
1.6 Income taxes paid	-	-
1.7 Other (provide details if material)	-	-
Net Operating Cash Flows	(745)	(745)
Cash flows related to investing activities		
1.8 Payment for purchases of:		
(a) prospects	-	-
(b) equity investments	-	-
(c) other fixed assets	-	-
1.9 Proceeds from sale of:		
(a) prospects	-	-
(b) equity investments	-	-
(c) other fixed assets	-	-
1.10 Loans to other entities	-	-
1.11 Loans repaid by other entities	-	-
1.12 Other (provide details if material)	-	-
Net investing cash flows	NIL	NIL
1.13 Total operating and investing cash flows (carried forward)	(745)	(745)

+ See chapter 19 for defined terms.

30/9/2001

Appendix 5B Page 1

1.13	Total operating and investing cash flows (brought forward)	(745)	(745)
Cash flows related to financing activities			
1.14	Proceeds from issues of shares, options, etc.	602	602
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings	-	-
1.17	Repayment of borrowings	-	-
1.18	Dividends paid	-	-
1.19	Other – Placement Fees	(6)	(6)
	Other – Lease Liability repayments	(2)	(2)
	Net financing cash flows	594	594
	Net increase (decrease) in cash held	(151)	(151)
1.20	Cash at beginning of quarter/year to date	340	340
1.21	Exchange rate adjustments to item 1.20	4	4
1.22	Cash at end of quarter (See NOTE A)	193	193
NOTE A: On 27 September 2006 the Company completed a placement of 9,287,000 shares at an issue price of \$0.06 per share to raise \$557,220.			

Payments to directors of the entity and associates of the directors

Payments to related entities of the entity and associates of the related entities

		Current quarter \$A'000
1.23	Aggregate amount of payments to the parties included in item 1.2	106
1.24	Aggregate amount of loans to the parties included in item 1.10	NIL

1.25 Explanation necessary for an understanding of the transactions

--

Non-cash financing and investing activities

2.1 Details of financing and investing transactions which have had a material effect on consolidated assets and liabilities but did not involve cash flows

N/A

2.2 Details of outlays made by other entities to establish or increase their share in projects in which the reporting entity has an interest

N/A

Financing facilities available

Add notes as necessary for an understanding of the position.

+ See chapter 19 for defined terms.

	Amount available \$A'000	Amount used \$A'000
3.1 Loan facilities	-	-
3.2 Credit standby arrangements	205	8

Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	300
4.2 Development	-
Total	300

Reconciliation of cash

Reconciliation of cash at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts is as follows.

	Current quarter \$A'000	Previous quarter \$A'000
5.1 Cash on hand and at bank	42	52
5.2 Deposits at call	151	288
5.3 Bank overdraft	-	-
5.4 Other (provide details)	-	-
Total: cash at end of quarter (item 1.22)	193	340

Changes in interests in mining tenements

	Tenement reference	Nature of interest (note (2))	Interest at beginning of quarter	Interest at end of quarter
6.1		Interests in mining tenements relinquished, reduced or lapsed		
6.2		Interests in mining tenements acquired or increased		

+ See chapter 19 for defined terms.

Issued and quoted securities at end of current quarter

Description includes rate of interest and any redemption or conversion rights together with prices and dates.

		Total number	Number quoted	Issue price per security (see note 3) (cents)	Amount paid up per security (see note 3) (cents)
7.1	+Preference securities <i>(description)</i>	N/A	N/A		
7.2	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions				
7.3	+Ordinary securities	196,435,000	196,435,000		
7.4	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs	7,520,000 N/A	7,520,000 N/A		
7.5	+Convertible debt securities <i>(description)</i>	N/A	N/A		
7.6	Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted				
7.7	Options Employee Share Plans	400,000 50,000 1,850,000 3,000,000 2,800,000	Nil Nil Nil Nil Nil	<i>Exercise Price</i> 25 cents 25 cents 25 cents 25 cents 25 cents	<i>Expiry date</i> 31/12/06 31/12/07 31/12/09 31/12/10 31/12/11
7.8	Issued during quarter	N/A			
7.9	Exercised during quarter	N/A			
7.10	Cancelled during quarter	450,000 50,000 250,000	NIL NIL NIL	25 cents 25 cents 25 cents	31/12/06 31/12/07 31/12/09
7.11	Debentures <i>(totals only)</i>	N/A			
7.12	Unsecured notes <i>(totals only)</i>	N/A			

+ See chapter 19 for defined terms.

Compliance statement

- 1 This statement has been prepared under accounting policies which comply with accounting standards as defined in the Corporations Act or other standards acceptable to ASX (see note 4).
- 2 This statement does give a true and fair view of the matters disclosed.

Sign here: Dean Scarparolo
(Company Secretary)

Date: 31 October 2006

Print name: DEAN A SCARPAROLO

Notes

- 1 The quarterly report provides a basis for informing the market how the entity's activities have been financed for the past quarter and the effect on its cash position. An entity wanting to disclose additional information is encouraged to do so, in a note or notes attached to this report.
- 2 The "Nature of interest" (items 6.1 and 6.2) includes options in respect of interests in mining tenements acquired, exercised or lapsed during the reporting period. If the entity is involved in a joint venture agreement and there are conditions precedent which will change its percentage interest in a mining tenement, it should disclose the change of percentage interest and conditions precedent in the list required for items 6.1 and 6.2.
- 3 **Issued and quoted securities** The issue price and amount paid up is not required in items 7.1 and 7.3 for fully paid securities.
- 4 The definitions in, and provisions of, *AASB 1022: Accounting for Extractive Industries* and *AASB 1026: Statement of Cash Flows* apply to this report.
- 5 **Accounting Standards** ASX will accept, for example, the use of International Accounting Standards for foreign entities. If the standards used do not address a topic, the Australian standard on that topic (if any) must be complied with.

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OFFICE OF INTERNATIONAL
CORPORATE FINANCE

NOTICE OF GENERAL MEETING

Notice is hereby given that a General Meeting of the Company will be held in the QV1 Conference Centre, Level 2 QV1 Building, 250 St. Georges Terrace, Perth, Western Australia at 4 p.m. on Thursday 7 December 2006.

BUSINESS

SECTION A: GRANT OF OPTIONS PURSUANT TO COMPANY'S EMPLOYEE SHARE PLAN

For the purpose of Resolutions 1 and 2:

- an Explanatory Statement is attached to this notice; and
- the following terms have the following meanings:

"Employee Share Option Plan" means the Company's Employee Share Option Plan adopted in September 2000 summarised in the Explanatory Statement and tabled at the meeting; and

"Options" means the Options described in the Employee Share Option Plan and summarised in paragraph 5(d) of the Explanatory Statement and in paragraph 2(b) of the Summary of the Plan set out at the end of the Explanatory Statement.

Resolution 1. Grant of Options to a Director – Giles Rodney Dale

To consider and if thought fit pass the following resolution:

that the Directors be authorized to grant the following number of Options, from the Company's Employee Share Option Plan, to the Director named below if that Director applies for the grant of the Options pursuant to the said Plan.

Giles Rodney Dale 1,000,000 Options

Voting Exclusion Statement

Any votes cast on the resolution by the Directors of the Company, and if ASX has expressed an opinion under Listing Rule 10.14.3 that approval is required for participation in the Employee Share Option Plan by anyone else, that person (or an associate of that person shall be disregarded, unless it is cast:

- *By a person as proxy for a person who is entitled to vote (in accordance with the directions on the proxy form); or*
- *By the person chairing the meeting as proxy for a person who is entitled to vote (in accordance with a direction on the proxy form to vote as the proxy decides).*

Resolution 2. Grant of Options to a Director – Allan Mulligan

To consider and if thought fit pass the following resolution:

that the Directors be authorized to grant the following number of Options, from the Company's Employee Share Option Plan, to the Director named below if that Director applies for the grant of the Options pursuant to the said Plan.

Allan Mulligan 1,000,000 Options

Voting Exclusion Statement

Any votes cast on the resolution by the Directors of the Company, and if ASX has expressed an opinion under Listing Rule 10.14.3 that approval is required for participation in the Employee share Option Plan by anyone else, that person (or an associate of that person shall be disregarded, unless it is cast:

- *By a person as proxy for a person who is entitled to vote (in accordance with the directions on the proxy form); or*

SECTION B: RATIFICATION OF SHARE PLACEMENT PURSUANT TO LISTING RULE 7.4

Resolution 3. Ratification of Previous Securities Issue announced to ASX on 27 September 2006

To consider and if thought fit pass the following resolution as an ordinary resolution:

That, for all purposes, Shareholders approve and ratify the allotment and issue of 9,287,000 shares to the parties and for the purposes detailed in the Explanatory Statement.

Voting Exclusion Statement

For the purposes of Listing Rule 7.5, the Company will disregard any votes cast on Resolution 3 by any person who participated in the issue and any of their associates, unless it is cast:

- *By a person as proxy for a person who is entitled to vote (in accordance with the directions on the proxy form); or*
- *By the person chairing the meeting as proxy for a person who is entitled to vote (in accordance with a direction on the proxy form to vote as the proxy decides).*

Explanatory Statement

The accompanying Explanatory Statement forms part of this Notice of General Meeting and should be read in conjunction with it.

Proxies

Please note that:

- (a) a Shareholder entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy;
- (b) a proxy need not be a member of the Company
- (c) a Shareholder may appoint a body corporate or an individual as its proxy;
- (d) a body corporate appointed as a Shareholder's proxy may appoint an individual as its representative to exercise any of the powers that the body may exercise as the Shareholder's proxy; and
- (e) Shareholders entitled to cast two or more votes may appoint two proxies and may specify the proportion of number of votes each proxy is appointed to exercise, but where the proportion or number is not specified, each proxy may exercise half of the votes.

The enclosed proxy form provides further details on appointing proxies and lodging proxy forms. If a shareholder appoints a body corporate as its proxy and the body corporate wishes to appoint an individual as its representative, a certificate of appointment of corporate representative should be completed and lodged in the manner specified below.

Voting Entitlements

In accordance with Regulation 7.11.37 and 7.11.38 of the Corporations Regulations 2001, the Board has determined that a person's entitlement to vote at the Annual General Meeting will be the entitlement of that person set out in the register of Shareholders as at 4 p.m. WST on 5 December 2006. Accordingly, transactions registered after that time will be disregarded in determining Shareholders' entitlement to attend and vote at the Annual General Meeting.

Corporate Representative

Any corporate Shareholder who has appointed a person to act as its corporate representative at the Annual General Meeting should provide that person with a certificate or letter executed in accordance with the Corporations Act authorising him or her to act as that company's representative. The authority may be sent to the Company or its share registry in advance of the Annual General Meeting or handed in at the Annual General Meeting when registering as a corporate representative.

By Order of the Board of Directors



Company Secretary
Mount Burgess Mining N.L.
24 October 2006

EXPLANATORY STATEMENT

This Explanatory Statement is provided to the shareholders of Mount Burgess Mining N.L. pursuant to and in satisfaction of Sections 208, 218 and 219 of the Corporations Act and Sections 10.11, 10.12, 10.14 and 10.15 of the Listing Rules. This Explanatory Statement is intended to be read in conjunction with the Notice of Meeting.

By Resolutions 1 and 2 the Company is proposing to offer to grant Options under the Company's Employee Share Option Plan to Messrs Dale and Mulligan, non-executive Directors. By virtue of Listing Rule 10.11 and Exception 4 of Listing Rule 10.12 the Company must not issue Options to Messrs Dale and Mulligan without the approval of the Company's shareholders. By virtue of Listing Rule 10.14, the Notice of Meeting seeking the approval of the Company's shareholders must include the matters set out in Listing Rule 10.15.

RESOLUTIONS 1 and 2.

Grant of Options to Directors

1. The object of the Employee Share Option Plan ("Plan") is to reward past services and contributions of Eligible Employees and also to assist in the recruitment, retention, incentive and motivation of Eligible Employees of the Company. A Summary of the Plan is set out at the end of this statement. Any shareholder may inspect the Plan at the Company's office during normal business hours.
2. "Eligible Employees" is defined in the Plan to mean:
 - (a) a full or part time employee from time to time of the Company including Directors employed by the Company; and
 - (b) any non-executive director from time to time of the Company.
3. Mr Giles Rodney Dale and Mr Allan Mulligan are non-executive Directors of the Company.
4. Both Messrs Dale and Mulligan are Eligible Employees. Messrs Dale and Mulligan are non-executive directors of the Company and by virtue of section 10.14 of the ASX Listing Rules approval by shareholders in meeting is required for the grant of Options to them. Further under Section 208 of the Corporations Act the granting of Options to Messrs Dale and Mulligan may constitute the giving of a financial benefit to a related party of the Company and prior shareholder approval in the manner set out in Sections 217 to 227 of the Corporations Act is required.

The names of all persons referred to in Rule 10.14 entitled to participate in the Plan are:

Nigel Forrester
Jan Forrester
Ronald William O'Regan
Alfred Patrick Stirling
Godfrey Edward Taylor
Giles Rodney Dale
Allan Mulligan

5. To the extent that Resolutions 1 and 2 are passed the Options to be granted will be granted:
 - (a) under the Plan;
 - (b) within one month of the passing of the Resolution;
 - (c) for no consideration;
 - (d) with an exercise price per Option equal to the greater of either:
 - (i) twenty five cents (25¢); or
 - (ii) eighty percent (80%) of the weighted average sale price of shares in the Company sold on the ASX during the five (5) business days prior to the date the Options are granted; and

terms and conditions are set out in paragraph 2(b) of the Summary of Plan attached to this Explanatory Statement.

6. The Options to be granted are in addition to each Director's fees payable by the Company as follows:

Messrs Dale and Mulligan are each paid an annual amount of \$24,000 non-executive Director's Fees

7. The following information is provided to shareholders in accordance with Section 219 of the Corporations Act and ASX Listing Rule 10.15 in relation to Resolutions 1,2,3 and 4.

(a) The related party to whom the proposed resolutions would permit the financial benefits to be given

The Options will be granted to the following persons whose relationship with the Company is set out in paragraphs 3 and 4 of this statement:

Giles Rodney Dale
Allan Mulligan

(b) The nature of the financial benefit

The proposed financial benefit to be given is the grant from the Company's Plan of the following number of Options to each of the following persons:

Name of Grantee	Number of Options
Giles Rodney Dale	1,000,000
Allan Mulligan	1,000,000

The reasons why the above options are intended to be given are as follows:

The purpose of the Company's Employee Share Option Plan is to reward employees for their past services and contributions, assist in the recruitment and retention of employees and provide incentive and motivation for existing employees.

Further, as an Exploration Company, reliant upon having to raise capital to finance its exploration effort and finance its day to day working capital requirements, the Company is not always in a position to maintain competitive salary ranges within the industry in which it operates. In particular, as a Company with projects overseas, it has to call upon employees to spend considerable time overseas away from home and when at home to work extended hours to fit within the overseas time frames. The Company believes that for this they should be rewarded.

The amount of options intended to be given are standardized to adequately cover the above reasons on an equitable person to person basis. The value of the options is set at 25 cents per option, considerably higher than the current trading price of the shares so that there is a built in incentive factor for employees and also because it standardizes the exercise price of all other employee options granted by the Company.

The terms and conditions of the Options are set out in the Plan and are summarised in paragraph 5(d) of this statement and in paragraph 2(b) of the Summary of the Plan.

(c) Directors' recommendation

Four of the Company's six directors, Mr Nigel Forrester, Mr Ronald O'Regan, Mr Godfrey Taylor and Mr Alfred Stirling wish to make recommendations on the proposed resolutions.

Messrs Forrester, O'Regan, Taylor and Stirling recommend that shareholders vote for Resolution 1 and 2 as it is Company Policy to reward past services and contributions of Eligible Employees and assist in the recruitment, retention, incentive and motivation of Eligible Employees of the Company.

The remaining directors of the Company, Messrs Dale and Mulligan feel it is inappropriate to make any recommendation about the proposed Resolutions 1 and 2 since they have a material interest in the outcomes of Resolutions 1, 2.

(d) Directors interest in the outcome of the proposed resolution.

If the proposed resolutions are passed Messrs Dale and Mulligan (non-executive Directors), will be invited to apply for the number of Options specified in the Resolutions in accordance with the Plan, and if they make application for the relevant number of Options, these Options will be granted.

(e) All other information that is reasonably required by members in order to decide whether or not it is in the Company's interests to pass the proposed resolution; and is known to the Company or to any of its directors.

As at 23 October 2006, the date of preparation of the Notice of Meeting and Explanatory Statement, the Company's issued share capital stands at 205,722,000 shares.

If all of the Options proposed to be granted in accordance with Resolution 1 - 2 are exercised then the following would apply:

- the Company's issued shares would increase by 2,000,000
- existing shareholders' holdings would be diluted by 0.96%
- the Company would receive \$500,000 in cash on the basis that the exercise price would be 25 cents per option.

As at 23 October 2006, the date of preparation of the Notice of Meeting and Explanatory Statement, the following unlisted share options, all exercisable at 25 cents per option and all issued pursuant to the Plan, exist.

400,000 options expiring 31 December 2006
50,000 options expiring 31 December 2007
1,350,000 options expiring 31 December 2009
2,500,000 options expiring 31 December 2010
2,800,000 options expiring 31 December 2011

As at the date of this Explanatory Statement, the imputed value of the Options proposed to be issued to Messrs Dale and Mulligan arising from the application of the Black-Scholes option pricing model and using the following assumptions is \$0.0285.

Underlying spot security price	\$0.075
Exercise price	\$0.25
Dividend rate	nil
Issue date	23 October 2006- date of preparation of notice
Expiry date	31 December 2011
Risk free rate	5.89%
Standard deviation of returns (annualised)	70%

An Option held by an employee will immediately lapse upon its expiry date, upon determination by the directors that the employee has acted fraudulently, dishonestly or in breach of the employee's obligations to the Company, the employee ceasing to be an employee and not exercising the Option within thirty days following that event unless a longer period is otherwise determined by the directors or the expiry of any time frame within which to exercise the option reasonably agreed by the directors in the event of death, retrenchment, redundancy, retirement, permanent illness or permanent physical or mental incapacity of an employee.

The rate of the Company's employee turnover from 2000 to 2006 was 29%.

The Company will not be subject to Fringe Benefits Tax in the event Resolutions 1 and 2 are approved and the relevant Options are granted.

The proposed grantees' current shareholdings/option holdings in the Company including any associate are listed below.

Fully Paid Ordinary Shares

Giles Rodney Dale	nil
Allan Mulligan	nil

Unlisted/Unquoted Employee Share Options

Giles Rodney Dale	nil
Allan Mulligan	nil

The closing price of ordinary fully paid shares in the Company on the five trading days prior to the preparation of this Notice is set out below.

Date	Closing Price
16 October 2006	7.2 cents
17 October 2006	7.2 cents
18 October 2006	7.5 cents
19 October 2006	7.5 cents
20 October 2006	7.2 cents

From 23 October 2005 to 23 October 2006 the Company's shares have traded between a low of 5.5 cents and a high of 14.5 cents.

The maximum number of Options that can be granted to the persons set out in paragraph 7(a) of the Explanatory Statement is the number set out next to their respective names in paragraph 7(b) of this Statement if the Resolution relevant to that person is passed.

Approval by shareholders was granted in February 2006 to Mr Forrester, Mr O'Regan, Mr Taylor, being offered 500,000 Options under the Plan and Mrs Forrester being offered 250,000 options under the plan. Messrs Forrester, O'Regan and Taylor and Mrs Forrester applied for those Options which were granted to them and are exercisable at 25 cents per Option and have an expiry date of 31 December 2011.

Since the last approval in February 2006, no persons referred to in rule 10.14 of the Listing Rules have received Options under the Plan.

There are no loan conditions attached to the grant of the Options.

RESOLUTION 3.

Ratification of Previous Securities Issues

Listing Rule 7.1 imposes a limit on the number of equity securities (eg shares or options to subscribe for shares) which a company can issue without shareholder approval. In general terms the limit is that a company may not, without shareholder approval issue in any 12 month period, equity securities which are more than 15% of:

The number of fully paid ordinary shares on issue 12 months before the issue plus

The number of fully paid ordinary shares issued in that 12 months under an exception contained in Listing Rule 7.2 or with Shareholder approval.

Equity securities which are issued under an exception contained in Listing Rule 7.2 or with Shareholder approval do not reduce the number of shares that may be issued by the Company under Listing Rule 7.1

Shareholder approval can be obtained either before or after the equity securities are issued.

Listing Rule 7.4 states that an issue by a company of equity securities made without approval under Listing Rule 7.1 is treated as having been made with approval for the purpose of Listing Rule 7.1 if the issue did not breach Listing Rule 7.1 when made and the company's members subsequently approve it.

Under Resolution 3 the Company seeks approval from Shareholders for, and ratification of, the previous issue of equity securities as set out below and pursuant to Listing Rule 7.5 the Company provides the following information.

Resolution 3 - Ratification of Issue of Fully Paid Ordinary Shares announced to ASX on 27 September 2006		
Allottee	Issue Price	No. of Shares
Oceanic Asset Management	6 cents	6,666,667
Newstead Holdings Limited	6 cents	1,666,667
Mulato Nominees Pty Ltd	6 cents	833,333
Salex Holdings Pty Ltd	6 cents	120,333

None of the allottees named above are related parties.

Shares issued from this placement rank parri passu with existing shares.

The Company is applying funds raised in the above placement towards working capital, metallurgical test work, surveying, geophysical surveys, geochemical sampling and drilling etc at both its Kihabe Base Metals Project in Botswana and the Tsumkwe Diamond and Base Metal Project in Namibia.

The Board believes that the ratification of this issue is beneficial for the Company. The Board recommends Shareholders vote in favour of Resolution 3 as it allows the Company to ratify the above issue of Shares and retain the flexibility to issue the maximum number of equity securities permitted under Listing Rule 7.1 without shareholder approval.

SUMMARY OF EMPLOYEE SHARE OPTION PLAN

- 1 On the 21st day of September 2000, the Company adopted the Mount Burgess Mining NL Employee Share Option Plan ("Plan") to reward past services and contributions of Eligible Employees and also to assist in the recruitment, retention, incentive and motivation of Eligible Employees of the Company.
- 2 The main features of the Plan are:
 - (a) the directors are able, from time to time, to make offers in writing to Eligible Employees or nominees of Eligible Employees inviting them to apply for the grant of Options upon the terms and conditions outlined in the Plan;
 - (b) the material terms of the Options are:
 - (i) the Options will be issued at an issue price of \$0.00
 - (ii) each Option will entitle the holder to acquire one share in the capital of the Company at the Exercise Price;
 - (iii) the Options will expire at 5 pm on the 31st December of the year five years from the date of grant of the Options;

ordinary shares in the capital of the Company;

- (v) the Exercise Price of an Option will be determined by the directors in their absolute discretion on or before the date that the directors invite Eligible Employees to apply for the Options but in no event will the Exercise Price be less than:
 - i. An exercise price approved by shareholders in meeting, or where the exercise price has not been approved by shareholders,
 - ii. 80% of the weighted average sale price of shares in the Company sold on the ASX during the five business day prior to the grant of the Option or such other period as determined by the directors;
 - (vi) the total number of Options that may be granted under the Plan will not exceed 5% of the granted capital of the Company;
 - (vii) the directors may from time to time, by resolution amend all or any provisions of the Plan but in so doing the directors must comply with any restrictions or procedural requirements under the Listing Rules for amending an Employee Incentive Scheme or for amending the terms of granted Options;
 - (viii) the Options will not be listed on the Australian Stock Exchange Limited for official quotation;
 - (ix) upon exercise of the Options the Company will make an application for quotation of the shares issued pursuant to the exercise of the Options to the Australian Stock Exchange Limited for official quotation;
 - (x) no Options will be granted until an application has been received by the Company from the relevant Eligible Employee in the form annexed to the Plan or in such other form as the directors from time to time prescribe;
 - (xi) an Option held by an Eligible Employee will immediately lapse upon its expiry date, upon a determination by the directors that the Eligible Employee has acted fraudulently, dishonestly or in breach of the Eligible Employee's obligations to the Company, the Eligible Employee ceasing to be an Eligible Employee and not exercising the Option within thirty (30) days following that event unless a longer period is otherwise determined by the directors or the expiry of any timeframe within which to exercise the Option reasonably agreed by the directors in the event of death, retrenchment, redundancy, retirement, permanent illness or permanent physical or mental incapacity of an Eligible Employee;
 - (xii) there are no participating rights or entitlements inherent in the Options and holders will not participate in any new issue of capital offered to shareholders of the Company during the currency of the Options;
 - (xiii) in the event of any reorganisation of capital of the Company, the rights of the option holder will be changed to the extent necessary to comply with the Listing Rules applying to the reorganisation of capital at the time of reorganisation
- (c) the Plan will be administered by the directors; and
- (d) the Plan may at any time be terminated by resolution of the directors.

APPOINTMENT-OF PROXY

Please return to:
Company Secretary,
C/o Advanced Share Registry Services,
P O Box 1156,
Nedlands, Western Australia 6909
or
110 Stirling Highway, Nedlands;
Western Australia, 6009

I/We _____ (name)

of _____ (address)

being a Shareholder/s of Mount Burgess Mining N.L. and entitled to attend and vote hereby appoint the following proxy/proxies to attend and act on my/our behalf and to vote in accordance with my/our directions at the General Meeting of Mount Burgess Mining N.L. to be held in the QV1 Conference Centre, Level 2, QV1 Building, 250 St Georges Terrace, Perth, Western Australia at 4 pm WST on Thursday 7 December 2006 and at any adjournment of that meeting.

The Chairman of the meeting []

OR

IMPORTANT: for all resolutions :
If the Chairman of the meeting is your proxy, or if appointed your proxy by default and you do not wish to direct him/her how to vote on any of these resolutions, you must mark this box with an "X". By marking this box, you acknowledge that the Chairman of the meeting may exercise your proxy on those resolutions (for which you have not given a direction) even if he/she has an interest in the outcome of the resolution and that votes cast by him/her other than as proxy holder, will be disregarded because of that interest. If you do not mark this box, and you have not directed your proxy how to vote on any of these resolutions, the Chairman of the meeting will not cast your votes on the resolutions (for which you have not given a direction) on a show of hands or on a poll. The Chairman of the meeting intends to vote undirected proxies in favour of each resolution

If the person you are appointing as your proxy is someone other than the Chairman of the meeting:
Write the name of that person in the box below.

[]

[] %

You must specify the % of your votes that you authorise your proxy to exercise if:

If you hold 2 or more Shares in Mount Burgess Mining N.L., you may appoint a second proxy:
Write the name of your second proxy in the box below.

[]

[] %

- (a) you have only appointed 1 proxy and do not want him/her to exercise all your votes, or
(b) you have appointed 2 proxies under this proxy form.

If you do not name a proxy or your named proxy fails to attend the meeting, the Chairman of the meeting will be appointed as your proxy to attend and act on your behalf and to vote in accordance with the following directions at the General Meeting of Mount Burgess Mining N.L. to be held in the QV1 Conference centre, Level 2 QV1 Building, 250 St Georges Terrace, Perth, Western Australia at 4 p.m. WST on Thursday 7 December 2006 and at any adjournment of that meeting.

Voting directions to your proxy - Please mark only one of the boxes with an "X" for each resolution to indicate your directions.

Table with 4 columns: Resolution Number, For, Against, Abstain. Rows include Grant of Options to Giles Rodney Dale, Grant of Options to Allan Mulligan, and Ratification of Previous Securities Issue - 27 September 2006.

If you mark the "Abstain" box with an 'x' for a particular resolution, you are directing your proxy not to vote on your behalf on a show of hands or on a poll.

PLEASE SIGN HERE: This section must be signed in accordance with the instructions overleaf.

Individual or Shareholder 1

[]

Sole Director and Sole Company Secretary

Shareholder 2

[]

Director

Shareholder 3

[]

Director/Company Secretary

Instructions

1. Name and Address

Please print your name and address as it appears on your holding statement and the Company's Share Register. If shares are jointly held, please ensure the name and address of each joint shareholder is indicated.

2. Appointment of Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If the person you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the name of that person. If you leave this section blank, or your named proxy does not attend the meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a shareholder of the Company.

3. Votes on Resolutions

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each Resolution. All your shareholding will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any Resolution by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given Resolution, your proxy may vote as he or she chooses. If you mark more than one box on a Resolution your vote on that Resolution will be invalid.

4. Appointment of a Second Proxy

You are entitled to appoint up to two persons as proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy please write then name of that person.

To appoint a second proxy you must state (in the appropriate box) the percentage of your voting rights which are the subject of the relevant proxy. If the Proxy Form does not specify a percentage, each proxy may exercise half your votes. Fractions of votes will be disregarded.

5. Signing Instructions

You must sign this form as follows in the spaces provided:

Individual:	where the holding is in one name, the holder must sign
Joint Holding:	where the holding is in more than one name, all the shareholders should sign
Power of Attorney:	to sign under Power of Attorney, you must have already lodged this document with the Company's Share Registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.
Companies:	where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

If a representative of the corporation is to attend the meeting a "Certificate of Appointment of Corporate Representative" should be produced prior to admission

6. Lodgement of a Proxy

This Proxy Form (and any Power of Attorney under which it is signed) must be sent or delivered, or sent by facsimile to either the Company's Registered Office, Level 4, 109 St Georges Terrace, Perth, Western Australia, 6000 (Facsimile: ++ 61 8 9322 4607) or the offices of Advanced Share Registry Services, 110 Stirling Highway, Nedlands, Western Australia 6009. Please note that all Proxy Forms must be received at either of the above addresses not later than 48 hours before the commencement of the meeting, i.e. 4 p.m. on 5 December 2006 W.S.T. Any Proxy Form received after that time will not be valid for the scheduled meeting.

Appendix 3Y

Change of Director's Interest Notice

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 30/9/2001.

Name of entity	MOUNT BURGESS MINING N.L.
ABN	31 009 067 476

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Nigel Raymond Forrester
Date of last notice	11 October 2006

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	
DIRECT INTEREST	Nigel Raymond Forrester
INDIRECT INTEREST	Caroline Forrester (daughter) Claire Forrester (daughter)
	Jan Forrester (spouse) EST D M Forrester (late mother)
	Salto Pty Ltd Beta Man Svc. S/F a/c
Date of change	31 October 2006
No. of securities held prior to change	
DIRECT INTEREST	
Nigel Raymond Forrester	5,897,576 ordinary fp shares 1,000,000 unlisted options
INDIRECT INTEREST	
Caroline Forrester (daughter)	273,000 ordinary fp shares
Claire Forrester (daughter)	61,000 ordinary fp shares
Jan Forrester (spouse)	511,910 ordinary fp shares 1,000,000 unlisted options
Est DM Forrester (late mother)	13,860 ordinary fp shares
Salto Pty Ltd	1,000,000 ordinary fp shares
Beta Man Svc S/F a/c	3,570,000 ordinary fp shares

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

TOTAL	11,327,346 ordinary fp shares 2,000,000 unlisted options
Class	Ordinary fp shares Unlisted Options
Number acquired	20,000
Number Disposed	nil
Consideration	\$1,526.00
No. of securities held after change	
DIRECT INTEREST Nigel Raymond Forrester	5,897,576 ordinary fp shares 1,000,000 unlisted options (exercisable at 25 cents per option)
INDIRECT INTEREST Caroline Forrester (daughter) Claire Forrester (daughter) Jan Forrester (spouse) Est DM Forrester (late mother) Salto Pty Ltd Beta Man Svc S/F a/c	273,000 ordinary fp shares 61,000 ordinary fp shares 531,910 ordinary fp shares 1,000,000 unlisted options 13,860 ordinary fp shares 1,000,000 ordinary fp shares 3,570,000 ordinary fp shares
TOTAL	11,347,346 ordinary fp shares 2,000,000 unlisted options
Nature of Changes	On market purchase

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	

+ See chapter 19 for defined terms.

No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>		
Interest acquired		
Interest disposed		
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>		
Interest after change		

Lodged: 2 November 2006

+ See chapter 19 for defined terms.

Level 4, 109 St Georges Terrace, Perth, Western Australia, 6000
 PO Box Z5301, St Georges Terrace, Perth, Western Australia, 6831
 Telephone: (61 8) 9322 6311 Email: mtb@mountburgess.com
 Facsimile: (61 8) 9322 4607 Website: www.mountburgess.com

ASX RELEASE

3 November 2006

**Assay Results from Drilling, Kihabe Base Metals Project, Botswana.
 Mount Burgess Mining N.L. 100%**

Further assay results using the ICP-OES method have been received from RC resource infill drilling on the above project, (see diagram attached).

Section 11,800E (see section attached).

KRC077 11,799E/10,091N, Dip - 60 deg, Azimuth 159 deg.
 Drilled to test for mineralisation down to 100m RL.
 The hanging wall dolomite/quartzite contact was logged at 108m.

From	To	Zinc	Lead	Copper	Vanadium	Silver
37	38					
38	39					
39	40					
40	41			293ppm	6m 0.23%	
41	42					
42	43					
57	58	1.53%				
62	63	3m 1.68%				
63	64					
64	65					
70	71	1.02%				
72	73	incl. 5m 3.87%				
73	74		1.02%			
74	75					
75	76					
76	77					
77	78					
78	79		4m 1.45%			
79	80					3m 13.8g/t 0.44oz/t
80	81					
81	82					
82	83					
83	84					
84	85					
85	86	37m 2.34%				
86	87					
87	88					
88	89					
89	90					
90	91					
91	92					
			3m 1.02%			

...contd.

92	93					
93	94					
94	95					
95	96					
96	97					
97	98					
98	99					
99	100					
100	101					
101	102					
102	103					
103	104					
104	105		3m 1.64%			2m 14.9g/t 0.48oz/t
105	106			276ppm		
106	107					
107	108					
108	109					

End of Hole 115m

KRC076 11,799E/10,076N, Dip - 60 deg, Azimuth 159 deg.
 Drilled to test for mineralisation down to 75m RL.
 The hanging wall dolomite/quartzite contact was logged at 94m.

From	To	Zinc	Lead	Copper	Vanadium	Silver
16	17				258ppm	
17	18					
18	19					
19	20					
20	21					
21	22				4m 729ppm	
22	23					
23	24					
24	25					
25	26					
26	27					
27	28					
28	29					
29	30					
30	31					
31	32					
32	33					
33	34					
34	35					
35	36					
36	37					

...contd.

From	To	Zinc	Lead	Copper	Vanadium	Silver
42	43					
43	44					
44	45					
45	46					
46	47					45.3g/t 1.46oz/t
47	48					
48	49					
49	50					
50	51					
51	52					
52	53					
53	54					
54	55					
55	56					
56	57					
57	58					
58	59					
59	60					
60	61					3m 12.0g/t 0.41oz/t
61	62					
62	63	incl. 4m 3.25%	5m 1.37%			
63	64					33.9g/t 1.09oz/t
64	65					
65	66					
66	67					
67	68		1.21%			13.5g/t 0.43oz/t
68	69					
69	70					
70	71					
71	72					10.0g/t 0.32oz/t
72	73					
73	74					
74	75	49m 1.96%				
75	76					
76	77					
77	78					
78	79					
79	80					
80	81					
81	82					
82	83					
83	84					
84	85					
85	86	incl. 4m 3.93%	3m 1.34%			2m 11.6g/t 0.41oz/t
86	87					
87	88					
88	89					
89	90					
90	91					
91	92					11.2g/t 0.36oz/t
92	93					

End of Hole 103m

Drilled to test for mineralisation down to 50m RL.
 The hanging wall dolomite/quartzite contact was logged at 51m.

From	To	Zinc	Lead	Copper	Vanadium	Silver
34	35	7m 1.71%				
35	36		3.01%			15.2g/t 0.49oz/t
36	37					
37	38		2m 1.13%			
38	39					
39	40					
40	41					
42	43				2m 568ppm	12.8g/t 0.41oz/t
43	44					
47	48				4m 1204ppm	
48	49		1.09%			
49	50					
50	51					

End of Hole 55m

The above results are part of an infill resource drilling programme currently being conducted by the Company, with the intention of upgrading this 2.4km long zone of mineralisation to a JORC compliant resource, down to a vertical depth of 150m.

Further results from this and other sections are still pending.

REGIONAL EXPLORATION

The Company is currently drilling a copper anomaly situated some 12 km north east of the Kihabe zone of mineralisation.

This anomaly is situated within a circular shaped geomorphological/landsat feature some 2km in diameter. Initial logging of the first hole drilled into this feature has recorded the intersection of a Quartzite/Qwacke unit between 20m - 40m containing some evident galena (lead sulphides) and sphalerite (zinc sulphides). This Quartzite/Qwacke unit overlies a broad oxidized zone of some 30m thickness which is highly hematite altered containing minor malachite/epidote. Further down hole, certain intervals between 70m - 110m are highly hematite-altered with abundant malachite/epidote.

It should be noted that this data has been extracted only from initial logging at this stage and confirmation of mineralisation can only be determined from the return of assays. These results will be submitted for assaying as soon as possible.

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For further information please contact:

Nigel Forrester
 CEO

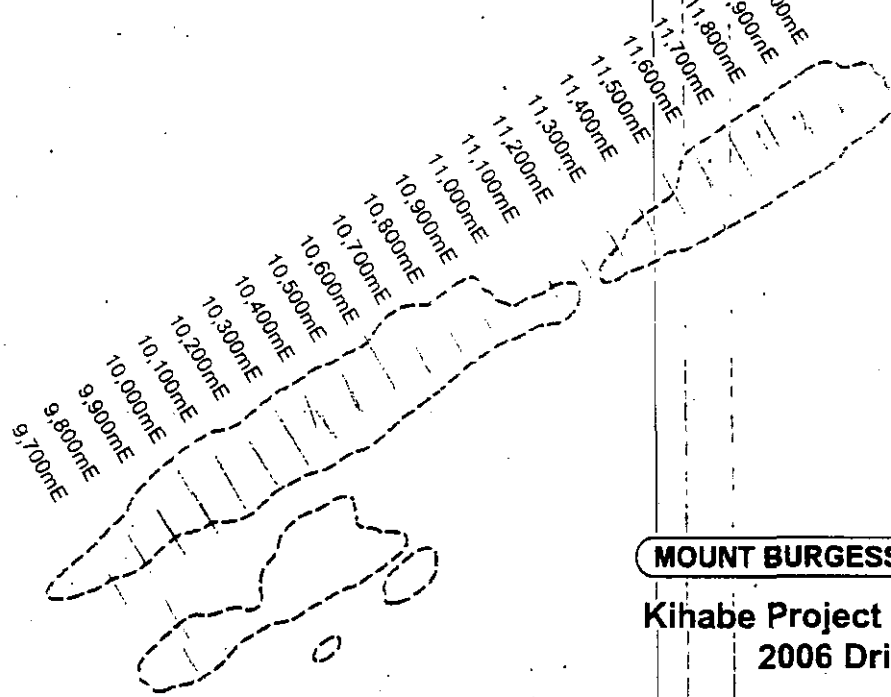
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

or **Rod Dale**
 Technical Director - Geology



MOUNT BURGESS MINING N.L.

**Kihabe Project - Botswana
2006 Drilling**



-  Zinc Soil Anomaly
-  Drilling
-  Soil Geochem Sampling Area

SE 148

50m R

100m F

150m F

- Zinc
- Lead
- Silver
- Copper
- Vanadium
- Cobalt

MOUNT BURGESS MINING INC

Kalahari Sands

Dolomite

Quartzite

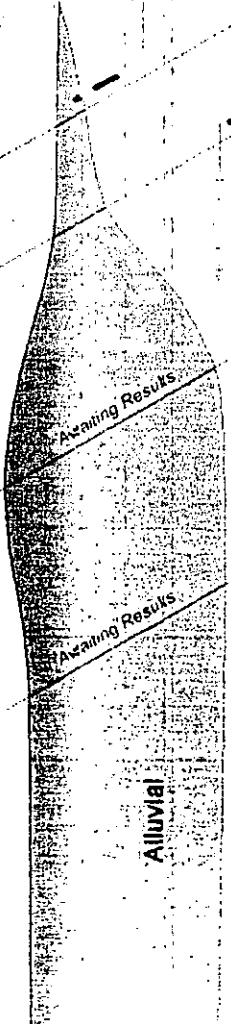
KRC074

KRC076

KRC077

KRC078

KRC079



7m-1.71% Zn

5m-1.03 Pb

45m-1.96% Zn

37m-2.34% Zn

103m

103m

115m

139m

184m

Section 11,800mE showing Zinc, Lead, Silver, Copper and Vanadium Results

50m



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ASX RELEASE

9 November 2006

Update to Chairman's Review - Kihabe Base Metals Project, Botswana

Some 13,000m of infill RC drilling have now been conducted on the Kihabe base metals project in north western Botswana. A number of primary and check assay results have still to be received from this drilling, which are expected within the next month. Ravensgate, an independent firm of consultants, has been commissioned to prepare a resource model and statement on the Kihabe zone of zinc, lead, silver, copper and vanadium mineralisation.

As a measure of progress achieved to date, the Company wishes to advise that based on assay results received and drill hole logging collated to date, some 1,300m of strike, out of the total 2,400m long zone of mineralisation are currently the subject of a geological resource assessment. This 1,300m is made up of 900m in the southwestern portion of the zone and 400m in the north eastern portion of the zone. Assessment of the remaining 1,100m of the 2,400m zone is subject to pending results and results from further drilling. It must be emphasised that these zones are the subject of a geological resource assessment only at this point in time. Further data relative to check assays, metallurgical test work, metal recoveries, potential pit design and stripping ratios will need to be assessed and input before a potential commercial resource can be released. The acquisition of such data will require diamond core drilling and further RC drilling.

The resource modeling currently being conducted by Ravensgate should lead through to the commencement of a pre feasibility study being conducted on the project. This pre feasibility study should run in tandem with the further drilling and assessment to be conducted in the new year.

A number of interpreted drill sections and plan sections of the Kihabe zone of mineralisation, generated by the resource modeling currently being conducted by Ravensgate, will be posted to the Company's website.

The information in this report that relates to exploration results, together with any related assessments and interpretations, is based on information compiled by Mr Giles Rodney (Rod) Dale of G R Dale & Associates, who is a non-executive Director of the Company. Mr Dale is a Fellow of The Australasian Institute of Mining and Metallurgy. Mr Dale has sufficient experience which is relevant to the style of mineralisation under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the "Australasian Code for Reporting of Mineral Resources and Ore Reserves". Mr Dale consents to the inclusion in the report of the matters based on this information in the form and context in which it appears.

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or **Rod Dale**
Technical Director - Geology

Our Ref: L6735

9 November 2006

ASX RELEASE

Following are the results of the Resolutions put to members of the Company at today's Annual General Meeting.

Resolution 1 Financial Report and Directors' and Audit Report

To receive and consider the financial report, including the Directors' Declaration, for the year ended 30 June 2006 and the related Directors' Report and Audit Report.

Resolution was decided by show of hands.

Total number of proxy votes exercisable by proxies validly appointed:

For	Against	Abstain	At Proxy's Discretion
18,636,278	0	149,700	40,354,209

Resolution 2 Rotation/Re-election of Directors - Ronald William O'Regan

To consider, and if thought fit, pass the following as an ordinary resolution:

that for all purposes, Ronald William O'Regan, who retires and offers himself for re-election, is re-elected as a Director.

Resolution was decided by show of hands.

Total number of proxy votes exercisable by proxies validly appointed:

For	Against	Abstain	At Proxy's Discretion
18,775,978	0	0	40,364,209

Resolution 3. Rotation/Re-election of Directors - Giles Rodney Dale

To consider, and if thought fit, pass the following as an ordinary resolution:

that for all purposes, Mr Giles Rodney Dale, appointed to the Board since the last Annual General Meeting of the Company and who

Resolution was decided by show of hands.

Total number of proxy votes exercisable by proxies validly appointed:

For	Against	Abstain	At Proxy's Discretion
18,785,978	0	0	40,354,209

Resolution was decided by show of hands.

Resolution 4. Rotation/Re-election of Directors - Allan Mulligan

To consider, and if thought fit, pass the following as an ordinary resolution:

that for all purposes, Mr Allan Mulligan, appointed to the Board since the last Annual General Meeting of the Company and who retires as a Director and offers himself for re-election, is re-elected as a Director.

Resolution was decided by show of hands.

Total number of proxy votes exercisable by proxies validly appointed:

For	Against	Abstain	At Proxy's Discretion
18,785,978	0	0	40,354,209

Resolution 5. Approval of Remuneration Report

To consider and if thought fit pass the following advisory only resolution:

To adopt the Remuneration Report for the year ending 30 June 2006

Note: In accordance with Section 250R of the Corporations Act 2001, the vote on Resolution 5 will be advisory only and will not bind the Directors of the Company.

Resolution was decided by show of hands.

Total number of proxy votes exercisable by proxies validly appointed:

For	Against	Abstain	At Proxy's Discretion
18,626,278	159,700	0	40,354,209

in accordance with Listing Rule 7.4 to consider and if thought fit, pass the following as an ordinary resolution:

"that for all purposes Shareholders approve and ratify the allotment and issue of 10,025,000 shares to the parties and for the purposes detailed in the Explanatory Statement."

Resolution was decided by show of hands.

Total number of proxy votes exercisable by proxies validly appointed:

For	Against	Abstain	At Proxy's Discretion
18,775,978	10,000	0	40,354,209

Resolution 7. Ratification of the Share Placement announced on 28 August 2006

In accordance with Listing Rule 7.4 to consider and if thought fit, pass the following as an ordinary resolution:

"that for all purposes Shareholders approve and ratify the allotment and issue of 7,520,000 shares to the parties and for the purposes detailed in the Explanatory Statement."

Resolution was decided by show of hands.

Total number of proxy votes exercisable by proxies validly appointed:

For	Against	Abstain	At Proxy's Discretion
18,775,978	10,000	0	40,354,209

Resolution 8. Remuneration of Non Executive Directors

To consider and if thought fit pass the following resolution:

"that for all purposes, the maximum aggregate remuneration payable to Directors as Directors' fees in any financial year be increased by \$65,000 to \$125,000.

Resolution was decided by show of hands.

Total number of proxy votes exercisable by proxies validly appointed:

For	Against	Abstain	At Proxy's Discretion
14,816,450	167,368	0	40,357,509

END

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ASX RELEASE

14 November 2006

Kihabe Base Metals Project - Zinc Assay Checks

Ravensgate, Consulting Geologists, commissioned by the Company to produce a resource model and estimate based on drilling results to date on the Company's Kihabe Base Metals Project in Botswana, has compiled an initial statistical analysis of sample grade comparisons between the primary assay results (including those announced to the market) and independent check assay results conducted by Genalysis Laboratory Services in Perth (Genalysis).

Ravensgate's analysis was run on 184 primary samples that have so far been checked by Genalysis with the following results:

Lead: All primary results (including those announced to the market) and Genalysis check assay results showed an excellent correlation.

Zinc: All primary assay results, regardless of grade (including those announced to the market) were on average 20% lower in value when compared with the check assays conducted by Genalysis.

To confirm whether or not the zinc assay results, which the Company has announced to the market, have been understated by some 20%, the Company has arranged for further check assays to be conducted on the original sample pulps in the primary laboratory as well as in an independent laboratory.

The process of checking assay results is necessary prior to releasing a resource estimate.

The information in this report that relates to exploration results, together with any related assessments and interpretations, is based on information compiled by Mr Giles Rodney (Rod) Dale of G R Dale & Associates, who is a non-executive Director of the Company. Mr Dale is a Fellow of The Australasian Institute of Mining and Metallurgy. Mr Dale has sufficient experience which is relevant to the style of mineralisation under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the "Australasian Code for Reporting of Mineral Resources and Ore Reserves". Mr Dale consents to the inclusion in the report of the matters based on this information in the form and context in which it appears.

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ASX RELEASE

15 November 2006

Clarification of Previous Announcement - Zinc Assay Checks Kihabe Base Metals Project, Botswana

Further to the announcement that was released by the Australian Stock Exchange on 14 November regarding independent check assays conducted by Genalysis on the Company's zinc assay results from its Kihabe Base Metals Project in Botswana, the Company wishes to clarify the following:

Based on independent rechecks conducted by Genalysis on 184 samples, there is a strong possibility that the zinc grades from the various infill RC drill holes previously announced by the Company could be some 20% higher.

To confirm whether this is the case, the Company has arranged for further check assays to be conducted.

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ASX RELEASE

24th November 2006

SHARE PLACEMENT

The Company is pleased to announce that it has reached agreements to place 14,985,000 shares with professional investors, at an issue price of \$0.07 per share, to raise \$1,048,950.

Funds from this placement will be applied to working capital, RC and diamond core drilling, metallurgical test work, down hole surveying, geochemical sampling, assaying and resource modelling and estimation on the Company's base metals project at Kihabe in Botswana and on adjoining ground in Namibia.

For recent results refer to the Company's website: www.mountburgess.com.

For further information please contact:

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