



Lodged by ASX Online – 5 pages

30 April 2007

The Manager
Announcements
Company Announcement Office
Australian Stock Exchange Ltd

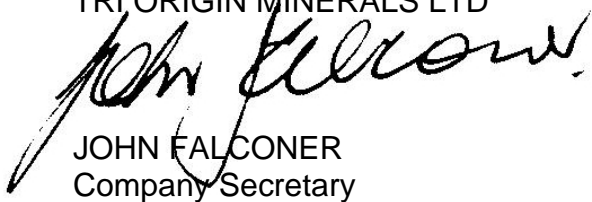
Dear Sir/Madam

SHARE PURCHASE PLAN DOCUMENTATION

Attached please find a copy of the Share Purchase Plan (SPP) documentation which was sent to eligible shareholders today.

The SPP was announced to the market on 23 April 2007.

Yours faithfully
TRI ORIGIN MINERALS LTD



JOHN FALCONER
Company Secretary



TRI ORIGIN
MINERALS

27 April 2007

Dear Shareholder

SHARE PURCHASE PLAN

The Board of Tri Origin Minerals Ltd is pleased to offer all eligible shareholders an opportunity to acquire additional shares in the Company through the April 2007 Tri Origin Minerals Ltd Share Purchase Plan (SPP).

In conjunction with funds raised through the recent placement, monies raised through the SPP will also be used to undertake a bankable feasibility study and seek statutory development approvals for the Woodlawn Zinc Copper Project, gain access to the existing underground workings for planning and evaluation purposes, fund ongoing exploration and for general working capital.

Details of the SPP are set out in the accompanying materials and you should read these in their entirety before deciding whether to participate. Key points of the SPP are as follows:

- Under the SPP you are able to apply for up to approximately A\$5,000 worth of shares in parcels of either 4,166 shares, 2,916 shares or 1,666 shares as set out in the attached Application Form.
- There are no transaction costs payable on the allotment of shares under the SPP.
- Should you elect to participate in the SPP, all shares will be issued at \$1.20 which is equal to the price offered to institutional investors in the recent placement announced to the market on 23 April 2007.
- Shares allotted under the SPP will rank equally with existing fully paid ordinary shares.

To participate in the SPP you must complete and return your application by filling in your personalised Application Form and attaching either a cheque or bank draft and mailing it in the reply paid envelope so that it is received by our share registry, before **4.00pm AEST on 17 May 2007**.

Transaction confirmation statements are expected to be despatched on **25 May 2007** to Issuer Sponsored and CHESS participants for shares allotted under the SPP.

As we continue to advance the activities of your Company for the benefit of shareholders I look forward to providing you with further updates during the remainder of the year.

Yours faithfully
TRI ORIGIN MINERALS LTD

JOHN SHAW
Chairman

TRI ORIGIN MINERALS LTD SHARE PURCHASE PLAN – TERMS AND CONDITIONS

The following are the Terms and Conditions applicable to the Share Purchase Plan (SPP) approved by the Directors of **Tri Origin Minerals Ltd** (ABN 22 062 002 475) (Company or TRO). By accepting the offer to acquire shares under this SPP, you agree to be bound by these Terms and Conditions and the Constitution of the Company.

Eligibility

Each shareholder who is entered in the Company register of members as at close of business on **20 April 2007** (Record Date) and who has a registered address in Australia or New Zealand (a Participant) is eligible to participate in the SPP. Each offer to all Participants is made on the same terms and conditions.

Participation optional

Participation in the SPP is optional and you should seek independent advice from a licensed adviser if you are unsure whether you should participate in the SPP.

Issue price

The issue price for each share under the SPP is \$1.20. The issue price is equal to the price offered to institutional investors in the recent placement announced to the market on 23 April 2007.

The market price of the TRO shares may change after the shares are offered under the SPP. However, this will not affect the price at which the Participant will be issued shares under the SPP. This means that the issue price for shares under the SPP may be the same as, higher or lower than the market price of TRO shares at the date of allotment.

If a Participant subscribes for more shares than provided for in the Application Form, the excess amount paid will be refunded to the Participant without interest after the completion of the SPP.

Number of shares that can be purchased

The Application Form specifies parcels of a particular number or cost of shares for which applications can be made. You may not apply for any other number or value of shares.

ASIC Class Order 02/831 requires that each shareholder may only purchase up to A\$5,000 worth of shares under the SPP. This value is the same for all shareholders, irrespective of how many shares you hold on the Record Date. This limit also applies to you even if you receive more than one offer from the Company (for example, if you are both a sole and joint shareholder, or if you are a shareholder with more than one holding under a separate account, you can only apply for shares under the SPP up to the maximum value of A\$5,000).

Trustees and Nominees

A trustee or nominee who is expressly noted on the Company share register as holding shares on account of a beneficiary may apply, on behalf of each such beneficiary, for shares up to the maximum amount.

To the extent that a trustee or nominee holds shares on account of a beneficiary resident outside Australia or New Zealand, it is the responsibility of the registered holder to ensure that any application complies with all applicable foreign laws.

Withdrawing your application

Applications may not be withdrawn, in whole or part, during the offer period. Any application to participate in this SPP is irrevocable.

Offer is non-renounceable

The offer of shares under the SPP is non-renounceable which means that Participants cannot transfer their entitlement to purchase shares under the SPP to another person.

No transactions costs

No brokerage or other transaction costs are payable by Participants on an application through the SPP.

Open and Close of offer

The offer will open on **23 April 2007** and close at 4.00pm AEST on **17 May 2007** (subject to the Company's right to vary the closing date).

Application Form

Applications to participate in the SPP must be made using the accompanying Application Form and must be received by the Company's Share Registry with the correct payment no later than 4:00pm AEST on **17 May 2007**. By returning the Application Form you agree to be bound by these Terms and Conditions.

Shares to be offered

Shares allotted under the SPP will rank equally in all respects with existing fully paid ordinary shares.

Promptly after allotment, application will be made by the Company for shares allotted under the SPP to be listed for quotation on the official list of the Australian Securities Exchange Limited. This is expected to occur on or about **25 May 2007**. Transaction Confirmation Statements will be despatched to Issuer Sponsored and CHESS holders for shares allotted under the SPP.

Change of Offer

The Company may change, suspend or terminate the SPP or these Terms and Conditions at any time whether because of a change of law, the requirements or policy of the Australian Securities & Investments Commission (ASIC) or any other circumstance relevant to the SPP or the Company. If

the Company does this, it will make the requisite disclosures to the market. Failure to notify shareholders of changes to, suspension or termination of, the SPP or these Terms and Conditions will not invalidate the change, suspension or termination.

The Company reserves the right to issue no shares under the SPP or fewer shares than an eligible shareholder applies for under the SPP if the Company believes the issue of those SPP shares would contravene ASIC requirements or policy, any law or any ASX Listing Rule. No interest will be paid on application money refunded. The Company's rights to change, suspend or terminate the SPP may be exercised by the Board of the Company or any delegate of the Board.

Variations, waivers and resolution of disputes

The Company reserves the right to:

- vary the closing date and share issue date for the SPP;
- waive compliance with any of these Terms and Conditions;
- refuse to allot shares where it believes there has been a breach of these Terms and Conditions; and
- settle in any manner it thinks fit any disputes or anomalies which may arise in connection with the SPP.

Dispute Resolution

The Company may settle any dispute in relation to the SPP or these Terms and Conditions in any manner it thinks fit, whether generally or in relation to any shareholder, applications or shares. The Company's decision will be conclusive and binding.

Applications and notices

Applications and notices given to the Company for the SPP must be in writing and in such form as the Company may from time to time require. Such applications and notices will be effective on receipt by the Company subject to:

- these Terms and Conditions; and
- in the case of applications, acceptance by the Company before the closing date for payments.

Applications must be received by 4:00pm (AEST) on **17 May 2007**. Applications received after that time may not be accepted.

Questions

If you have any questions about the SPP or your entitlement, please contact John Falconer, Company Secretary on (02) 9221 4322 or john.falconer@bigpond.com.

Examples of Permitted Applications

Registered Name recorded in Share Register	Who can apply for new shares?	Maximum dollar value of new shares
Jane Citizen	Jane Citizen	\$5,000
Michael Citizen and Jane Citizen	Neither can apply if Jane or Michael have applied for \$5,000 under another holding (e.g. above). If e.g. Jane applies for \$2,000, Michael and Jane can then apply for \$2,000 only.	\$5,000 (assuming neither has applied for any shares under another holding)
Michael Citizen <Mary Citizen A/C>	Michael Citizen as trustee for Mary Citizen.	\$5,000
ABC Pty Ltd <Citizen Super A/C>	ABC Pty Ltd as trustee for Citizen Super Fund.	\$5,000
ABC Pty Ltd <Jane Citizen A/C>	ABC Pty Ltd may not apply for shares if Jane Citizen has already applied for new shares.	\$5,000 (assuming Jane has not already applied for shares)
XYZ Nominees Ltd <Client Account>	XYZ Nominees Ltd (Client Account)	\$5,000
XYZ Nominees Ltd <XYZ Investment Fund A/C>	XYZ Nominees Ltd as trustee for XYZ Investment Fund	\$5,000
XYZ Nominees Ltd	XYZ Nominees Ltd may not apply if it has applied for its Client Account holding (see above).	Nil

