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NEDLANDS
AUSTRALIA 6009

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NEDLANDS WA 6909

TEL. (08) 9389 8799

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COMMODITEL LIMITED
ABN 30 000 386 685

29 November 2006

AUSTRALIAN STOCK EXCHANGE LIMITED

Electronic lodgement

Dear Sir / Madam

ISSUE OF SHARES AND OPTIONS

Commoditel Limited wishes to advise the issue of 212,137,427 fully paid ordinary shares at a price of 0.7 cents per share pursuant to shareholder approval at the Annual General Meeting. The issue raised \$1,484,962 in working capital, and the placement was made to sophisticated investors.

A total of 30,000,000 listed options exercisable at 1.5 cents each on or before 30 June 2009 were issued by way of fees in relation to the above placement. These options were issued to sophisticated investors, and were issued under the Company's 15% placement capacity.

Pursuant to shareholder approval at the Annual General Meeting 20,000,000 fully paid ordinary shares (by way of performance bonus) and 12,000,000 performance options were issued to the managing director David Sweet. The shares were issued at a deemed price of 0.7 cents each, and the options are exercisable on terms detailed in the notice of meeting.

3,500,000 fully paid ordinary shares were also issued at a deemed price of 0.7 cents each to the general manager of operations, by way of performance bonus.

\$2.5 million in convertible notes have also been issued as approved by shareholders at the Annual General Meeting.

This brings the total capital raisings by the Company to \$4.5 million. The funds have been raised to satisfy the purchase consideration for the acquisition of some 20,000 post-paid mobile phone subscribers from Vodafone Australia, and for working capital purposes.

Yours faithfully
COMMODITEL LIMITED



DAVID McARTHUR
Company Secretary

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Dear Sir / Madam

NOTICE UNDER SECTION 708A

Commoditel Limited (the "Company") today issued 235,637,427 fully paid ordinary shares.

The issued shares are part of a class of securities quoted on Australian Stock Exchange Limited.

The Company gives the notice pursuant to Section 708A(5)(e) of the Corporations Act.

The shares were issued without disclosure to investors under Part 6D.2, in reliance on Sections 708 and 708A(5) of the Corporations Act.

The Company, as at the date of this notice, has complied with:

- (a) the provisions of Chapter 2M of the Corporations Act as they apply to the Company;
and
- (b) Section 674 of the Corporations Act.

There is no excluded information for the purposes of Sections 708A(7) and (8) of the Corporations Act.

Yours faithfully
COMMODITEL LIMITED



DAVID McARTHUR
Company Secretary

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

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

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Name of entity

Commoditel Limited

ABN

30 000 386 685

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|--|--|
| 1 | +Class of +securities issued or to be issued | Fully Paid Ordinary Shares
30 June 2009 Options |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 235,637,427 fully paid ordinary shares
30,000,000 30 June 2009 options
12,000,000 30 November 2011 options |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | As for existing fully paid ordinary shares
30 June 2009 options exercisable at 1.5¢
30 November 2011 options 6,000,000 at 1.5¢
3,000,000 at 2.0¢
3,000,000 at 3.0¢ |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

<p>4 Do the ⁺securities rank equally in all respects from the date of allotment with an existing ⁺class of quoted ⁺securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	<p>Yes – Existing fully paid ordinary shares</p>								
<p>5 Issue price or consideration</p>	<p>0.7 cents per share</p>								
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Working capital 212,137,427 shares Performance bonuses 23,500,000 shares Placement fees 30,000,000 options 30/06/2009 Performance options 12,000,000 options 30/11/2011</p>								
<p>7 Dates of entering ⁺securities into uncertificated holdings or despatch of certificates</p>	<p>28 November 2006</p>								
<p>8 Number and ⁺class of all ⁺securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th data-bbox="686 1422 901 1467">Number</th> <th data-bbox="901 1422 1292 1467">⁺Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="686 1467 901 1534">802,708,897</td> <td data-bbox="901 1467 1292 1534">Fully paid ordinary shares</td> </tr> <tr> <td data-bbox="686 1534 901 1624">36,027,661</td> <td data-bbox="901 1534 1292 1624">Options exercisable at 3 cents each by 31/12/2006</td> </tr> <tr> <td data-bbox="686 1624 901 1706">76,633,467</td> <td data-bbox="901 1624 1292 1706">Options exercisable at 1.5 cents each by 30/06/2009</td> </tr> </tbody> </table>	Number	⁺ Class	802,708,897	Fully paid ordinary shares	36,027,661	Options exercisable at 3 cents each by 31/12/2006	76,633,467	Options exercisable at 1.5 cents each by 30/06/2009
Number	⁺ Class								
802,708,897	Fully paid ordinary shares								
36,027,661	Options exercisable at 3 cents each by 31/12/2006								
76,633,467	Options exercisable at 1.5 cents each by 30/06/2009								

+ See chapter 19 for defined terms.

	Number	*Class
9 Number and *class of all *securities not quoted on ASX (including the securities in clause 2 if applicable)	2,000,000	31/12/2006 options at 3 cents
	9,500,000	31/12/2008 options at 5 cents
	10,300,000	12/09/2008 options at 1.5 cents
	12,000,000	30/11/2011 options at various prices
10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	As for existing fully paid	

Part 2 - Bonus issue or pro rata issue N/A

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?	
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 <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	
19 Closing date for receipt of acceptances or renunciations	

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

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

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) N/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.

Appendix 3B
New issue announcement

Entities that have ticked box 34(b) N/A

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

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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)

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	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: 
(Company secretary)

Date: 29 November 2006

Print name: David McArthur

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+ See chapter 19 for defined terms.