

URANIO TO MERGE WITH MANHATTAN

HIGHLIGHTS:

- **ALAN EGGERS TO BECOME EXECUTIVE CHAIRMAN**
- **MERGED COMPANY WILL HOLD AROUND \$9 MILLION IN CASH AND LISTED INVESTMENTS**
- **KEY AUSTRALIAN AND INTERNATIONAL RESOURCE FUNDS NOW BACKING THE COMPANY**
- **DRILLING THE DOUBLE 8 URANIUM DEPOSIT AT PONTON IN WA WILL BE AN EARLY PRIORITY**
- **DOUBLE 8 HAS 10.9Mlb JORC REPORTED URANIUM RESOURCE WITH AN ADDITIONAL 6.6Mlb TO 15.4Mlb URANIUM EXPLORATION POTENTIAL**
- **EXPERIENCED MANAGEMENT TEAM TO PURSUE GROWTH THROUGH MERGERS AND ACQUISITIONS**

Uranio Limited ("**Uranio**") is pleased to announce a proposed merger with Manhattan Resources Pty Ltd ("**Manhattan**") under which Uranio will acquire the issued capital of Manhattan, a private uranium company headed by Alan J Eggers. Under the terms of the agreement with Manhattan shareholders Uranio will issue 44.2 million new shares to the nineteen shareholders of Manhattan.

The merger of Uranio and Manhattan will create a well funded company with a substantial uranium resource of 10.9Mlb, identified exploration upside of 6.6Mlb to 15.4Mlb and an experienced management team that has previously built one of Australia's premier uranium companies to an ASX Top 200 company.

Alan Eggers has a long and well credentialed track record in the Australian and international uranium industry and was the founding director, substantial shareholder and Managing Director of Summit Resources Limited ("**Summit**"), a uranium company that had a market capitalisation of \$1.2 billion at the time it was taken over by Paladin Energy Ltd in May 2007. Mr Eggers was also a founding director of the recently formed uranium industry group, the Australian Uranium Association.

Mr Eggers will become full time Executive Chairman of the merged company.

URANIO LIMITED ASX Code UNO

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THE PROPOSAL:

Manhattan shareholders have agreed, by way of a Share Sale Deed with Uranio ("**Agreement**"), to sell their shareholdings in Manhattan in exchange for the issue of 44.2 million fully paid ordinary shares in Uranio.

The Agreement is subject to a number of conditions precedent, including:

- Uranio completing due diligence and enquiries of Manhattan's business to its satisfaction;
- Uranio shareholder approval at a general meeting expected to be held in mid July;
- Provision of an independent expert's report on the transaction containing a conclusion other than the transaction being unfair and unreasonable;
- Appropriate terms being agreed, and approved by shareholders, for the appointment of Alan Eggers as Executive Chairman;
- ASX confirmation, which has been obtained, that it does not require the company to comply with chapters 1 and 2 of the Listing Rules as a result of the transaction;
- ASX confirmation, which has been obtained, that there is no escrow on the shares issued to Manhattan shareholders; and
- Compliance with all the relevant ASX Listing Rules and the Corporations Act.

We are confident that all of the conditions listed above will be satisfied.

Following completion of the transaction Uranio will, subject to shareholder approval, change its name to Manhattan Corporation Limited and Alan Eggers will join the board as Executive Chairman in a full time capacity. Marcello Cardaci, the current Chairman, will remain on the board as a non-executive Director and Robert Wrixon will continue in his role as Managing Director. David Riekie will resign from the board.

ABOUT MANHATTAN:

Manhattan is a company that was established by Alan Eggers following the takeover of Summit in 2007. Manhattan was formed for the purpose of acquiring and developing uranium assets and raised \$5,020,000 in October 2007. Since that time Manhattan has been conducted an extensive review of uranium opportunities and established a database of uranium projects and corporate opportunities world wide. It has also invested a proportion of its cash reserves in liquid listed securities, all of which are in the uranium industry. However, Manhattan was not established as an investment company and the securities are considered "cash" or cash equivalent assets of Manhattan.

Manhattan now has around \$7,840,000 in cash deposits and investments in ASX listed uranium companies that represents cash and liquid asset backing of 11.2 cents a share.

Further details on Manhattan, Alan Eggers and its activities can be accessed on the company's web site at www.manhattanresources.com.au

COMPANY FUNDING:

The proposed transaction is effectively a placement of shares for cash.

Uranio currently has \$1.29 million in cash and bank deposits and requires additional funds in the near future to achieve its objectives. On completion of the proposed merger with Manhattan, the combined entity will have around \$9.12 million in cash deposits and investments in ASX listed companies.

Importantly, there is not expected to be any need for the company to go back to shareholders, or seek to place its shares with new investors, to raise additional funds in the foreseeable future.

CAPITAL STRUCTURE AND TOP 20 SHAREHOLDERS:

Manhattan has 19 shareholders, a number of which are also significant holders of Uranio shares. Alan Eggers, and his associates, hold 42.86% of Manhattan and 19.76% of Uranio. On completion of the merger, as proposed, the top 20 shareholders of the merged entity will hold 76.37% of the Company with 14 of those holders being Manhattan shareholders. Alan Eggers and managed investment fund Minvest Securities (New Zealand) Limited will have a combined 31.20% stake in the Company.

On completion of the merger the Company will have 83,481,019 ordinary shares on issue. The top 20 shareholders will be:

TOP 20 SHAREHOLDERS			
RANK	HOLDER	NUMBER	PERCENTAGE
1	MINVEST SECURITIES (NEW ZEALAND) LIMITED	19,129,040	22.91
2	NICHOLAS P S OLISSOFF	7,664,520	9.18
3	ALAN J EGGERS	6,918,899	8.29
4	THOMAS ALLRIGHT	4,480,082	5.37
5	BIKINI TRUST	3,952,260	4.73
6	CLAYMORE TRUTEES LIMITED	3,407,260	4.08
7	GRANGE CONSULTING GROUP PTY LTD	2,500,000	2.99
8	RESMIN PTY LTD	1,894,356	2.27
9	KEVIN FRANCIS CHAMBERS	1,894,356	2.27
10	CUSTODIAL SERVICES LIMITED <BENEFICIARIES HOLDING A/C>	1,800,000	2.16
11	MARCELLO CARDACI <MD CARDACI FAMILY A/C>	1,565,726	1.88
12	MICHAEL ASHFORTH	1,262,904	1.51
13	RESIDUUM NOMINEES PTY LTD	1,250,000	1.50
14	MERVYN PATRICK GREENE	1,140,086	1.37
15	CITICORP NOMINEES PTY LIMITED	949,072	1.14
16	SIMON PATRICK DOWD	900,000	1.08
17	SUSAN J CAMPBELL	781,452	0.94
18	KENNETH EDWARD TATAM & LAURENCE ALFRED TATAM <THE TATAM SUPER FUND A/C>	781,452	0.94
19	S N ROWLES ATF ROXY UNIT TRUST	746,452	0.89
20	ROBERT SOMMERVILLE	731,452	0.88
TOTAL		63,749,369	76.37

The Company also has 9,849,379 unlisted options on issue exercisable at 20 cents. 5,000,000 of these options expire on 30 June 2010 and 3,849,379 expire on 21 January 2012. The additional 1,000,000 20 cent options are employee options with a vesting date of 23 December 2009 and an expiry date of 23 June 2013. A further 2,000,000 unlisted employee options exercisable at 30 cents and 40 cents with an expiry date of 23 June 2013 are to be cancelled on the merger of the companies.

BUSINESS PLAN SETS CLEAR OBJECTIVES:

Over the last few months the Company has focused on its projects, balance sheet, share register and funding needs to create shareholder wealth going forward. Uranio has now emerged with a substantial uranium resource and exploration potential at Ponton in WA, debt free with a stable share register and, on completion of the merger with Manhattan, will be well funded to progress the evaluation of Double 8 and evaluate other projects and corporate acquisitions with around \$9 million in cash and investments in ASX listed securities.

DOUBLE 8 MAIDEN URANIUM RESOURCE:

On 5 May 2009 Uranio announced a maiden Inferred Resource Estimate for the Double 8 uranium deposit at Ponton in Western Australia of 16Mt at 310ppm uranium oxide (U_3O_8) containing 10.9Mlb U_3O_8 at a 200ppm cutoff. In addition, the Exploration Results reported identified further Mineralisation Potential at Double 8 of between 6.6 and 15.4Mlb of U_3O_8 at the 200ppm cutoff.

The reported Inferred Resource for Double 8 of 10.9Mlb U_3O_8 is a significant resource and already places the deposit as the twenty-second largest reported uranium resource in Australia and the ninth largest in Western Australia.

The fact that the uranium mineralisation at Double 8 remains open and is yet to be closed off by drilling along with the additional Mineralisation Potential reported of between 10 and 20 million tonnes with a grade range between 300 to 350ppm eU_3O_8 indicates that there is considerable exploration upside for the Double 8 deposit.

The Company considers that with further exploration, drilling and sampling at Double 8, and along the Ponton palaeochannel, the resource estimates will expand and the confidence levels of these estimates will improve and report to higher categories under the JORC (2004) Code.

Our priority is to obtain the grant of E28/1898 at Ponton and gain exploration access to the area to enable the recommencement of drill testing and evaluation of the uranium resources identified at Double 8.

INVESTOR SUPPORT AND MARKETING:

The merged company will be well funded and will focus on advancing its key uranium project at Ponton, expanding and upgrading the confidence levels of the reported resource and presenting these results clearly to Australian and international investors. In addition, by utilising the extensive database Manhattan has developed, corporate opportunities already identified to acquire quality uranium resources and grow the company will also be undertaken to generate shareholder wealth.

Importantly, Uranio's activities outlined in the "Business Plan Sets Clear Objectives" above have recently attracted the attention of key Australian and international resource and specialist uranium funds in Sydney, Hong Kong and London and resulted in them taking up significant positions on the Company's share register.

SHAREHOLDER MEETING AND COMPANY NAME:

The proposed merger of Uranio and Manhattan is subject to Uranio shareholders approving the transaction at a general meeting. The Notice of Meeting, including a full explanatory memorandum on the transaction and an Independent Expert's report, is now being prepared. These are expected to be despatched to all Uranio shareholders during June for a meeting planned for mid July 2009.

The shareholder meeting will vote on the transaction as proposed, the incoming executive's remuneration package and a proposed employee share incentive plan.

Also, it is planned to seek shareholder approval at the meeting to change the Company's name to **Manhattan Corporation Limited**.

The board of Uranio, along with the shareholders of Manhattan, look forward to shareholder and investor support for the contemplated merger of the two companies.

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The information in this announcement that relates to the Technical Database, reported Exploration Results and Mineral Resources is based on information compiled by Mr Sam Ulrich, who is a Member of the AusIMM. Mr Ulrich is employed by Wesmin Consulting Pty Ltd. Mr Ulrich has sufficient experience which is relevant to the style of mineralisation and type of deposit 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 Exploration Results, Mineral Resources and Ore Reserves'. Mr Ulrich consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

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