

20 April 2009

Companies Announcements Platform
ASX Limited
Exchange Centre
20 Bridge Street
Sydney NSW 2000

RENOUNCEABLE RIGHTS ISSUE – CONFIRMATION OF DESPATCH OF PROSPECTUS

We confirm that in accordance with the timetable set out in the Prospectus dated 15 April 2009, the Prospectus and personalised Entitlement and Acceptance Forms were sent to shareholders in Australia and New Zealand on 17 April 2009.

A copy of the covering letter to shareholders, a pro forma Entitlement and Acceptance Form and Shortfall Application Form are attached.

Sincerely,



Wally Bucknell
Executive Director

17 April 2009

Dear Atlantic Gold Shareholder,

RENOUNCEABLE RIGHTS ISSUE

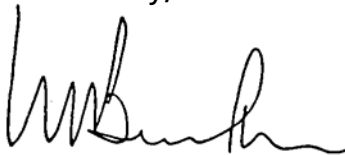
Further to recent correspondence and announcements about its forthcoming Rights Issue, Atlantic Gold is now pleased to forward to you the accompanying Prospectus. Shareholders should complete the white Entitlement and Acceptance Form which outlines your entitlement under the Rights Issue and provides for application for Additional Shares. Other persons wishing to participate in the Shortfall should complete the yellow Shortfall Application Form.

As noted the Rights Issue is fully underwritten and on completion approximately 82.9 million new ordinary shares and 23.2 million options will be issued to raise approximately \$3.3 million before costs and expenses.

Funds raised are to be mainly applied to developing Atlantic Gold's advanced Touquoy and Cochrane Hill Gold Projects in Nova Scotia, Canada towards production and as outlined further in the Prospectus.

I commend this Rights Issue to your favourable consideration.

Sincerely,



W R BUCKNELL
Executive Director

enc.

RENOUNCEABLE RIGHTS ISSUE ENTITLEMENT AND ACCEPTANCE FORM

THIS DOCUMENT IS IMPORTANT. IF YOU ARE IN DOUBT AS TO HOW TO DEAL WITH IT, PLEASE CONTACT YOUR STOCKBROKER OR FINANCIAL ADVISER.

«REG_ADDRESS_LINE_1»
«REG_ADDRESS_LINE_2»
«REG_ADDRESS_LINE_3»
«REG_ADDRESS_LINE_4»
«REG_ADDRESS_LINE_5»

SRN/HIN

«SRN_HIN»

ENTITLEMENT
NUMBER

«ENTITLEMENT_
NO»

Detailed below on line **A** is your Entitlement under the pro-rata Renounceable Rights Issue of New Shares at 4 cents per share. You may accept all or part of your Entitlement on line **B**. If you accept all of your Entitlement then you may apply for Additional Shares at 4 cents per share on line **C**. Additional Shares will be issued at the discretion of the Directors (in consultation with the Underwriter and in compliance with the Underwriting Agreement). You are also entitled to 1 New Option for every 10 New Shares issued to you. Further details of the Offer are contained in the Prospectus. Further details on how to complete this form are contained in the Instructions to Applicants.

ACCEPTANCES AND PAYMENT DUE BY 5:00 PM ON FRIDAY 1 MAY 2009

Application for and Acceptance of New Shares¹

I/we, the above named being registered at 5:00 pm on 9 April 2009 as the holders of fully paid ordinary shares in Atlantic Gold NL, hereby accept and apply for the number of New Shares mentioned below in accordance with the terms of the Prospectus accompanying this form.

	AT 9 APRIL 2009 YOU HELD:	YOU ARE ENTITLED TO:	AT A COST OF:
A	«ORD_CLASS_TOTAL» fully paid shares and «ORDC_CLASS_TOTAL» partly paid shares	«ENTITLEMENT» New Shares	«COST»
		NUMBER OF NEW SHARES ACCEPTED/APPLIED FOR:	AMOUNT ENCLOSED AT 4 CENTS PER NEW SHARE
B	Acceptance of Entitlement	Number	\$
C	Additional Shares	Number	\$
	Total	Number	\$

Payment details²

Mark cheques "Not Negotiable" and make payable to "Atlantic Gold NL – Rights Issue". Only cheques or drafts in Australian currency or drawn on an Australian bank will be accepted.

YOUR CHEQUE DETAILS:

DRAWER	CHEQUE NUMBER	BSB AND ACCOUNT NO.

DIRECT CREDIT:

Atlantic Gold NL – Rights Issue BSB 633-000 Account number 136554854
Please include as the reference on the transfer your **Entitlement Number** shown above and forward this form, with the date of your funds transfer noted, to Atlantic Gold NL in the enclosed reply paid envelope or fax to 02-9929 9366.

DATE OF TRANSFER OF FUNDS

Contact details³

NAME	PHONE BUSINESS HOURS	EMAIL ADDRESS

Declaration⁴

By lodging this Entitlement and Acceptance Form and enclosing the application monies the applicant hereby:

- accepts and applies for the number of New Shares specified in the application form or such lesser number of New Shares as may be allocated by the directors and for 1 New Option for every 10 New Shares applied for;
- agrees to be bound by the terms of the Prospectus and the Constitution of the Company; and
- authorises the directors to complete or amend this entitlement and acceptance form where necessary to correct any errors or omissions. Any decision of the directors as to whether to accept this entitlement and acceptance form, and how to construe, amend or complete it, shall be final and binding on you

RENOUNCEABLE RIGHTS ISSUE ENTITLEMENT AND ACCEPTANCE FORM

INSTRUCTIONS TO APPLICANTS

- 1 Enter the number of New Shares you wish to apply for.
 - A You are entitled to an allocation of 1 New Share for every 3 ordinary fully paid Shares and 1 New Shares for every 6.7 (approx.) partly paid ordinary shares you hold at 5:00 pm on 9 April 2009 at a price of 4 cents per New Share, as shown on line A.
 - B You may accept all or part or none of your Entitlement on line B. To calculate the amount, multiply the number of New Shares for which you are applying by the Issue Price of 4 cents for each New Share.
 - C You may apply for Additional Shares at 4 cents per share on line C. Additional Shares will be issued at the discretion of the Directors (in consultation with the Underwriter and in compliance with the Underwriting Agreement). Refer to section 3.4 of the Prospectus.

You will also be taken to have applied for 1 New Option for every 10 New Shares applied for. Fractions will be rounded up to the next whole number. Further details of the Offer are contained in the Prospectus.

- 2 Payment must be made in Australian dollars either:
 - by cheque made out to 'Atlantic Gold NL – Rights Issue', drawn or payable on a bank within Australia and crossed 'Not Negotiable'. Receipt of payment will not be acknowledged.
 - by direct credit to account 'Atlantic Gold NL – Rights Issue' to Bendigo Bank, BSB 633-000 Account number 136554854. Please quote your Entitlement Number.
- 3 Enter the name and telephone number and/or email address of the person who can be contacted during business hours if there are any questions with respect to this Entitlement and Acceptance Form.
- 4 This Entitlement and Acceptance Form does not need to be signed. Return of this Entitlement and Acceptance Form with the required application money will constitute a subscription for the number of New Shares stated on the Form together with the New Options referred to above.

Please note that if an Entitlement and Acceptance Form is not completed correctly, or if the accompanying payment is for the wrong amount, it may still be accepted. Any decision of the Directors (in consultation with the Underwriter) as to whether to accept an Entitlement and Acceptance Form and how to construe, amend or complete it, shall be final and binding on you. An Entitlement and Acceptance Form will not be treated as having offered to subscribe for more New Shares than is indicated by the amount of the accompanying application monies.

Application monies will be held in trust for applicants in a subscription account until the New Shares and New Options are issued. Any surplus application monies will be refunded without interest.

Please post or deliver the completed application form (accompanied by a cheque for the application money or confirmation of payment by direct credit) **to be received by Atlantic Gold NL no later than 5:00 pm on Friday 1 May 2009** to:

Renounceable Rights Issue
Atlantic Gold NL
Suite 701
220 Pacific Highway
Crows Nest NSW 2065

If you have any enquiries concerning your entitlement, please contact Julie Fidler at Atlantic Gold on +61(0)2 9929 6633 during business hours or contact your stockbroker or adviser. A decision to invest should only be made after considering all of the material contained in the Prospectus. If you are in doubt about what to do, you should consult your professional adviser without delay.

RENOUNCEABLE RIGHTS ISSUE SHORTFALL APPLICATION FORM

THIS FORM IS ONLY TO BE USED BY APPLICANTS WISH TO APPLY FOR NEW SHARES AND NEW OPTIONS UNDER THE SHORTFALL AND FOR THE USE OF THE UNDERWRITER AND SUB-UNDERWRITERS.

This Shortfall Application Form accompanies the Prospectus relating to the Renounceable Rights Issue of the Company. An application to participate in any Shortfall may be made by an Eligible Shareholder or a person invited to participate by the Directors and/or the Underwriter and who is entitled to participate under the laws of all relevant jurisdictions which apply to them. Shortfall means those New Shares (excluding Additional Shares) not subscribed for by way of an application pursuant to the Prospectus by 5:00 pm on the Closing Date. You are also entitled to 1 New Option for every 10 New Shares issued to you. Further details of the Offer are contained in the Prospectus. Further details on how to complete this form are contained in the Instructions to Applicants.

ACCEPTANCES AND PAYMENT DUE BY 5:00 PM ON FRIDAY 1 MAY 2009

1 Applicant

I/we hereby accept and apply for the number of New Shares mentioned below in accordance with the terms of the Prospectus accompanying this form.

	TITLE	GIVEN NAMES	SURNAME	TAX FILE NUMBER
Applicant 1				
Applicant 2 or account designation				
Applicant 3 or account designation				

2 HIN

Only include if you have a CHESS-allocated Holder Identification Number

X

3 Address

SUBURB/TOWN	STATE	POSTCODE

4 Contact

NAME	PHONE BUS HOURS
EMAIL ADDRESS	

5 New Shares

NUMBER OF NEW SHARES ACCEPTED/APPLIED FOR:	AMOUNT ENCLOSED AT 4 CENTS PER NEW SHARE
Number	\$

6 Payment details

Mark cheques "Not Negotiable" and make payable to "Atlantic Gold NL – Rights Issue". Only cheques or drafts in Australian currency or drawn on an Australian bank will be accepted.

YOUR CHEQUE DETAILS:

DRAWER	CHEQUE NUMBER	BSB AND ACCOUNT NO.

7 Declaration

By lodging this Shortfall Application Form and enclosing the application monies the applicant hereby:

- accepts and applies for the number of New Shares specified in the application form or such lesser number of New Shares as may be allocated by the Directors (in consultation with the Underwriter and in compliance with the Underwriting Agreement) and for 1 New Option for every 10 New Shares applied for;
- acknowledges that an application to participate in any Shortfall does not guarantee an allotment of New Shares or New Options;
- agrees to be bound by the terms of the Prospectus and the Constitution of the Company; and
- authorises the Directors (in consultation with the Underwriter and in compliance with the Underwriting Agreement) to complete or amend this Shortfall Application Form where necessary to correct any errors or omissions. Any decision of the Directors as to whether to accept this Shortfall Application Form, and how to construe, amend or complete it, shall be final and binding on you.

RENOUNCEABLE RIGHTS ISSUE SHORTFALL APPLICATION FORM

INSTRUCTIONS TO APPLICANTS

The Shortfall Application Form relates to a Renounceable Rights Issue pursuant to a Prospectus accompanying this form of approximately 82.9 million New Shares at an issue price of 4 cents per New Share to raise approximately \$3.3 million (before costs and expenses), on the basis of 1 New Share for every 3 fully paid ordinary shares held and 1 New Share for every 6.7 (approx.) partly paid ordinary shares held. In addition, subscribers for New Shares will receive 1 New Option (exercisable by 31 January 2011 at 8 cents per New Option) for every 10 New Shares issued to them. Fractions will be rounded up to the next whole number. The expiry date of the Prospectus is the date which is 13 months after the date of the Original Prospectus.

The Prospectus contains information about investing in Shares and Options of the Company and it is important to read this document before applying for New Shares and New Options. An application to participate in any Shortfall may be made by an Eligible Shareholder or a person invited to participate by the Directors and/or the Underwriter and who is entitled to participate under the laws of all relevant jurisdictions which apply to them.

A person who gives another person access to this Shortfall Application Form must at the same time and by the same means, give the other person access to the Prospectus and any supplementary prospectus. While the Prospectus is current, the Company will send paper copies of the Prospectus, and any supplementary prospectus, and a Shortfall Application Form on request to applicants without charge. The Prospectus does not constitute an offer in any place where or to any person to whom it would not be lawful to make such an offer.

Please note that if a Shortfall Application Form is not completed correctly, or if the accompanying payment is for the wrong amount, it may still be accepted. Any decision of the Directors (in consultation with the Underwriter and in compliance with the Underwriting Agreement) as to whether to accept a Shortfall Application Form and how to construe, amend or complete it, shall be final and binding on you. A Shortfall Application Form will not be treated as having offered to subscribe for more New Shares than is indicated by the amount of the accompanying application monies.

Application monies will be held in trust for applicants in a subscription account until the New Shares and New Options are issued. Any surplus applications money will be refunded without interest.

Please post or deliver the completed application form, accompanied by a cheque for the application money, **to be received by Atlantic Gold NL no later than 5:00 pm on Friday 1 May 2009** to:

Renounceable Rights Issue
Atlantic Gold NL
Suite 701, 220 Pacific Highway
Crows Nest NSW 2065

If you have any enquiries concerning your application, please contact Julie Fidler at Atlantic Gold on +61 (0)2 9929 6633 during business hours or contact your stockbroker or adviser. A decision to invest should only be made after considering all of the material contained in the Prospectus. If you are in doubt about what to do, you should consult your professional adviser without delay.

- 1 Applicant:** Include the full names of all applicants. Only legal entities are allowed to hold securities. Applications must be in the name(s) of a natural person(s), company or other legal entity. At least one full given name and the surname is required for each natural person. Applications cannot be made by persons under 18 years of age. Applications on behalf of a trust or superannuation fund should be in the name of the trustee.

A **tax file number** (TFN) should be provided by each natural person or partnership. A company may provide a TFN or an Australian Business Number. If you are exempt from providing a TFN, please enter your exemption code. Quotation of your TFN is not compulsory.
- 2 HIN:** Atlantic Gold participates in the CHESS system conducted by ASX Limited (ASX). If you are a participant in this system your HIN (Holder Identification Number, in the form X999 999 9999) can be included.
- 3 Address:** Enter the postal address for all correspondence. If you have quoted a HIN at item 2, this address should be identical to the address associated with your HIN.
- 4 Contact:** Enter the name and telephone number and/or email address of the person who can be contacted during business hours if there are any questions with respect to this Shortfall Application Form.
- 5 New Shares:** Enter the number of New Shares for which you are applying and the amount payable at 4 cents per New Share. Note that you will not be considered to have applied for more New Shares than indicated by the amount of the accompanying cheque(s).
- 6 Payment details:** Payment must be made in Australian dollars by cheque made out to 'Atlantic Gold NL – Rights Issue', drawn or payable on a bank within Australia and crossed 'Not Negotiable'. Receipt of payment will not be acknowledged.
- 7 Declaration:** This Shortfall Application Form does not need to be signed. Return of this Shortfall Application Form with the required application money will constitute a subscription for the number of New Shares stated on the Form together with the New Options referred to above.
- 8 Payment Date:** The Directors may alter the date by which completed application forms and requisite application monies must be received by the Company.
- 9 Defined Terms:** Words or expressions defined in the Prospectus have the same meaning when used in this form unless the context requires otherwise.