



STRATEGIC MINERALS
CORPORATION N.L.

31 July 2018

ACN: 008 901 380

ABN: 35 008 901 380

283 Rokeby Road, Subiaco WA
6008

L29 Waterfront Place, 1 Eagle
Street Brisbane QLD 400

Email: admin@stratmin.com.au

Website: www.stratmin.com.au

Dear Shareholder

Strategic Minerals Corporation NL – pro-rata renounceable rights issue

As announced on 31 July 2018 Strategic Minerals Corporation NL (ACN (008 901 380)) (**SMC**) is undertaking a one (1) for every eight (8) pro rata renounceable rights issue (**Rights Issue** or **Offer**) of approximately 8,806,317 fully paid ordinary shares (**New Share**) to raise approximately \$3,170,274. The price of New Shares under the Offer is \$0.36 each (**Issue Price**). The Company lodged a prospectus for the Offer (**Prospectus**) with ASIC and ASX on 31 July 2018.

On the completion of the Offer and full take-up of entitlements, the Board believes the Company will have sufficient working capital to undertake an exploration program during 2018 and evaluation studies. If less than the full subscription is raised, funds will be allocated firstly towards expenses of the Offer and then to repay the Director loan. Following repayment of the loan, funds will be allocated pro rata to the other budget items.

The Offer is being made to all shareholders of the Company (**Shareholders**) named on its register of members at 5:00pm WST on 6 August 2018, whose registered address is in Australia or New Zealand.

New Shares will rank equally with all fully paid ordinary shares in the capital of the Company (**Shares**) already on issue.

Following completion of the Offer, the Company will have issued approximately 8,806,317 New Shares resulting in total Shares on issue of approximately 79,256,853.

A copy of the Prospectus is available on ASX's and SMC's website. Eligible Shareholders will be mailed a Prospectus together with an Entitlement and Acceptance Form no later than 8 August 2018. Your entitlement will be set out on the personalised Entitlement and Acceptance Form accompanying the Prospectus.

For the purposes of calculating each Eligible Shareholders' entitlement, fractions of entitlements have been rounded up to the nearest whole number of New Shares.

Actions required of Eligible Shareholders

There are a number of actions Eligible Shareholders may take:

- You may take up all or some of your rights to subscribe for New Shares pursuant to the Prospectus (**Entitlements**). To take up all or some of your Entitlements you will need to ensure your application money for the Entitlements you wish to take up is received by Security Transfer Registrars Pty Ltd (**Share Registry**) by no later than 4:00 pm on 20 August 2018, by either completing and returning your

Entitlement and Acceptance Form together with your application money or making a payment by BPAY in accordance with the instructions on your Entitlement and Acceptance Form.

- You may seek to sell all or some of your Entitlements on ASX. You can seek to sell your Entitlements on ASX from 3 August 2018 until the close of market on 20 August 2018. To sell any of your Entitlements you need to contact your broker as soon as possible.
- You may transfer all or some of your Entitlements to another person other than on ASX. To transfer all or some of your Entitlements you will either need to contact your CHESS Controlling Participant (usually your broker) and follow their instructions or complete a renunciation and transfer form (which can be obtained from Share Registry) and return it, together with the purchaser's cheque for the Entitlements they wish to take up so that it is received by the Share Registry by no later than 4:00 pm (WST) on 20 August 2018.
- You may do nothing. If you choose to do nothing with your Entitlements, while you will continue to hold the same number of Shares, your interest in the Company will be diluted and you will receive no value for your Entitlement.

Key dates for the Offer

Event	Proposed Date
Prospectus and Appendix 3B lodged with ASX	31 July 2018
Notice of Rights Issue sent to security holders	2 August 2018
Existing shares quoted on an 'ex' basis Rights start trading	3 August 2018
Record date	6 August 2018
Rights Issue Documents sent to Eligible Shareholders Offer Period Opens	9 August 2018
Rights stop trading	13 August 2018
Offer Period Closes	20 August 2018
Notification of under-subscriptions to ASX (if any)	23 August 2018
Shortfall Settlement date	27 August 2017
Shares Issued Holding statements sent to Eligible Shareholders	27 August 2018

If you have any queries concerning the Rights Issue, or the action you are required to take to subscribe for New Shares, please contact your financial adviser or Jay Stephenson, SMC's Company Secretary, on +61 8 9426 0666.

Yours sincerely

A handwritten signature in black ink, appearing to read 'Laif Allen McLoughlin'.

Laif Allen McLoughlin
Executive Director



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Ineligible shareholders

A Shareholder who has a registered address outside Australia and New Zealand (**Ineligible Shareholder**) will not be eligible to participate in the Offer.

You are not eligible to participate in the Offer and you will not be sent a copy of the Prospectus. This decision has been made pursuant to Listing Rule 7.7.1(a) of the ASX Listing Rules after taking into consideration the costs of complying with legal and regulatory requirements in jurisdictions outside of Australia and New Zealand compared with the small number of Ineligible Shareholders and the number and value of New Shares to which they would otherwise be entitled.

SMC has appointed Patersons Securities Limited (ACN 008 896 311) (**Nominee**) as nominee to sell the rights to subscribe for New Shares pursuant to the Prospectus (**Entitlements**) to which Ineligible Shareholders are entitled. The Nominee will have the absolute and sole discretion to determine the timing and price at which the Entitlements may be sold and the manner of any such sale.

Any interest earned on the proceeds of the sale of these Entitlements will firstly be applied against expenses of such sale, including brokerage, and any balance will accrue to Ineligible Shareholders.

The net proceeds of the sale of these Entitlements will then be forwarded by the Company as soon as practicable to the Ineligible Shareholders, in proportion to their share of such Entitlements (after deducting brokerage commission and other expenses). If any such net proceeds of sale are less than the reasonable costs that would be incurred by the Company for distributing those proceeds, such proceeds may be retained by the Company.

Notwithstanding that the Nominee may sell Entitlements, Ineligible Shareholders may nevertheless receive no net proceeds if the costs of the sale are greater than the sale proceeds.

There is no guarantee that the Nominee will be able to sell Entitlements of Ineligible Shareholders on ASX and Ineligible Shareholders may receive no value for the Entitlements. Both the Company and the Nominee take no responsibility for the outcome of the sale of such Entitlements or the failure to sell such Entitlements.

If you have any queries concerning the Rights Issue, please contact your financial adviser or Jay Stephenson, SMC's Company Secretary, on +61 8 9426 0666.

Yours sincerely

A handwritten signature in black ink, appearing to read 'Laif Allen McLoughlin', with a stylized, cursive script.

Laif Allen McLoughlin
Executive Director