



11 April 2019

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](mailto:admin@stratmin.com.au)

Website: [www.stratmin.com.au](http://www.stratmin.com.au)

Dear Shareholder

### **Strategic Minerals Corporation NL – pro-rata renounceable rights issue**

As announced on 9 April 2019 Strategic Minerals Corporation NL (ACN (008 901 380)) (**SMC** or the **Company**) is undertaking a one (1) for every eight (9) pro rata renounceable rights issue (**Rights Issue** or **Offer**) of approximately 8,689,912 fully paid ordinary shares (**New Shares**) to raise approximately \$2,954,570. The price of New Shares under the Offer is \$0.34 each (**Issue Price**). The Company lodged a prospectus for the Offer (**Prospectus**) with ASIC and ASX on 9 April 2019.

Please refer to the Company's 2018 Annual Report, released to the ASX on 29 March 2019, for a detailed update with respect to the Company's operations and activities in the past 12 months.

The funds raised from the Offer are planned to be used in accordance with the table set out below:

<b>Item</b>	<b>Proceeds of the Offer</b>	<b>Full Subscription (\$)</b>	<b>%</b>
1.	Field work exploration and infill drilling program <sup>1</sup>	750,000	25.4%
2.	Geotechnical and additional metallurgical test work of BVS material <sup>2</sup>	690,000	23.4%
3.	Undertaking and advancing Environmental Studies	210,000	7.1%
4.	Undertaking resource estimate review of the Big Vein South prospect and appropriate mining/technical studies	120,000	4.1%
5.	Statutory payments and expenses with respect to tenure of tenements	200,000	6.8%
6.	Expenses of the Offer <sup>3</sup>	32,000	1.1%
7.	Camp infrastructure assessment, maintenance and augmentation	308,250	10.4%
8.	Administration fees	480,000	16.2%
9.	Compliance costs	84,320	2.9%
10.	Working capital	80,000	2.7%
	<b>Total</b>	<b>2,954,570</b>	<b>100%</b>

**Notes:**

1. The Company is planning a moderate infill drilling program at its Big Vein South

(BVS) project. Depending on time and resources availability, the Company has also designed a small program targeting specific ultra trace soil anomalies and areas considered prospective but could be potentially subject to proposed infrastructure.

2. The Company is planning to complete a geotechnical program to increase the confidence in the overall geotechnical parameters for potential open cut development of the delineated resource contained at its BVS project. A metallurgical program has been designed to assess the suitability of BVS ore for modern ore sorting technologies, cyanide substitution, flotation and gravity circuits.

If less than the full subscription is raised, funds will be allocated firstly towards expenses of the Offer and then allocated pro rata to the other budget items in accordance with the above figures.

The Offer is being made to all shareholders of the Company (**Shareholders**) named on its register of members at 5:00pm WST on 15 April 2019, 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 8,689,912 New Shares resulting in total Shares on issue of approximately 86,899,119.

A copy of the Prospectus is available from SMC's ASX platform. Eligible Shareholders will be mailed a Prospectus together with an Entitlement and Acceptance Form no later than 18 April 2019. 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 2 May 2019, 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 12 April 2019 until the close of market on 24 April 2019. 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 CHES 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 2 May 2019.


- 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	9 April 2019
Notice of Rights Issue sent to security holders	11 April 2019
Existing shares quoted on an 'ex' basis Rights start trading	12 April 2019
Record date	15 April 2019
Rights Issue Documents sent to Eligible Shareholders Offer Period Opens	18 April 2019
Rights stop trading	24 April 2019
Offer Period Closes	2 May 2019
Notification of under-subscriptions to ASX (if any)	7 May 2019
Shares Issued Holding statements sent to Eligible Shareholders	9 May 2019

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 6141 3500.

Yours sincerely



**Laif Allen McLoughlin**  
Executive Director



11 April 2019

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](mailto:admin@stratmin.com.au)

Website: [www.stratmin.com.au](http://www.stratmin.com.au)

Dear Shareholder,

### **Strategic Minerals Corporation NL – pro-rata renounceable rights issue**

As announced on 9 April 2019 Strategic Minerals Corporation NL (ACN (008 901 380)) (**SMC** or the **Company**) is undertaking a one (1) for every eight (9) pro rata renounceable rights issue (**Rights Issue** or **Offer**) of approximately 8,689,912 fully paid ordinary shares (**New Shares**) to raise approximately \$2,954,570. The price of New Shares under the Offer is \$0.34 each (**Issue Price**). The Company lodged a prospectus for the Offer (**Prospectus**) with ASIC and ASX on 9 April 2019.

Please refer to the Company's 2018 Annual Report, released to the ASX on 29 March 2019, for a detailed update with respect to the Company's operations and activities in the past 12 months.

The funds raised from the Offer are planned to be used in accordance with the table set out below:

<b>Item</b>	<b>Proceeds of the Offer</b>	<b>Full Subscription (\$)</b>	<b>%</b>
1.	Field work exploration and infill drilling program <sup>1</sup>	750,000	25.4%
2.	Geotechnical and additional metallurgical test work of BVS material <sup>2</sup>	690,000	23.4%
3.	Undertaking and advancing Environmental Studies	210,000	7.1%
4.	Undertaking resource estimate review of the Big Vein South prospect and appropriate mining/technical studies	120,000	4.1%
5.	Statutory payments and expenses with respect to tenure of tenements	200,000	6.8%
6.	Expenses of the Offer <sup>3</sup>	32,000	1.1%
7.	Camp infrastructure assessment, maintenance and augmentation	308,250	10.4%
8.	Administration fees	480,000	16.2%
9.	Compliance costs	84,320	2.9%
10.	Working capital	80,000	2.7%
	<b>Total</b>	<b>2,954,570</b>	<b>100%</b>

**Notes:**

1. The Company is planning a moderate infill drilling program at its Big Vein South (**BVS**)

project. Depending on time and resources availability, the Company has also designed a small program targeting specific ultra trace soil anomalies and areas considered prospective but could be potentially subject to proposed infrastructure.

2. The Company is planning to complete a geotechnical program to increase the confidence in the overall geotechnical parameters for potential open cut development of the delineated resource contained at its BVS project. A metallurgical program has been designed to assess the suitability of BVS ore for modern ore sorting technologies, cyanide substitution, flotation and gravity circuits.

If less than the full subscription is raised, funds will be allocated firstly towards expenses of the Offer and then allocated pro rata to the other budget items in accordance with the above figures.

The Offer is being made to all shareholders of the Company (**Shareholders**) named on its register of members at 5:00pm WST on 15 April 2019, 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 8,689,912 New Shares resulting in total Shares on issue of approximately 86,899,119.

### **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 6141 3500.

Yours sincerely

A handwritten signature in black ink, appearing to read 'Laif Allen McLoughlin', with a stylized flourish at the end.

**Laif Allen McLoughlin**  
**Executive Director**