



A.C.N. 009 253 187

28 May 2015

Address1

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Address 3

Address 4

Dear Shareholder

NON-RENOUNCEABLE PRO-RATA RIGHTS ISSUE

Tasman Resources Ltd (the **Company**) has announced to ASX Limited (**ASX**) a non-renounceable pro-rata rights offer to the Company's shareholders (the **Offer**).

Overview

Under the Offer the Company will issue to each eligible shareholder, at a price of \$0.018 per share, three (3) new fully paid ordinary Company shares for every ten (10) fully paid ordinary Company shares held by the eligible shareholder as at 5.00pm WST on 2 June 2015 (the **Record Date**). In addition, one (1) free TASO option will attach to every one (1) new fully paid ordinary Company share (a **Share**) issued under the Offer, exercisable at \$0.05 at any time on or before 5.00pm WST on 31 March 2018 (the **Options**). In calculating entitlements under the Offer, fractions will be rounded up to the nearest whole number.

If fully subscribed (and assuming none of the Company options currently on issue are exercised before the Record Date), the Offer will result in the issue of approximately 77,934,558 Shares and 77,934,558 Options. All of the Shares issued under the Offer will rank equally with the Company's existing quoted shares (ASX Code: TAS). All of the Options issued under the Offer will rank equally with the Company's existing quoted options (ASX Code: TASO).

The funds raised under this Rights Issue are to augment the existing funds held to enable the Company to:

- (a) Firstly, fund the costs of the Offer;
- (b) Secondly, provide the Company with sufficient working capital for at least the next six months;
- (c) Thirdly, enable the Company to continue to support Eden Energy Ltd by way of loan or subscription to further equity issues if and when this may be required; and
- (d) Fourthly, if in the Directors' opinion sufficient funds are raised to adequately support what is anticipated to be the level of ongoing support (if any) that Eden Energy Ltd may require and to meet working capital requirements, to enable the Company to undertake either or both a further drilling program at Corrie Dam and a further drilling program at Vulcan of at least one further hole (as the Company's application to the South Australian government for financial assistance for the Vulcan drilling under the government's current round of PACE exploration assistance was successful and resulted in the Company receiving a \$70,000 contribution to these costs). If in the opinion of the Directors' the funds raised may be required for the support of Eden Energy Ltd, even if the Rights Issue is fully subscribed, the Directors may elect not to proceed with either or both of these further drilling programs.

The Offer is not underwritten. However, two of the directors of the Company, Gregory Solomon and Douglas Solomon, have indicated to the Company that they each intend to apply for all of the Shares (and accompanying Options) to which they (and their associated companies) are entitled under this Offer. It is therefore anticipated that at least \$467,400 will be raised under this Offer.

Eligibility

Only shareholders whose registered addresses are in Australia or New Zealand as at the Record Date are eligible to participate in the Offer (**Eligible Shareholders**). The Company has determined, in accordance with the *Corporations Act 2001* (the **Act**) and ASX Listing Rule 7.7, that it would be unreasonable to make the Offer to shareholders whose registered addresses are outside of Australia and New Zealand (**Non-Resident Shareholders**) having regard to the number of Non-Resident Shareholders in each country other than Australia or New Zealand, the number and value of Company shares (and accompanying Options) that would be offered to them and the cost of complying with the legal requirements in other countries.

Non-Resident Shareholders will therefore not be entitled to participate in the Offer. Non-Resident Shareholders should contact the Company Secretary should they have any queries.

Details of the Offer will be contained in a prospectus, which will be mailed to all Eligible Shareholders. Eligible Shareholders should read the prospectus carefully.

A copy of the prospectus has been lodged with the ASX and is available on the ASX website, www.asx.com.au, and on the Company's website at www.tasmanresources.com.au.

Disclosure

The Offer is being made in accordance with section 713 of the Act. This means that the prospectus that will be mailed to Eligible Shareholders will not be required to, and will not, contain all of the information that is generally required to be set out in a prospectus, including general information in relation to the assets and liabilities, financial position, profits and losses or prospects of the Company. The prospectus will generally only contain information in relation to the effect of the Offer on the Company and the rights and liabilities attaching to the Shares and Options offered to Eligible Shareholders under the Offer.

Effect on capital structure

The capital structure of the Company on completion of the Offer will be as follows*:

Shares (ASX Code: TAS)	
Shares currently on issue	259,781,859
Shares offered under the Offer (est)	77,934,558
Total shares on issue on completion of the Offer (est)	337,716,417

Options	
Options currently on issue**	19,110,213
Options offered under the Offer (est)	77,934,558
Total Options on issue on completion of the Offer (est)	97,044,771

* Assuming the Offer is fully subscribed and none of the options currently on issue are exercised before the Record Date.

** Comprising both listed TASO Options and unlisted options which were issued under the Company's Employee Share Option Plan.

The Directors of the Company reserve the power of placement of any under subscriptions.

Offer timetable

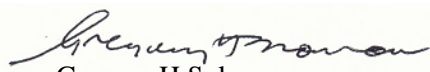
The timetable and important dates of the Offer are set out below:

Offer announcement	15 May 2015
Lodgement of Prospectus at ASIC, and Prospectus and Appendix 3B with ASX	26 May 2015
Notice sent to shareholders	28 May 2015
Ex date	29 May 2015
Record Date for determining entitlements	2 June 2015
Offer document despatched to Qualifying Shareholders	5 June 2015
Closing date of the Offer	22 June 2015
Securities quoted on a deferred settlement basis	23 June 2015
Company notifies ASX of under subscriptions	25 June 2015
Issue Date and Despatch of holding statements	29 June 2015

Further information

If you require further information about the Offer, you should contact the Company Secretary.

Yours faithfully



Gregory H Solomon
Chairman