

Form 603

Corporations Act 2001

Section 671B

Notice of initial substantial holder

To Company Name/Scheme Stratos Resources Limited

ACN/ARSN 82 110 884 252

1. Details of substantial holder (1)

Name RZJ Capital Management LLC

ACN/ARSN (if applicable)

The holder became a substantial holder on 16 / 09 / 2014

2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
ORDINARY SHARES	29,204,024	29,204,024	9.92%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
RZJ Capital Management LLC	Director	11,151,969 ordinary shares
TH Capital Superfund	Beneficiary	5,203,836 ordinary shares
James Thompson	Self	12,848,219 ordinary shares

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
James Thompson	RZJ Capital Management LLC	RZJ Capital Management LLC	11,151,969 ordinary shares
James Thompson	TH Capital Superfund	TH Capital Superfund	5,203,836 ordinary shares
James Thompson	James Thompson	James Thompson	12,848,219 ordinary shares

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
RZJ Capital Management LLC	5/6/2012	\$175,000		11,151,969 ordinary shares
TH Capital Superfund	16/9/2014	\$26,019.18		5,203,836 ordinary shares
James Thompson	16/9/2014	\$64,241.10		12,848,219 ordinary shares

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

7. Addresses

The addresses of persons named in this form are as follows:

Name	Address
James Thompson	Ground Floor, 24 Outram St, West Perth WA 6005

Signature

print name James Thompson

capacity -

sign here James Thompson

date

19 / 09 / 2014