



UXA Resources Limited

ABN 65 112 714 379

Monday, 10 August 2015

Shareholder Name

Shareholder Address1

Shareholder Address2

Dear Shareholder

It is my pleasure to introduce to you a Share Purchase Plan offer to subscribe for new shares in your Company, UXA Resources Limited, and invite you to participate in a refocus on the key uranium exploration assets, the original exploration assets of the Company when it first listed in 2005.

Through a SPP Prospectus lodged with Australian Securities and Investment Commission on the 10 August 2015 the Company is seeking to raise up to \$3.2 million. The funds will be used to advance exploration on the Company's key Uranium projects at Nabarlek North and Pandanus West, both located in world-class Uranium exploration provinces in the Northern Territory of Australia, on its gold project at Commonwealth Hill in South Australia, and to cover costs of the offer and other corporate and administrative expenses.

Also enclosed is a corrected Proxy voting form for the General Meeting of Shareholders to be held on 7 September 2015.

Under the offer, all shareholders have a right to apply for new shares in the Company. To apply for shares you should complete the application form attached to the Prospectus, which can be found on the Company's web site www.uxaresources.com.au. **The opening date for the SPP offer is 17 August 2015.**

As you will be aware, the Company has been through trying times leading up to the voluntary appointment of an Administrator in July 2013. However, the Company has now exited the down-hole logging business and long term exploration projects, and is now focussing on its first-class Uranium exploration properties in the Northern Territory of Australia. The Company exited administration on 5 May 2015 and is working towards lifting the suspension on the trading of its shares on the Australian Securities Exchange.

The issuing of this Prospectus and the raising of funds is an important step in achieving re-quotation of the Company's shares for which we seek your support.

Foremost among the Company's exploration objectives is a program at the poorly-explored, 100% owned Nabarlek North Uranium project, located next to the rich Nabarlek Uranium mine in the NT which was closed in the 1980s. Exploration programs

will also be initiated at the Pandanus West Uranium project in the Northern Territory and at Commonwealth Hill in South Australia close to the currently operating Challenger gold mine.

Your Company has a highly qualified and experienced board and management to take it forward as a dedicated mineral explorer in commodities that your directors believe are in a positive part of their price cycle. For Uranium, prices are expected to rise in the short-medium term as new power reactors are built or come back online.

All shareholders of the Company registered at 5.00 pm Adelaide time on 31 July 2015 are entitled to participate in the offer. Shareholders with less than a marketable parcel of shares will be able to top up their holding to a marketable parcel by applying for the minimum number of shares. The closing date for acceptances of applications is 5.00 pm Adelaide time on 18 September 2015, the Closing Date noted in the Prospectus. Your directors seek your support for the Company by applying for at least the minimum number of shares under the offer.

You are encouraged to download the Prospectus from the Company's web site at www.uxaresources.com.au. The Company will apply to Australian Securities Exchange for official quotation of the new shares which is anticipated to take place some time after allotment of shares applied for under the offer.

Your directors take this opportunity to thank all shareholders for their past support and look forward to continued support as the Company moves forward with its exciting new exploration program.

Yours sincerely

Peter Hunt
Chairman

Your Details

Shareholder Name
Shareholder Reference Number

Your shareholding

Shareholder Address1
Shareholder Address2