



ACN 009 253 187

23 August 2010

Dear Shareholder

TASMAN RESOURCES LTD SHARE PURCHASE PLAN (SPP)

On behalf of the directors of Tasman Resources Ltd A.C.N. 009 253 187 (Tasman), I am pleased to offer all Eligible Shareholders of Tasman the opportunity to participate in this SPP, which was announced on 18 August 2010.

This SPP is designed to raise up to A\$3,000,000 through the issue of up to 30,000,000 ordinary shares in Tasman (Shares) to Eligible Shareholders at a price of A\$0.10 per Share (Issue Price). This SPP will allow Eligible Shareholders to subscribe for between A\$1,000 to A\$15,000 of additional Shares, without brokerage and transaction costs. The funds raised will be used to finance Tasman's general working capital.

Participation in this SPP is optional and is open to all shareholders who, as at 5:00pm (WST) on 17 August 2010 (the Record Date), were holders of Shares in Tasman and whose registered addresses are in Australia or New Zealand (Eligible Shareholders).

Under this SPP, Eligible Shareholders may apply for a parcel of Shares valued at either A\$1,000 (10,000 Shares), A\$2,000 (20,000 Shares), A\$3,000 (30,000 Shares), A\$4,000 (40,000 Shares), A\$5,000 (50,000 Shares), A\$7,500 (75,000 Shares), A\$10,000 (100,000 Shares), A\$12,500 (125,000 Shares), or A\$15,000 (150,000 Shares), or alternatively may do nothing (thereby retaining their current shareholding). Given the number of Tasman's shareholders at the Record Date, each of whom will have a right to subscribe for up to A\$15,000 of additional Shares, it is possible that Tasman could receive from Eligible Shareholders applications for Shares which, in aggregate, exceed the maximum number of Shares proposed to be allotted under this SPP. Therefore the Directors have determined that, in the event that Tasman receives applications for, in aggregate, more than 30,000,000 Shares, Tasman will scale back applications received from Eligible Shareholders. If Tasman is required to scale back applications, it will use its best endeavours to allocate the new Shares being offered under this SPP to Eligible Shareholders on a pro-rata basis, having regard to the number of new Shares each Eligible Shareholder applied for under this Offer. If any applications are scaled back, any surplus in the Application Amount paid by an Eligible Shareholder will be refunded by Tasman to that Eligible Shareholder, without interest, following issue. Tasman therefore reserves the right to allot to an Eligible Shareholder fewer new Shares than that Eligible Shareholder applied for under this Offer.

This SPP opens on 23 August 2010 and is expected to close at 5:00pm WST on 28 September 2010. Eligible Shareholders who choose to participate in this SPP should follow the instructions on the enclosed personalised application form.

The Issue Price at which Shares in Tasman will be issued under this SPP is A\$0.10 per Share, being approximately 96.43% of the volume weighted average market price of the Shares calculated over the last 5 trading days on which sales in the Shares were recorded before the date on which this SPP was announced.

The full terms and conditions of this SPP, and a personalised application form, are attached to this letter and I urge all Eligible Shareholders to read them in their entirety before they decide whether to participate in this SPP. The Offer being made to Eligible Shareholders under this SPP does not take into account the individual investment objectives, financial situation or particular needs of each Eligible Shareholder. If you have any concerns about what to do, you should consult your stockbroker, accountant or professional adviser.

Acquiring (and holding) Shares in Tasman is considered a speculative form of investment as the future price of the Shares can rise or fall. Eligible Shareholders should be aware that there is a risk that the market price of the Shares may change between the date of the Offer under this SPP and the date when the new Shares are issued to Eligible Shareholders who apply for Shares under this SPP. This means that the Issue Price may be more than the market price of the Shares at the issue date and Eligible Shareholders may not be able to sell such Shares at a price equal to or greater than the Issue Price.

Eligible Shareholders should note that the Offer under this SPP is not made under a prospectus or other disclosure document. As a consequence, this letter and the attached terms and conditions of this SPP and the application form do not contain the level of disclosure required under the *Corporations Act 2001* to be included in a disclosure document. Eligible Shareholders will therefore be required to rely on their own knowledge of Tasman and previous disclosures made by Tasman on ASX.

This SPP is intended as a one-off initiative to give Eligible Shareholders the opportunity to purchase additional Shares, without transaction costs and brokerage. However, the board of Tasman reserves the right to make similar offers under similar share purchase plans in the future.

A short summary of Tasman's current prospects is as follows:

Minerals - Tasman 100% - The main focus is on further exploring the highly prospective Vulcan iron oxide, copper, gold and uranium (IOCGU) prospect that Tasman discovered in November 2009. This 12km² target is of similar size to the Olympic Dam breccia complex 30km to the south. Recent drilling confirmed the existence within the ore body of high grade mineralisation. A seismic survey is planned for the end of August 2010, and further drilling is scheduled for the last quarter of 2010.

Investments - Tasman holds approximately 35 million shares in Eden Energy Ltd (ASX code "EDE") and 25 million shares and 25 million options in Fission Energy Ltd (ASX code "FIS").

On behalf of the board of Tasman, I invite you to consider this opportunity to increase your investment in Tasman.

Yours sincerely



Gregory H. Solomon
Chairman

Terms and Conditions of Share Purchase Plan Offer

Defined words and expressions in these Terms and Conditions (and the Application Form) are capitalised and their definitions are contained in the Glossary in section 23.

Important Notice: If you apply to participate in this SPP by completing and returning the Application Form, you are accepting the risk that the market price of the Shares may change between the Record Date, the date on which you send in an Application Form and the Issue Date. This means it is possible that, up to or after the Issue Date, you may be able to buy Shares on market at a lower price than the Issue Price.

We encourage you to seek your own financial advice regarding your participation under this SPP.

1. Share Purchase Plan

Tasman is pleased to provide Eligible Shareholders with the opportunity to participate in this SPP by subscribing for between A\$1,000 to A\$15,000 worth of new Shares in Tasman, without incurring brokerage or other transaction costs.

2. Offer Timetable

The Offer under this SPP is dated, and taken to be made on, 23 August 2010.

| Event | Date |
|--------------------------------|-------------------|
| Record Date | 17 August 2010 |
| SPP Announcement | 18 August 2010 |
| Offer opens | 23 August 2010 |
| Offer closes | 28 September 2010 |
| Issue Date | 4 October 2010 |
| Dispatch of Holding Statements | 5 October 2010 |

Tasman expects that the new Shares to be issued consequent upon applications made under this SPP will commence trading on ASX on the first trading day after the Issue Date.

Tasman may, at any time, at its discretion (subject to the ASX Listing Rules) change any of the Closing Date, the Issue Date and the dispatch date to a later date (notwithstanding that the Offer under this SPP has opened, or Application Forms have been received) by lodging a revised timetable for this SPP with ASX. Any change to the Closing Date will cause a consequential change to the Issue Date and the dispatch date.

3. Eligibility to Participate in this SPP

3.1 General

You are eligible to participate in this SPP if you were registered as a holder of Shares at 5:00pm (WST) on the Record Date with a registered address in Australia or New Zealand (unless you are, or are acting for the account or benefit of, a US Person as defined in Regulation S under the US Securities Act of 1933, as amended (the Securities Act)).

The Offer to each Eligible Shareholder is made on the same terms and conditions.

3.2 Registered Holders

- **Single holders:** If you are the only registered holder of a holding of Shares, but you receive more than one offer under this SPP (for example, due to multiple registered holdings), you may only apply for one maximum parcel of Shares.
- **Joint holders:** If you are recorded with one or more other persons as the joint holder of a holding of Shares, that joint holding is considered to be a single registered holding for the purpose of this SPP, and the joint holders are entitled to participate in this SPP in respect of that single holding only. If the same joint holders receive more than one offer under this SPP due to multiple identical holdings, the joint holders may only apply for one maximum parcel of Shares.
- **Custodians**

If you are a custodian, trustee or nominee within the definition of "custodian" in the Class Order (Custodian) and hold Shares on behalf of one or more persons, you may apply for up to a maximum of A\$15,000 worth of Shares for each Participating Beneficiary, subject to providing a notice in writing to Tasman (the Custodian Certificate) certifying the following:-

- (1) that either or both of:
 - (a) the Custodian holds Shares on behalf of one or more other persons (each, a Participating Beneficiary) that are not Custodians; and/or;
 - (b) that another Custodian (Downstream Custodian) holds a beneficial interest in Shares on behalf of one or more other persons (each, a Participating Beneficiary) and the Custodian holds the Shares to which those beneficial interests relate on behalf of the Downstream Custodian or another Custodian,

on the date of the Offer under this SPP and each Participating Beneficiary has subsequently instructed, where paragraph (1)(a) applies, the Custodian and, where paragraph (1)(b) applies, the Downstream Custodian to apply for Shares on their behalf under this SPP;

- (2) the number of Participating Beneficiaries;
- (3) the name and address of each Participating Beneficiary;
- (4) in respect of each Participating Beneficiary:

- (a) where paragraph (1)(a) applies, the number of Shares that the Custodian holds on their behalf; and
 - (b) where paragraph (1)(b) applies, the number of Shares to which the beneficial interests relate;
- (5) in respect of each Participating Beneficiary:
- (a) where paragraph (1)(a) applies, the number or dollar amount of Shares which each Participating Beneficiary has instructed the Custodian to apply for on their behalf; and
 - (b) where paragraph 1(b) applies, the number or the dollar amount of Shares which each Participating Beneficiary has instructed the Downstream Custodian to apply for on their behalf;
- (6) that there are no Participating Beneficiaries in respect of which the total of the application price for the following exceeds A\$15,000:-
- (a) the Shares applied for by the Custodian on their behalf under this SPP in accordance with the instructions referred to in paragraph (5); and
 - (b) any other Shares issued to the Custodian in the 12 months before the application made under this SPP as a result of an instruction given by them to the Custodian or Downstream Custodian to apply for Shares on their behalf under an arrangement similar to this SPP;
- (7) that a copy of this SPP was given to each Participating Beneficiary; and
- (8) where paragraph (1)(b) applies, the name and address of each Custodian who holds beneficial interests in the Shares held by the Custodian in relation to each Participating Beneficiary.

For the purposes of the Class Order you are a “custodian” if you are a registered holder of Shares that:-

- (1) holds an Australian financial services licence that:
 - (a) covers the provision of a “custodial or depository service” (as defined in section 766E of the Corporations Act); or
 - (b) includes a condition requiring the holder to comply with the requirement of ASIC class order [CO 02/294]; or
- (2) is exempt from the requirement to hold an Australian financial services licence for the provision of a custodial or depository service under:
 - (a) paragraph 7.6.01(1)(k) of the Corporations Regulations 2001; or
 - (b) ASIC class order [CO 05/1270] to the extent that it relates to ASIC class order [CO 03/184]; or
 - (c) paragraph 911A(2)(h) of the Act;
- (3) is a trustee of a:
 - (a) self managed superannuation fund; or
 - (b) superannuation master trust;
- (4) is the responsible entity of a IDPS – like scheme (as defined in ASIC Class Order [CO 02/296] or any class order that replaces that class order);
- (5) is the registered holder of Shares and is noted on the register of members of Tasman as holding the Shares on account of another person.

If you require a Custodian Certificate please contact Tasman’s share registry (Advanced Share Registry Services).

If you hold Shares as a trustee or nominee for another person, but are not a Custodian as defined above, you cannot participate for beneficiaries in the manner described above. In this case, the rules for multiple single holdings set out above apply.

3.3 Overseas Shareholders

Tasman has determined that it is not practical for holders of Shares with registered addresses in jurisdictions other than Australia and New Zealand to participate in this SPP.

To the extent that you hold Shares on behalf of another person resident outside Australia or New Zealand, it is your responsibility to ensure that any acceptance complies with all applicable foreign laws.

The Shares to be issued under this SPP have not been and will not be registered under the Securities Act, or the securities laws of any state or other jurisdiction of the United States. In order to comply with relevant securities laws, the Shares to be issued under this SPP may not be offered to shareholders located in the “United States” or to shareholders who are, or who are acting for the account or benefit of, “U.S. persons”. As used herein, the terms “United States” and “U.S. persons” are as defined in Regulation S under the Securities Act. Because of these legal restrictions, you must not send copies of these Terms and Conditions or any other material relating to this SPP to any person resident in the United States or who are, or are acting for the account or benefit of, “U.S. persons”. Consistent with the foregoing, you may not submit a completed Application Form for any person resident in the United States or who are, or are acting for the account or benefit of, “U.S. persons”. Failure to comply with these restrictions may result in a violation of applicable securities laws.

4. Participation is Optional

Participation in this SPP is entirely optional (subject to the eligibility criteria set out in section 3 above). The Offer contained in this SPP is not a recommendation. If you are in any doubt about this Offer, whether you should participate in this SPP or how such participation will affect you (particularly given the current volatility in financial markets), you should seek independent financial and taxation advice

before making a decision as to whether or not to accept this Offer. Tasman also recommends that you monitor the Share price, which can be found in the financial pages of major Australian metropolitan newspapers, or at www.asx.com.au (ASX code: TAS).

5. Issue Price

The Issue Price for each Share being offered under this SPP is \$0.10, being approximately 96.43% of the volume-weighted average price of Shares traded in the ordinary course on ASX during the five trading days up to the day on which this SPP was announced.

Before deciding whether to accept the Offer under this SPP you should refer to the current market price of the Shares, which can be obtained from the financial pages of your daily newspaper, your stockbroker, your financial adviser or the ASX. You should note that the Share price may rise or fall between the date of the Offer under this SPP and the date when Shares are issued to you under this SPP. This means that the price you pay per Share acquired pursuant to this SPP may be either higher or lower than the Share price at the date of the Offer under this SPP or at the time the Shares are issued to you under this SPP. Further, the Issue Price under this SPP may exceed the price at which you are able to buy Shares on the market at the time that Shares are issued to you under the Offer contained in this SPP.

6. How Much Can You Invest and Calculation of the Number of New Shares which will be issued to you

Eligible Shareholders may only acquire a maximum of A\$15,000 of Shares under this SPP, with a minimum application of A\$1,000 being required. Eligible Shareholders may apply for any number of Shares that matches a parcel detailed in the following table

| Parcel | Subscription Amount (\$A) | Shares to be issued calculated at the Issue Price |
|----------|---------------------------|---|
| Parcel A | \$1,000 (minimum) | 10,000 |
| Parcel B | \$2,000 | 20,000 |
| Parcel C | \$3,000 | 30,000 |
| Parcel D | \$4,000 | 40,000 |
| Parcel E | \$5,000 | 50,000 |
| Parcel F | \$7,500 | 75,000 |
| Parcel G | \$10,000 | 100,000 |
| Parcel H | \$12,500 | 125,000 |
| Parcel I | \$15,000 (Maximum) | 150,000 |

Please note that the maximum limit of 150,000 Shares applies even if Eligible Shareholders receive more than one Application Form or if Eligible Shareholders hold Shares in Tasman in more than one capacity – see section 3 above.

Given the number of Tasman's shareholders at the Record Date, each of whom will have a right to subscribe for up to A\$15,000 of additional Shares, it is possible that Tasman could receive from Eligible Shareholders applications for Shares which, in aggregate, exceed the maximum number of Shares proposed to be allotted under this SPP. Therefore the Directors have determined that, in the event that Tasman receives applications for, in aggregate, more than 30,000,000 Shares, Tasman will scale back applications received from Eligible Shareholders. If Tasman is required to scale back applications, it will use its best endeavours to allocate the new Shares being offered under this SPP to Eligible Shareholders on a pro-rata basis, having regard to the number of new Shares each Eligible Shareholder applied for under this Offer. If any applications are scaled back, any surplus in the Application Amount paid by an Eligible Shareholder will be refunded by Tasman to that Eligible Shareholder, without interest, following issue. Tasman therefore reserves the right to allot to an Eligible Shareholder fewer new Shares than that Eligible Shareholder applied for under this Offer.

7. Certification by Eligible Shareholders

By submitting the personalised Application Form (together with a cheque, bank draft or money order) or making a payment by BPay, **YOU CERTIFY** that the aggregate of the issue price paid by you for:

- (1) the Shares the subject of such Application Form or the BPay payment; and
- (2) any other Shares applied for by you under this SPP or any other Shares issued under a similar arrangement in the 12 months prior to the date of your application or the making of the BPay payment;
- (3) any other Shares which you have instructed a Custodian to acquire on your behalf under this SPP; and
- (4) any other Shares issued to a Custodian under an arrangement similar to this SPP in the 12 months prior to the date of your application or the making of the BPay payment as a result of an instruction given by you to the Custodian or another Custodian and which resulted in you holding beneficial interests in the Shares,

does not exceed A\$15,000.

The A\$15,000 limit applies irrespective of the number of Shares you hold on the Record Date. Tasman reserves the right, and in certain circumstances may be required by the Class Order or other conditions, to reject any application for Shares under this SPP to the extent it considers, or is reasonably satisfied, that the application (whether alone or in conjunction with other applications) does not comply with these requirements.

8. Non-Renounceable Offer

The Offer to acquire Shares under this SPP is non-renounceable. This means that you cannot transfer your right to purchase Shares under this SPP to anyone else.

9. No Other Participation Costs

No brokerage, commission or other participation costs are payable by you in respect of the acquisition of Shares under this SPP.

10. Ranking of Shares

All Shares issued to Eligible Shareholders under this SPP will rank equally with existing Shares from the date of issue, and will therefore carry the same voting rights, dividend rights and other entitlements as existing Shares.

11. Class Order Compliance

The Offer of Shares under this SPP is made in accordance with the requirements of the Class Order. That Class Order grants relief from the requirement to prepare a disclosure document for the Offer of Shares under this SPP.

12. Binding Terms

By accepting the Offer to purchase Shares under this SPP, you agree to be bound by these Terms and Conditions and Tasman's constitution.

13. How To Apply For Shares Under This SPP

If you would like to apply for Shares under this SPP, you must pay for the new Shares by cheque, bank draft or money order drawn on an Australian bank or by BPay, in Australian dollars. If paying by cheque, bank draft or money order, you must also complete the enclosed personalised Application Form and return it, together with your cheque, bank draft or money order drawn on an Australian bank and in Australian dollars and made payable to 'Tasman Share Purchase Plan Account' for the Application Amount, to one of the following addresses by no later than the Closing Date:

By mail: Tasman Resources Ltd
c/- Advanced Share Registry Services
PO Box 1156
NEDLANDS WA 6909

By delivery: Tasman Resources Ltd
c/- Advanced Share Registry Services
150 Stirling Highway
NEDLANDS WA 6009

Do not forward cash. Please refer to the reverse side of the Application Form for instructions on how to pay by BPay. Receipts for payment will not be issued.

Applications may only be made for parcels of Shares in the amounts designated on the Application Form (see also section 6). If the amount of the payment tendered is:-

- **less than A\$1,000** – Tasman will not allot any Shares to you and will refund your application money to you;
- **greater than A\$15,000** – *Tasman will allot 150,000 Shares to you and will refund that portion of the application money in excess of \$15,000 to you; or
- **for an amount between A\$1,000 and A\$15,000 that is not one of the designated amounts** – *Tasman will allot to you the number of Shares that would have been allotted had you applied for the highest designated amount on the Application Form that is less than the amount of your cheque, and will refund the excess application money to you.

(*If Tasman receives applications for, in aggregate, 30,000,000 Shares, Shares will be allocated amongst Eligible Shareholders in the manner set out in section 6 of this SPP.)

No interest will be paid on any application money refunded to Eligible Shareholders or in any other circumstances.

14. Submission of Application Forms

Application Forms must be received by **5:00pm (WST) on Tuesday, 28 September 2010**.

Applications and payments under this SPP cannot be withdrawn once they have been received by Tasman.

Please read the enclosed personalised Application Form for further details as to how to apply for Shares under this SPP.

15. Application Acceptance

Tasman has a broad discretion to accept or reject your application to purchase Shares under this SPP, including (without limitation) in the circumstances specified in section 7 or if:

- (1) your Application Form is incorrectly completed or incomplete or otherwise determined by Tasman to be invalid;
- (2) your cheque is dishonoured or has not been completed correctly;
- (3) your Application Form is received after the Closing Date. While Tasman has a discretion to accept late Application Forms and payments, there is no assurance that it will do so. Late Application Forms and payments, if not processed, will be returned to you; or
- (4) Tasman believes that you are not an Eligible Shareholder (subject to compliance with any applicable ASIC or ASX requirements).

16. Acknowledgements and Undertakings by Eligible Shareholders

If you apply to participate in this SPP by completing and returning the Application Form, you will be deemed to have represented, warranted and certified on behalf of yourself and each person on whose account you are acting that:

- (1) you are an Eligible Shareholder;
- (2) you have not applied for Shares with an aggregate Application Amount in excess of A\$15,000 under this SPP, even though you may have received more than one Offer under this SPP or received Offers in more than one capacity under this SPP;
- (3) Tasman has not provided you with investment advice or financial product advice, and that it does not have any obligation to provide this advice, concerning your decision to apply for and purchase Shares.
- (4) Tasman is not liable for any exercise of its discretions referred to in these Terms and Conditions;
- (5) the Shares have not, and will not be, registered under the Securities Act or the securities laws of any state or other jurisdictions in the United States, or in any other jurisdiction outside Australia or New Zealand and, accordingly, the Shares may not be offered, sold or otherwise transferred except in accordance with an available exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and any other applicable securities laws; and
- (6) you have not and will not send any materials relating to this SPP to any person in the United States or that is, or is acting for the account or benefit of, a U.S. Person.

17. Allotment and Quotation Dates

Shares are expected to be allotted under this SPP on 4 October 2010 and Tasman will apply for those Shares to be listed for quotation on ASX.

Tasman expects to dispatch a holding statement in respect of the Shares allotted to Eligible Shareholders under this SPP on 5 October 2010. Eligible Shareholders should confirm their holding before trading in any Shares they believe have been allotted to them under this SPP.

If Tasman receives applications for, in aggregate, 30,000,000 Shares, Shares will be allocated amongst Eligible Shareholders in the manner set out in section 6 of this SPP.

18. Director Participation

Any directors of the Company, or entities associated with any directors of the Company, which are Eligible Shareholders may participate in the Offer under this SPP (without having to obtain shareholder approval) on the same terms and conditions as all other Eligible Shareholders.

19. Privacy

By returning an Application Form or making a payment by BPay, each Eligible Shareholder acknowledges that they have received and read this SPP. If you do not provide this information, Tasman may not be able to accept or process your application under this SPP.

As Eligible Shareholders are already shareholders of Tasman, Tasman and its share registry (Advanced Share Registry Services) have already collected certain personal information from Eligible Shareholders. However, if Eligible Shareholders apply for new Shares pursuant to this SPP, they will be supplying new, additional, or updated personal information (by its inclusion on the Application Form or by making a payment by BPay) to Tasman.

The information provided by an Eligible Shareholder is used for the purposes of processing that Eligible Shareholder's application under this SPP and to administer the Eligible Shareholder's holding of Shares. By making an application for Shares under this SPP, each Eligible Shareholder agrees that Tasman may use the information provided by an Eligible Shareholder in connection with that application for the purposes set out in this privacy statement and may disclose it for those purposes to Advanced Share Registry Services and Tasman's related bodies corporate, agents and contractors and third party service providers, including mailing houses, professional advisers (e.g. auditors, lawyers and accountants), intellectual technology support providers and to ASX and other regulatory authorities.

The Corporations Act requires Tasman to include information about each of its shareholders (including name, address and details of the Shares held) in its public register. The information contained in Tasman's public register must remain there even if that person ceases to be a shareholder of Tasman. Information contained in Tasman's register is also used to facilitate payments and corporate communications (including Tasman's financial results, annual reports and other information that Tasman wishes to communicate to its shareholders) and compliance by Tasman with legal and regulatory requirements.

Under the Privacy Act, shareholders have a right to gain access to personal information that Tasman holds about that person, subject to certain exemptions under law. A fee may be charged for access. Access requests must be made in writing to Tasman's registered office.

20. Withdrawal, Suspension, Termination, Anomalies and Disputes

Tasman reserves the right to waive strict compliance with any provision of these Terms and Conditions, to amend or vary these Terms and Conditions and to suspend or terminate this SPP at any time. Any such amendments, variations, suspension or termination will be binding on all Eligible Shareholders even where Tasman does not notify you of that event. Tasman may make determinations in any manner it thinks fit, including in relation to any difficulties, anomalies or disputes which may arise in connection with or by reason of the operation of this SPP, whether generally or in relation to any participant or application. Any determinations by Tasman will be conclusive and binding on all Eligible Shareholders and other persons to whom the determination relates. Tasman's rights may be exercised by the board of directors of Tasman or any delegate of the board.

21. Governing Law

The offer under this SPP and these Terms and Conditions are governed by the law in force in Western Australia. By accepting this Offer, you submit to the non-exclusive jurisdiction of the courts of Western Australia.

22. No Underwriting

This SPP is not underwritten.

23. Glossary

In these Terms and Conditions (and in the Application Form) the following words have the meaning herein ascribed, unless inconsistent with the context.

| | |
|-----------------------------|---|
| Application Amount | The amount which corresponds with the parcel you have selected on the Application Form (not exceeding \$15,000), and being the aggregate of the Issue Price payable by an Eligible Shareholder for all the Shares the subject of that parcel. |
| Application Form | The application form relating to this SPP that accompanies these Terms and Conditions, including the instructions on the reverse of that form. |
| ASIC | Australian Securities and Investments Commission. |
| ASX | ASX Limited A.C.N. 008 624 691 or the Australian Securities Exchange, as the context requires. |
| Corporations Act | The Corporations Act 2001. |
| Class Order | ASIC Class Order [CO 09/425] Share and interest purchase plans, as it is amended from time to time. |
| Closing Date | 5.00pm WST on 28 September 2010, unless varied in accordance with section 2 of this SPP. |
| Eligible Shareholder | A person who, at 5:00 pm (WST) on the Record Date was recorded in Tasman's share register as being a registered holder of Shares and having an address in Australia or New Zealand (unless you are, or are acting for the account or benefit of, a US Person as defined in Regulation S under the US Securities Act of 1933, as amended (the Securities Act)) |
| Issue Date | On or around 4 October 2010, unless varied in accordance with section 2 of this SPP. |
| Issue Price | A\$0.10 (ten cents) |
| Offer | Means the offer of new Shares under this SPP. |
| Opening Date | 9.00am WST on 23 August 2010. |
| Record Date | 5.00pm WST on 17 August 2010 |
| Shares | Fully paid ordinary shares of Tasman. |
| SPP | This Share Purchase Plan. |
| Tasman | Tasman Resources Ltd A.C.N. 009 253 187. |
| Terms and Conditions | The terms and conditions of this SPP. |
| WST | Western Standard Time |