



HAVILAH RESOURCES NL

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Dear Shareholder

Non-renounceable Rights Issue

On 31 July 2012, Havilah Resources NL (“Havilah”) announced a pro rata one for ten non-renounceable rights issue (“Rights Issue”). The Rights Issue seeks to raise approximately \$7 million (before costs) through the issue of approximately 10.8 million new fully paid ordinary shares in Havilah. For each new share subscribed, a free option to purchase an additional share for \$1.00 on or before 30 August 2013 will be issued.

Use of Funds

The net proceeds from the Rights Issue will be used for working capital purposes and to fund exploration and development including the following:

- Initial site development work at Havilah’s 100% owned Portia gold project and payment of Rehabilitation bonds.
- Advancing the Company’s exploration and development of copper, gold and iron ore projects in South Australia.

Details of the Rights Issue

Havilah shareholders as at 7.00pm (ACST) on 10 August 2012 (“Record Date”) will be eligible to participate in the Rights Issue (“Eligible Shareholders”). Each Eligible Shareholder will be entitled to subscribe for one new ordinary share in the capital of Havilah for every ten Havilah shares registered in their name on the Record Date. The new ordinary shares will be issued at a cost of 65 cents per share.

Existing option holders will need to exercise their options and be registered holder of shares on the Record Date if they wish to receive an entitlement to participate in the Rights Issue.

Canaccord Genuity (Australia) Limited has been appointed Lead Manager with a mandate to place all shares not taken up by Shareholders. The directors reserve the right to place any shortfall within three months after the close of the offer.

Full details of the Rights Issue will be contained in a Prospectus lodged with the Australian Securities and Investments Commission and ASX (“Prospectus”). The Prospectus together with an Entitlement and Acceptance Form will be mailed to all Eligible Shareholders on or about 15 August 2012. A copy of the Prospectus will be available on Havilah’s website.

Key dates which shareholders should note are as follows:

- Announcement of non-renounceable Rights Issue and lodge Appendix 3B with ASX - 31 July 2012
- Prospectus lodged with ASIC and ASX - 31 July 2012
- Notice sent to shareholders containing information required by Appendix 3B - 2 August 2012
- Havilah Resources shares commence trading ex-Rights - 3 August 2012
- Record Date for determining Rights - 10 August 2012
- Despatch of Prospectus, - 15 August 2012
- Rights Issue closes - 31 August 2012
- Securities quoted on a deferred settlement basis - 3 September 2012
- ASX notified of under-subscriptions - 5 September 2012
- Allotment of new shares and new options and deferred settlement trading ends - 10 September 2012
- Trading of new shares and new options expected to commence on ASX - 11 September 2012
- Holding Statements despatched - 12 September 2012

These dates are indicative only and, subject to the *Corporations Act 2001* and the ASX Listings Rules, may be varied as the directors decide.

Applications for the new ordinary shares under the Rights Issue may only be made by completing the Entitlement and Acceptance Form which accompanies the Prospectus. Eligible Shareholders should read the Prospectus carefully. For further information on the Rights Issue, you should contact your professional advisor.

Yours sincerely

Bob Johnson, PhD
Chairman