



ABN 30 116 800 269

Level 21, Allendale Square
77 St Georges Tce
Perth WA 6000

Ph +61 8 9389 2000
Fax +61 8 9389 2099
info@erinresources.com

13 May 2013

Dear Shareholder

Erin Resources Limited - Pro-rata non-renounceable entitlement issue

As announced on 9 May 2013, Erin Resources Limited (ACN 116 800 269) (**Company**) is undertaking a 1:1 pro rata non-renounceable entitlement issue (**Entitlement Issue** or **Offer**) of approximately 75,958,059 fully paid ordinary share in the capital of the Company (**New Shares**) at an issue price of \$0.03 per New Share, to raise up to approximately \$2,278,742 (based on the number of Shares on issue at the date of the Prospectus). The Offer will include one (1) free attaching Listed Option to acquire a Share (**New Options**) for every two (2) New Shares subscribed for. The Company lodged a prospectus for the Offer (**Prospectus**) with ASIC and ASX on 9 May 2013.

The funds raised from the Offer are planned to be used for further exploration and project evaluation costs, including final joint venture expenditure earn in requirements, costs to extend the Bouroubourou permit area, general and administration and available working capital.

The Offer is being made to all shareholders of the Company (**Shareholders**) named on its register of members at 5:00pm (WST) on 24 May 2013, whose registered address is in Australia or New Zealand (**Eligible Shareholders**).

New Shares will rank equally with all fully paid ordinary shares in the capital of the Company (**Shares**) already on issue. The Company will apply for official quotation of the New Options issued under the Offer which will be exercisable at \$0.06 each on or before 27 February 2015.

Following completion of the Offer, the Company will have issued approximately 75,958,059 New Shares and 37,979,030 New Options resulting in total Shares on issue of approximately 151,916,118 and total Options on issue of approximately 43,979,030.

Availability of Prospectus

A copy of the Prospectus is available on ASX's and the Company's website. Eligible Shareholders will be mailed a Prospectus together with an Entitlement and Acceptance Form no later than 28 May 2013. Your entitlement will be set out on the personalised Entitlement and Acceptance Form accompanying the Prospectus.

For the purposes of calculating each Eligible Shareholders' entitlement, fractions of entitlements have been rounded up to the nearest whole number of New Shares.

Actions required of Eligible Shareholders

There are a number of actions Eligible Shareholders may take:

- You may wish to accept all of your rights to subscribe for New Shares pursuant to the Prospectus (**Entitlement**). To take up all or some of your Entitlement you will need to ensure your application money for the Entitlement you wish to take up is received by Computershare Investor Services Pty Limited (**Share Registry**) by no later than 5:00pm (WST) on 12 June 2013, by completing and returning your Entitlement and Acceptance Form together with your cheque, drawn on an Australian bank or bank draft made payable in Australian currency, for the amount indicated on the Entitlement and Acceptance Form OR making a payment by BPAY in accordance with the instructions on your Entitlement and Acceptance Form.

- You may wish to accept part of your Entitlement. To take up part of your Entitlement you will need to ensure your application money for the Entitlement you wish to take up is received by the Share Registry by no later than 5:00pm (WST) on 12 June 2013, by completing and returning your Entitlement and Acceptance Form by filling in the number of New Shares you wish to accept in the space provided on the Entitlement and Acceptance Form together with your cheque, drawn on an Australian bank or bank draft made payable in Australian currency, for the appropriate application monies OR making a payment by BPAY in accordance with the instructions on your Entitlement and Acceptance Form (at \$0.03 per New Share).
- You may do nothing. If you choose to do nothing with your Entitlement, while you will continue to hold the same number of Shares, your interest in the Company will be diluted and you will receive no value for your Entitlement.

Key dates for the Offer

Event	Proposed Date
Lodgement of Prospectus with ASIC	9 May 2013
Lodgement of Prospectus & Appendix 3B with ASX	9 May 2013
Notice of Entitlement Issue sent to security holders	13 May 2013
Existing shares quoted on an 'ex' basis	20 May 2013
Record date	24 May 2013
Despatch of Prospectus to Eligible Shareholders and Offer Period Opens	28 May 2013
Offer Period Closes	12 June 2013
Securities quoted on a deferred settlement basis	13 June 2013
Notification of under-subscriptions to ASX (if any)	14 June 2013
Holding statements despatched	20 June 2013
Trading of securities issued pursuant to the Offer expected to commence on ASX	21 June 2013

If you have any queries concerning the Entitlement Issue, or the action you are required to take to subscribe for New Shares, please contact your financial adviser or Rachel Jelleff, the Company's Company Secretary, on +61 8 9389 2000.

Yours sincerely



Nicholas Poll
Managing Director