



MITHRIL

RESOURCES LTD

31 October 2014

Dear Shareholder

NON-RENOUNCEABLE RIGHTS ISSUE – APPENDIX 3B NOTICE

Mithril Resources Limited (**Company**) announced on 27 October 2014 a capital raising by way of one for two pro-rata non-renounceable rights issue that does not require shareholder approval. In accordance with the Listing Rules of the Australian Securities Exchange (**ASX**), the Company is pleased to provide you with the following information about the rights issue.

Each eligible shareholder registered on the Company's register of members at 7.00 pm (Adelaide time) on 6 November 2014 (**Record Date**) will be entitled to subscribe for one new fully paid ordinary share in the Company for every two ordinary shares held as at the Record Date at a price of \$0.007 (0.7 cents) per new share. Fractions of shares will be rounded up to the nearest whole number. The issue price of the new shares under the rights issue represents a 30% discount to the closing price (\$0.01 or 1 cent) prior to the announcement (24 October 2014) and a 25% discount to the closing average price (VWAP - \$0.0093 or 0.93 cents) of the Company's shares during the 14 day period up to and including 24 October 2014.

In addition to being able to apply for new shares under the rights issue, eligible shareholders will also have the opportunity to apply for additional new shares that are not subscribed for under the rights issue.

Please note that the Company's shares will be quoted on an 'ex' basis from 3 November 2014, and therefore any of the Company's shares bought on market on and after this date will not be entitled to participate in the rights issue.

The maximum number of new shares to be issued (excluding the exercise of any unlisted options) is 157,828,875 new shares (**New Shares**), which would raise up to \$1,104,802 and would result in total issued shares in the Company of 473,486,625. It is intended that New Shares issued as a result of entitlements taken up will be quoted on ASX and will rank equally with existing issued ordinary shares of the Company.

Before making a decision whether to subscribe for any of these shares, please carefully read the Offer Booklet when you receive it. The offer opens on 11 November 2014 and closes at 5.00 pm (Adelaide time) on 25 November 2014.

From 30 October 2014, the Offer Booklet will be available to download from both the ASX website (at www.asx.com.au) and the Company's website (at www.mithrilresources.com.au), and will subsequently be mailed to eligible shareholders on or around 11 November 2014.

The indicative timetable for the rights issue is as follows:

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Activity	Date
Announcement of Entitlement Offer and Appendix 3B lodged with ASX	27 October 2014
Offer Booklet lodged with ASX	30 October 2014
Shareholder notice dispatched	31 October 2014
Shares traded on an 'ex' Entitlement basis	3 November 2014
Record Date for eligibility to participate in the Entitlement Offer	6 November 2014 at 7.00 pm Adelaide time
Offer Booklet and Entitlement and Acceptance Form dispatched to Shareholders	11 November 2014
Opening Date for the Entitlement Offer	11 November 2014
Last day to extend the Closing Date for the Entitlement Offer	20 November 2014
Closing Date for the Entitlement Offer	25 November 2014 at 5.00 pm Adelaide time
Securities quoted on a deferred settlement basis	26 November 2014
Notify ASX under subscriptions	28 November 2014
Issue of New Shares issued under the Entitlement Offer and deferred settlement trading ends	2 December 2014
Normal ASX trading for New Shares commences	3 December 2014
Dispatch of holding statements for New Shares issued under the Entitlement Offer	5 December 2014

The timetable is indicative only and the Company reserves the right to vary it at any time without prior notice subject to the Listing Rules and the *Corporations Act 2001* (Cth).

If you have any queries, please contact the Company Secretary on (08) 8133 5000.

Yours faithfully



Donald Stephens
Company Secretary