

30 July 2014

<<name and address>>

Dear Overseas Shareholder,

PARTICIPATION IN PRO-RATA RENOUNCEABLE ENTITLEMENTS OFFER (RIGHTS ISSUE)

Arunta Resources Limited (“**Arunta Resources**” or “the **Company**”) is undertaking a pro-rata renounceable entitlements offer (“the **Rights Issue**”) pursuant to a prospectus dated 28 July 2014 (“the **Prospectus**”).

The Rights Issue under the Prospectus is a renounceable rights issue on the basis of one and a half (1.5) new shares for every share held on the record date at an issue price of 0.1 cents (\$0.001) each together with one (1) free-attaching option for every two new shares successfully subscribed for. Each new option will have an exercise price of 0.2 cents (\$0.002) and will expire on 31 July 2019.

The Rights Issue is being made to existing Arunta Resources shareholders registered in Australia, New Zealand and Monaco. The Company has determined, pursuant to Listing Rule 7.7 of the Listing Rules of ASX (the Australian Securities Exchange) (“the **Listing Rules**”), that it would be unreasonable to make offers under the Prospectus to shareholders with addresses outside of Australia, New Zealand and Monaco (“**Ineligible Holders**”).

Accordingly, in compliance with Listing Rule 7.7, the Company wishes to advise you that it will not be extending the Rights Issue to Ineligible Holders.

The Company has appointed BW Equities Pty Ltd [ABN 66 146 642 462] (“the **Nominee**”) as nominee for the Ineligible Holders. The Company advises Ineligible Holders that the Nominee will arrange the sale of the rights which would have been offered to them and, if sold, for the net proceeds to be sent to them. The Nominee will have the absolute and sole discretion to determine the timing and price at which the rights may be sold and the manner of any such sale. Neither the Company nor the Nominee will be subject to any liability to sell the rights or to sell them at a particular price. The nominee will receive a commission of 1% of the sale price of any rights sold. The nominee is also the Underwriter of the Rights Issue.

It should be noted that it may be possible that no net proceeds will be available for distribution to Ineligible Holders after the costs of the sale have been paid by the Nominee. You will be informed in due course of the outcome of the sale of your rights.

Should you have any questions in relation to the above matters, please contact me on telephone +61 (0) 8610 8633.

Yours faithfully



Adrien Wing
Director and Company Secretary

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