



MAGMATIC RESOURCES

1 August 2018

Dear Shareholder

Magmatic Resources Limited – pro-rata renounceable rights issue

As announced on 30 July 2018 Magmatic Resources Limited (ACN 615 598 322) (the **Company**) is undertaking a 1 for 3 pro rata renounceable rights issue (**Rights Issue** or **Offer**) of approximately 30,673,495 fully paid ordinary shares (**New Share**) to raise approximately \$1,226,939. The price of New Shares under the Offer is \$0.04 each (**Issue Price**). The Company lodged a prospectus for the Offer (**Prospectus**) with ASIC and ASX on 30 July 2018.

The funds raised will be used to advance the Company's gold targets at Moorefield and Wellington North and for general 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 3 August 2018, whose registered address is in Australia, New Zealand or Japan.

New Shares will rank equally with all fully paid ordinary shares in the capital of the Company (**Shares**) already on issue.

Following completion of the Offer, the Company will have issued approximately 30,673,495 New Shares resulting in total Shares on issue of approximately 122,693,980.

Ineligible shareholders

A Shareholder who has a registered address outside Australia, New Zealand and Japan (**Ineligible Shareholder**) will not be eligible to participate in the Offer.

You are not eligible to participate in the Offer and you will not be sent a copy of the Prospectus. This decision has been made pursuant to Listing Rule 7.7.1 (a) of the ASX Listing Rules after taking into consideration the costs of complying with legal and regulatory requirements in jurisdictions outside of Australia, New Zealand and Japan compared with the small number of Ineligible Shareholders and the number and value of New Shares to which they would otherwise be entitled.

The Company has appointed CPS Capital Group Pty Ltd (**Nominee**) as nominee to sell the rights to subscribe for New Shares pursuant to the Prospectus (**Entitlements**) to which Ineligible Shareholders are entitled. The Nominee will have the absolute and sole discretion to determine the timing and price at which the Entitlements may be sold and the manner of any such sale.

Any interest earned on the proceeds of the sale of these Entitlements will firstly be applied against expenses of such sale, including brokerage, and any balance will accrue to Ineligible Shareholders.

The net proceeds of the sale of these Entitlements will then be forwarded by the Company as soon as practicable to the Ineligible Shareholders, in proportion to their share of such Entitlements (after deducting brokerage commission and other expenses). If any such net proceeds of sale are less than the reasonable costs that would be incurred by the Company for distributing those proceeds, such proceeds may be retained by the Company.

Notwithstanding that the Nominee may sell Entitlements, Ineligible Shareholders may nevertheless receive no net proceeds if the costs of the sale are greater than the sale proceeds.

There is no guarantee that the Nominee will be able to sell Entitlements of Ineligible Shareholders on ASX and Ineligible Shareholders may receive no value for the Entitlements. Both the Company and the Nominee take no responsibility for the outcome of the sale of such Entitlements or the failure to sell such Entitlements.

If you have any queries concerning the Rights Issue, please contact your financial adviser or Ildiko Wowesny, the Company Secretary, on +61 8 6102 2709.

Yours sincerely

David Richardson

Managing Director