



**Strategic
Minerals
Corporation N.L.**

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11 April 2014

Dear Shareholder,

**STRATEGIC MINERALS CORPORATION NL – ENTITLEMENT ISSUE
NOTIFICATION TO SHAREHOLDERS**

On 8 April 2014, Strategic Minerals Corporation NL (the **Company**) announced to the Australian Securities Exchange (**ASX**) the details of a non-renounceable pro-rata entitlement issue (**Entitlement Issue**) on the basis of 1 new ordinary share (**New Share**) for every 4 existing shares held in the Company as at 5:00pm (WST) on the Record Date at an issue price of \$0.024 per Share to raise up to approximately \$3,956,032.

The Entitlement Issue is fully underwritten by the trustees of the Christopher Wallin Superannuation Fund.

An offer document relating to the Entitlement Issue (**Offer Document**) will be sent to Shareholders on 24 April 2014.

Event	Date
Release of Offer Document, Cleansing Notice and Appendix 3B lodged to ASX (prior to market opening)	9 April 2014
Notice sent to Shareholders	11 April 2014
Ex Date (date from which securities commence trading without the Entitlement to participate in the Offer)	16 April 2014
Record Date 5pm (WST) (date for determining Entitlements of eligible Shareholders to participate in the Entitlement Issue)	22 April 2014
Offer Document Dispatched to Shareholders (expected date of dispatch of Offer Document, Entitlement and Acceptance Forms)	24 April 2014
Last day to extend the Closing Date	6 May 2014



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Offer Closing Date* 5pm (WST)	9 May 2014
Securities quoted on a deferred settlement basis	12 May 2014
ASX notified of under subscriptions**	14 May 2014
Issue Date/Shares entered into Shareholders' security holdings	14 May 2014
Quotation of Shares issued under the Offer**	15 May 2014

* Subject to the Listing Rules, the Directors reserve the right to extend the closing date of the Entitlement Issue at their discretion. Should this occur, the extension will have a consequential effect on the anticipated date of issue for the New Shares

Use of Funds

The Company intends to apply the funds raised from the Offer to:

Activity	Allocated Funds
Drill program of Big Vein South and Big Vein Central	\$1,500,000
Drill program of prospects of Big Vein Lower Camp structure	\$1,000,000
Geophysics Programs	\$250,000
Petrographic and metallurgical studies	\$250,000
Costs of the Offer	\$228,007
General Working Capital	\$728,025
Total	\$3,956,032

It is important to recognise that the use of funds may be subject to change in line with results, circumstances and other opportunities.

Capital Structure

The capital structure of the Company on completion of the Entitlement Issue will be as follows:

	Shares
Balance at the date of this Offer Document	659,338,663
To be issued under the Offer	164,834,665
Balance after the Offer	824,173,328



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In calculating entitlements under the Entitlement Issue fractions will be rounded up to the nearest whole number.

Further information

The Entitlement Issue is made to Shareholders with registered addresses in Australia and New Zealand. Overseas Shareholders should contact the Company's Share Registry, Security Transfer Registrars Pty Limited on +61 8 9315 2333.

Full detail of the Entitlement Issue will be contained in the Offer Document that will be mailed to all Shareholders who are registered on the Record Date. Shareholders eligible to participate should read the Offer Document carefully.

If you have any questions in relation to any of the above matters, please contact the Company's Share Registry, Security Transfer Registrars Pty Limited on +61 8 9315 2333. For other questions, you should contract your stockbroker, accountant, taxation adviser, financial adviser or other professional adviser.

Yours Sincerely,

STRATEGIC MINERALS LIMITED

**Wally Martin,
Managing Director**