

29 July 2014

Dear Optionholder,

NON-RENOUNCEABLE ENTITLEMENT OFFER (RIGHTS ISSUE)

Arunta Resources Limited (“**Arunta Resources**” or “the **Company**”) is undertaking an underwritten 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 full amount of the Rights Issue is underwritten by BW Equities Pty Ltd [ABN 66 146 642 462] [AFSL No. 389 353].

The Rights Issue is being made to existing Arunta Resources shareholders registered in Australia, New Zealand and Monaco. The terms of the entitlement offer are set out in a prospectus, which will be able to be viewed at the Company's website at www.aruntaresources.com.au. A copy of the prospectus will be sent to each eligible shareholder.

There is no entitlement to participate in the entitlement offer in respect of the existing options you currently hold unless you exercise those options and are entered onto the register as a shareholder on or before the Record Date.

The timetable for the entitlement offer is set out below:

Event	Date
Announcement of Rights Issue.	28 July 2014
Lodgement of prospectus.	28 July 2014
“Ex” date - existing Shares quoted ex rights. Rights trading commences.	31 July 2014
Record date to identify Shareholders entitled to participate in the Rights Issue (“the Record Date”), at 5pm WST (Australian Western Standard Time).	5 August 2014
Prospectus sent to Shareholders entitled to participate in the Rights Issue.	8 August 2014
Rights trading ends.	12 August 2014
Closing Date 5pm WST.	19 August 2014
Notice of under subscriptions given to ASX.	22 August 2014
Issue date.	26 August 2014

*Note: The above dates should be regarded as **indicative only**. Subject to the Corporations Act 2001 (Cth), the ASX Listing Rules and other applicable laws, the Company in consultation with the Underwriter reserves the right to change the above dates, to close the Rights Issue before the date stated above, to extend the closing date and subsequent dates, or not to proceed with the Rights Issue described in this Prospectus. Shareholders should refer to announcements to ASX by the Company on the ASX website and the Company's website for updated information about the Closing Date and timetable.*

Your options are exercisable at 2 cents (\$0.02). As referred to above, the offer price is 0.1 cents (\$0.001) per new share. The closing price of the Company's listed fully paid ordinary shares on ASX

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on 25 August 2014 was \$0.001 (0.1 cents). Information about the prices at which the Company's securities trade can be obtained from the ASX's website (www.asx.com.au), the Company's website (www.aruntaresources.com.au) and daily newspapers.

If you wish to participate in the entitlements offer in respect of some or all of your existing options, it will be necessary for you to exercise those options. To exercise your options (if you choose to do so), complete a notice of exercise of options and lodge that notice with the Company, together with your payment for the number of options you wish to exercise. **If payment for the exercise of options is not received prior to the Record Date (being 5 August 2014), you will not be able to participate in the entitlement offer in respect of any options which are unexercised.**

If you do not wish to participate in the entitlement offer in respect of your existing options, you do not need to take any action.

Before deciding whether to exercise any or all of your options, you should read the Prospectus in its entirety and, if in any doubt, consult with your professional advisor.

Yours faithfully

ARUNTA RESOURCES LIMITED



Adrien Wing
Director and Company Secretary

Offers of the Company's shares and options are made in the prospectus. Anyone wishing to acquire the Company's shares and options who is eligible to participate in the entitlement offer will need to complete an entitlement and acceptance form that will accompany the Prospectus.

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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 full amount of the Rights Issue is underwritten by BW Equities Pty Ltd [ABN 66 146 642 462] [AFSL No. 389 353].

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*Note: The above dates should be regarded as **indicative only**. Subject to the Corporations Act 2001 (Cth), the ASX Listing Rules and other applicable laws, the Company in consultation with the Underwriter reserves the right to change the above dates, to close the Rights Issue before the date stated above, to extend the closing date and subsequent dates, or not to proceed with the Rights Issue described in this Prospectus. Shareholders should refer to announcements to ASX by the Company on the ASX website and the Company's website for updated information about the Closing Date and timetable.*

Your options are exercisable at 3 cents (\$0.03) for 18-12-2016 expiry unlisted options. As referred to above, the offer price is 0.1 cents (\$0.001) per new share. The closing price of the Company's listed

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fully paid ordinary shares on ASX on 25 August 2014 was \$0.001 (0.1 cents). Information about the prices at which the Company's securities trade can be obtained from the ASX's website (www.asx.com.au), the Company's website (www.aruntaresources.com.au) and daily newspapers.

If you wish to participate in the entitlements offer in respect of some or all of your existing options, it will be necessary for you to exercise those options. To exercise your options (if you choose to do so), complete a notice of exercise of options and lodge that notice with the Company, together with your payment for the number of options you wish to exercise. **If payment for the exercise of options is not received prior to the Record Date (being 5 August 2014), you will not be able to participate in the entitlement offer in respect of any options which are unexercised.**

If you do not wish to participate in the entitlement offer in respect of your existing options, you do not need to take any action.

Before deciding whether to exercise any or all of your options, you should read the Prospectus in its entirety and, if in any doubt, consult with your professional advisor.

Yours faithfully

ARUNTA RESOURCES LIMITED



Adrien Wing
Director and Company Secretary

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