



ABN: 97 008 045 083

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The Company Announcements Office  
Australian Securities Exchange Limited  
4 Floor, 20 Bridge Street  
SYDNEY NSW 2000

13 February 2012

**Via Electronic Lodgement**

Dear Sir/Madam

**Resource Mining Corporation Limited – Shareholder Letter Mail Out**

We confirm that the attached letter was despatched to shareholders today.

Yours sincerely

A handwritten signature in black ink, appearing to read "Ann Hadden".

Ann Hadden  
Company Secretary

000001 000 RMI  
MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030



13 February 2012

Dear Shareholder

**PRO-RATA RENOUNCEABLE RIGHTS ISSUE  
INFORMATION FOR SHAREHOLDERS**

As you may be aware, Resource Mining Corporation Limited (ACN 008 045 083) (**Company**) will shortly be offering to you an opportunity to acquire more shares in the Company pursuant to an underwritten pro-rata renounceable rights issue to shareholders of approximately 904,783,431 fully paid ordinary shares (**New Shares**) and 226,195,857 free attaching new options (**Attaching Options**) on the basis of one New Share for every two shares held on 20 February 2012 (**Record Date**) at an issue price of \$0.0028 (0.28 cents) per New Share and one free Attaching Option (with an exercise price of \$0.006 (0.6 cents) each and an expiry date of 31 January 2015) for every four New Shares issued, to raise approximately \$2,533,394 (**Rights Issue**). The Rights Issue is fully underwritten by Sinom (Hong Kong) Limited (**Sinom**).

This Rights Issue will be made pursuant to a Prospectus and if you wish to participate in the Rights Issue, you will need to complete the Entitlement and Acceptance Form that will accompany the Prospectus.

A copy of the Prospectus has been lodged with ASX and is available on the ASX website and will be available on the Company's website ([www.resmin.com.au](http://www.resmin.com.au)) and will be dispatched to persons holding shares as at the Record Date.

Pursuant to the Listing Rules of the Australian Securities Exchange (**Listing Rules**), the Company is required to provide to you certain information before proceeding with the Rights Issue. This letter contains all the information required by Appendix 3B of the Listing Rules.

1. Approximately 904,783,431 New Shares and 226,195,857 Attaching Options will be issued pursuant to the Rights Issue (assuming no existing options are exercised).
2. The New Shares and Attaching Options to be issued will rank equally in all respects from the date of allotment with the existing quoted ordinary shares and options (respectively).
3. The issue price of the New Shares will be \$0.0028 (0.28 cents) each. The Attaching Options are free attaching options and accordingly will be granted for no consideration.
4. The Company will apply for quotation of the New Shares and Attaching Options issued pursuant to the Rights Issue on the official list of the ASX.
5. The New Shares will be fully paid ordinary shares in the capital of the Company. The Attaching Options are exercisable at \$0.006 (0.6 cents) each and expire on 31 January 2015.

6. The funds raised by the Rights Issue will be used towards:
  - (a) funding the costs of the Rights Issue;
  - (b) exploration expenditure;
  - (c) Wowo Gap exploration expenditure;
  - (d) further development of the organic leaching technology; and
  - (e) working capital.
7. The securities will be entered into uncertificated holdings on 15 March 2012.
8. The total number and class of all securities quoted on ASX (including the maximum number of New Shares to be issued in the Rights Issue but assuming no existing options are exercised prior to the Record Date) is as follows:

<b>Number</b>	<b>Class</b>
2,714,350,293	Ordinary shares
214,793,272	Quoted options exercisable at \$0.008 (0.8 cents) each on or before 31 March 2012.
226,195,857	Quoted options exercisable at \$0.006 (0.6 cents) each on or before 31 January 2015.

9. The Company currently has no unquoted securities on issue.
10. The Company currently has no dividend policy. However, pursuant to the Constitution of the Company, the Directors may from time to time declare a dividend to be paid to the members entitled to the dividend. No dividend may be paid except out of profits.
11. No shareholder approval for the Rights Issue is required.
12. The Rights Issue is renounceable.
13. The New Shares in the Rights Issue will be offered on the basis of one New Share for every two shares held at 5pm WST on the Record Date (ie 20 February 2012). Attaching Options will be offered on the basis of one Attaching Option for every four New Shares issued.
14. The offer under the Rights Issue relates to fully paid ordinary shares in the Company and options to acquire shares in the Company exercisable at \$0.006 each and expiring on 31 January 2015.
15. The ex date is 14 February 2012.
16. The Record Date to determine entitlements is 20 February 2012.
17. The Company does not have multiple share registers.
18. Fractional entitlements will be rounded up to the nearest whole number.
19. The Company will be sending offers under the Rights Issue to all Company shareholders in all jurisdictions.
20. The closing date for receipt of acceptances is 5pm WST on 7 March 2012.
21. The Rights Issue is fully underwritten by Sinom.
22. Sinom will not receive an underwriting fee or commission for underwriting the Rights Issue.



23. There is no lead manager to the Rights Issue.
24. Brokers will receive no handling fee for acceptances lodged by them on behalf of security holders.
25. The Prospectus for the Rights Issue and the accompanying Entitlement and Acceptance Form will be sent to you on 22 February 2012.
26. Existing option holders may participate in the Rights Issue upon exercise of their options. The Company sent a notice to option holders to notify them of their right to participate in the Rights Issue upon exercise of their options on 10 February 2012.
27. Rights trading will begin on 14 February 2012.
28. Rights trading ends on 29 February 2012.
29. If you wish to take up all of your Entitlement under the Rights Issue, please follow the instructions set out on the front of the Entitlement and Acceptance Form accompanying a copy of the Prospectus to be issued to you under the section marked "**Sale of your Entitlement in full by your Stockbroker/Agent**" and then liaise accordingly with your broker. You must deal with your entitlement by close of trading on the ASX on 29 February 2012, when rights trading ceases.
- 30.. If you wish to take up part of your entitlement and sell the balance on the ASX, please follow the instructions set out on the front of the Entitlement and Acceptance Form accompanying a copy of the Prospectus to be issued to you under the section marked "**Sale of your Entitlement in part by your Stockbroker/Agent and acceptance of the balance**" and then liaise accordingly with your broker. You must deal with your entitlement by close of trading on the ASX on 29 February 2012, when rights trading ceases.
31. If you wish to transfer all or part of your entitlement to another person or party other than on market using the ASX, then you must forward the following:
  - a completed standard renunciation form (obtainable from your stockbroker or the Company's share registry);
  - the Entitlement and Acceptance Form completed by the transferee; and
  - Transferee's cheque for the amount due in respect of the New Shares,to the Company's share registry not later than 5.00pm WST on 29 February 2012 or such later date as the Directors advise. Cheques should be made payable to "Resource Mining Corporation Limited - Share Application Account" and crossed Not Negotiable".
32. The latest date for entry of the securities into your security holdings is 15 March 2012.

The above information was provided to the ASX on 9 February 2012.

If you have any queries regarding your entitlement or participation in the Rights Issue, please do not hesitate to contact the Company's Share Registry on +61 1300 557 010 (within Australia) or +61 8 9323 2000 (outside Australia).

Yours sincerely

Ann Hadden  
Company Secretary

