



21 November 2013

<Shareholder Name>  
<Shareholder Address>

#### **PARTICIPATION IN PRO-RATA NON-RENOUCEABLE ENTITLEMENT OFFER**

On 15 November 2013, Global Resources Corporation Limited (“Global” or the “Company”) announced that Blackswan Equities Limited (“Blackswan”) had agreed to underwrite a pro rata non-renounceable entitlement offer of Shares and Options to eligible shareholders.

The Offer will be made to Shareholders with a registered address in Australia and New Zealand (“Eligible Shareholders”) and registered at 9.00am (AEST) on 28 November 2013 (“Record Date”) to participate in a non-renounceable entitlement offer of one new Share in Global (“New Shares”) for every three Shares at an offer price of \$0.04 per Share and one new Option (“Attaching Options”) issued for no additional consideration for each new Shares subscribed to raise approximately of \$568,976 before costs. Fractional entitlements will be rounded down to the nearest whole number, and holdings in the same name will be aggregated for the calculation of entitlements.

Pursuant to the ASX Listing Rules (“Listing Rules”), the Company is required to provide you with certain information as part of the procedure under the Offer. This notice contains all the information required by Appendix 3B of the Listing Rules.

An Offer Information Statement (OIS”), a copy of which was lodged with ASX on 19 November 2013, will be dispatched to all Eligible Shareholders, together with an Entitlement and Acceptance Form, on 2 December 2013. A copy of the OIS has been lodged with ASX and is available on the ASX website and the Company’s website ([www.grcl.com.au](http://www.grcl.com.au)). Full details of the terms and conditions of the Offer are contained in the OIS.

Pursuant to the Offer, the Company will issue approximately 14,224,395 New Shares in the capital of the Company at an issue price of \$0.04 each and approximately 14,224,395 Attaching Options issued for no additional consideration (based on the number of Shares on issue on the date hereof), to raise approximately \$586,976 (before expenses of the issue). Assuming the Offer is fully subscribed this will result in the Company having a maximum of 56,897,582 Shares on issue following the Offer. The New Shares will rank equally with, existing Shares on issue.

This number may increase by up to 4,000,000 New Shares in the event that existing option holders exercise their 3,000,000 options prior to the Record Date.

The Offer is non-renounceable. This means that there will be no trading of entitlements to subscribe for the New Shares and Attaching Options (“Entitlements”) on the ASX and you may not dispose of your Entitlement to subscribe for New Shares and Attaching Options under the Offer to any other party.

Please note that Shareholders at the Record Date that have an address registered outside Australia and New Zealand (“Excluded Shareholders”) will not be eligible to participate in the Offer.

Eligible Shareholders who wish to subscribe for some or all of the New Shares and Attaching Options making up their Entitlement must return a completed Entitlement and Acceptance Form with their application money by 5.00 pm (AEST) on 16 December 2013. The Offer is underwritten by Blackswan. Any Shortfall pursuant to the Offer will be dealt with by the Directors in consultation with Blackswan. Blackswan will be paid a fee of 4% of the underwritten amount.

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The proceeds of the Offer will be used to pursue potential acquisitions in the resources sector that have the capacity to add significant long-term shareholder value. Although the preference is for the major metals or bulks, other commodities are being considered. All deal structures are being contemplated, from joint venture farm-in through to direct project equity or corporate acquisition. The Company will also use funds to provide additional working capital, and follows the recent corporate changes to reduce the Company's overhead expenses.

The timetable in respect of the Offer is set out below:

Lodgement of Statement with ASIC and ASX & Appendix 3B	19 November 2013
Notice sent to Shareholders	21 November 2013
Notice sent to Optionholders	21 November 2013
Ex date	22 November 2013
Record Date (determines those Shareholders who are entitled to participate in the Offer (Eligible Shareholders))	28 November 2013
Statement and Entitlement and Acceptance Form dispatched	2 December 2013
Offer opening date	2 December 2013
Offer closing date	16 December 2013
Securities quoted on a deferred settlement basis	17 December 2013
Notify ASX of under-subscriptions	18 December 2013
Dispatch date / securities entered into holders' security holdings	23 December 2013

Note. The timetable outlined above is indicative only and subject to change. The Directors, in conjunction with Blackswan, reserve the right to vary these dates, including the Closing Date, without prior notice but subject to the Corporations Act and the Listing Rules. The Directors also reserve the right not to proceed with the whole or part of the Offer at any time prior to allotment.

Before taking up Entitlements under the Offer, Eligible Shareholders should read the announcements released to the market and all the information set out in the OIS, including the risk factors. If you have any enquiries, please consult your professional advisor.

For further information on your entitlement to the Offer, or how to deal with the Offer, please contact the Company Secretary on (+61 8) 9421 2107 or the Company's Share Registry, Boardroom Pty Ltd on 1300 737 760 (within Australia).

Yours sincerely



Alec Pismiris  
Director/Company Secretary