



7 August 2014

Dear Shareholder

NAMIBIAN COPPER NL – PRO RATA RENOUNCEABLE ENTITLEMENT ISSUE

As announced on 5 August 2014 Namibian Copper NL (ACN 118 913 232) (**Company**) is undertaking a three (3) for one (1) pro rata renounceable entitlement issue (**Entitlement Issue**) of approximately 221,475,003 fully paid ordinary shares (**New Share**) to raise approximately \$1,550,325 (together with one (1) free attaching New Option for every one (1) Share subscribed for and issued) (**Offer**). The price of New Shares under the Offer is \$0.007 each (**Issue Price**). The Company lodged a prospectus for the Offer (**Prospectus**) with ASIC and ASX on 5 August 2014. The Offer is fully underwritten by Patersons Securities Limited (**Underwriter**).

The purpose of the Offer is to raise up to \$1,550,325 for the exploration of company projects, while providing funds to increase the Company's working capital and to cover the expenses of the Offer.

The Offer is being made to all shareholders of the Company (**Shareholders**) named on its register of members at 5.00pm (WST) on 12 August 2014, whose registered address is in Australia or New Zealand.

New Shares will rank equally with all fully paid ordinary shares in the capital of the Company (**Shares**) already on issue. The Company will apply for quotation on ASX of the New Shares and New Options issued pursuant to the Offer.

Following completion of the Offer, the Company will have issued approximately 221,475,003 New Shares resulting in total Shares on issue of approximately 295,300,004.

A copy of the Prospectus is available on the Company's ASX platform and the Company's website. Eligible Shareholders will be mailed a Prospectus together with an Entitlement and Acceptance Form no later than 26 August 2014. Your entitlement will be set out on the personalised Entitlement and Acceptance Form accompanying the Prospectus.

Actions required of Eligible Shareholders

There are a number of actions Eligible Shareholders may take:

- You may take up all or some of your rights to subscribe for New Shares pursuant to the Prospectus (**Entitlements**). To take up all or some of your Entitlements you will need to ensure your application money for the Entitlements you wish to take up is received by Advanced Share Registry Ltd (**Share Registry**) by no later than 5.00pm (WST) on 26 August 2014,, by either completing and returning your Entitlement and Acceptance Form together with your application money or making a payment by BPay in accordance with the instructions on your Entitlement and Acceptance Form.
- You may seek to sell all or some of your Entitlements on ASX. You can seek to sell your Entitlements on ASX from 8 August 2014 until the close of market on 19 August 2014. To sell any of your Entitlements you need to contact your broker as soon as possible.

Namibian Copper NL | ACN 118 913 232 | ABN 52 118 913 232

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- You may transfer all or some of your Entitlements to another person other than on ASX. To transfer all or some of your Entitlements you will either need to contact your CHESS Controlling Participant (usually your broker) and follow their instructions or complete a renunciation and transfer form (which can be obtained from Share Registry) and return it, together with the purchaser's cheque for the Entitlements they wish to take up so that it is received by the Share Registry by no later than 5.00pm (WST) on 26 August 2014.
- You may apply for shortfall securities in addition to your Entitlement by completing the shortfall application on your Entitlement and Acceptance Form. The allocation of shortfall securities will be determined by the Directors in conjunction with the Underwriter.
- You may do nothing. If you choose to do nothing with your Entitlements, while you will continue to hold the same number of Shares, your interest in the Company will be diluted and you will receive no value for your Entitlement.

Key dates for the Offer

Event	Proposed Date
Prospectus and Appendix 3B lodged with ASX	5 August 2014
Notice of Entitlement Issue sent to security holders	7 August 2014
Existing shares quoted on an 'ex' basis Rights trading commences	8 August 2014
Record date	12 August 2014
Prospectus sent to Eligible Shareholders Offer Period Opens	15 August 2014
Rights trading ends	19 August 2014
Offer Period Closes	26 August 2014
Notification of under-subscriptions to ASX (if any)	29 August 2014
Shares Issued Holding statements sent to Eligible Shareholders	2 September 2014

If you have any queries concerning the Entitlement Issue, or the action you are required to take to subscribe for New Shares, please contact your financial adviser or Mr Jay Stephenson, Namibian Copper NL's Company's Secretary, on +61 8 6141 3500.

Yours sincerely



Jay Stephenson
Company Secretary