

SHARE PURCHASE PLAN OFFER

9 January 2012

Dear Shareholder,

Invitation to Participate in Global Metals Exploration NL's Share Purchase Plan

Your Company, Global Metals Exploration NL (**Global Metals**), is pleased to invite you to participate in its newly introduced Share Purchase Plan (**Plan**).

The Plan will enable you, along with every other fully paid ordinary shareholder in the Company as of 5pm WST on Tuesday 8 January 2013 (**Record Date**), whose registered address was in Australia or New Zealand, to purchase up to \$15,000 worth of shares in the Company at a price of \$0.003 or 0.3 cents per share (**Purchase Price**).

Some important **benefits** provided by the Plan offer (**Offer**) are:

- The Purchase Price represents a discount of 25% to the last closing price of Global Metals shares quoted on the ASX immediately prior to the date of the Record Date;
- A discount of 69.4% to the weighted average price of Global Metals shares over the 12 month period prior to the announcement of the Plan;
- Entitlements are irrespective of the size of a participant's existing shareholding;
- The share purchase will not be subject to brokerage, commissions and stamp duty or any other transaction costs that would apply if the shares were purchased on market; and
- Shareholders who do not hold a "marketable parcel" of at least \$500 worth of shares in the Company will have the opportunity to increase their shareholding to a marketable parcel and improve the liquidity of their holding.

In a difficult market with a low share price that does not reflect the true value of the assets we have invested in, your Directors feel this Plan is the best way for the Company to raise capital in order to fund an upcoming drilling program at Jutson Rocks, our premier gold target.

Details of the Offer are set out in this letter and the enclosed Terms and Conditions, together with an Application Form.

Use of Funds

The Company intends to use funds towards working capital and an aircore drilling program at Jutson Rocks. This drilling will further define the regolith gold anomaly to narrow in on the gold targets that would be the subject of future bedrock drilling. This drilling program will capitalise on our recent gold discovery at the project and is aimed at generating further information in light of the discovery.

For further information on Jutson Rocks and the Company's other projects, please see the investor presentation recently released. The presentation may be downloaded from www.asx.com.au by searching under our ASX code: GXN, or from our website, www.gmetex.com.au. Please contact our

ABN: 23 124 140 889



office on (02) 9225 4050 or by email to <u>info@gmetex.com.au</u> if you would like the presentation mailed or emailed to you individually.

Shareholders eligible to participate in the Plan

Participation in the Plan is optional and is only available to shareholders who are registered holders of fully paid ordinary shares in the the Company as of the Record Date with a registered address in Australia or New Zealand (**Eligible Shareholders**). Shareholders of partly paid shares are not entitled to participate in the Plan.

How much can you invest?

Under the Plan, Eligible Shareholders may purchase a minimum of \$500 worth of Shares and a maximum of \$15,000. You have the choice to do this in lots of either A\$500, A\$1,500, A\$5,000, A\$10,000 or A\$15,000. You must write the total dollar amount you wish to purchase on the Application Form.

Note the maximum investment any Eligible Shareholder may apply for will remain \$15,000 even if they receive more than one offer to participate in the Plan (whether in respect of a joint holding or because they have more than one holding under a separate account).

Subscription, application procedure and closing date

If you would like to participate in the Offer, please return your completed Application Form (enclosed), together with your cheque or money order for the subscription monies as relevant, for the Shares you wish to acquire, to:

By delivery:	By post:
Advanced Share Registry Limited	Advanced Share Registry Limited
150 Stirling Hwy	PO Box 1156
Nedlands WA 6009	Nedlands WA 6909

If you elect to pay by BPAY, you will **not** need to return the application form but you will need to make the payment by 5pm WST on Friday 18 January 2013 (**Closing Date**) in accordance with the instructions on the Application Form and quoting your personalised BPAY reference number provided on the Application Form.

Applications (together with payment) or BPAY must be received on or before the Closing Date to be valid. No late applications will be accepted.

Please refer to the Plan Terms and Conditions for details of the certification you will be deemed to provide when you participate in the Offer by returning an Application Form or by paying by BPAY.

Purchase price and acceptance of risk factors

The purchase price of Shares under the Offer is \$0.003 or 0.3 cents per Share.

The market price of the Shares in the Company may rise and fall between the date of the Offer and the date that any Shares are allotted to you as a result of your acceptance of this Offer.

ABN: 23 124 140 889 2



The Board recommends that you obtain your own financial advice in relation to the Offer and consider price movements of Shares in the Company prior to accepting this Offer.

Additional information and important dates

The Offer cannot be transferred and the Board reserves the right to reject any application. Under the indicative timetable below, shares allotted under the Plan will be issued on 25 January 2013. Application for quotation on the ASX of the new Shares will be made immediately following the issue of those Shares. The Directors of the Company will be entitled to participate in the Offer and will have their applications treated in according to the same method as other shareholders.

A maximum of 185 million fully paid ordinary Shares may be issued pursuant to the Offer.

In the event of an oversubscription by the Closing Date, the Directors may, in their absolute discretion, scale-back applications on a pro-rata basis or by another method determined by the Board. If the Company rejects or scales-back an application or purported application, the Company will promptly return to the shareholder the relevant application monies, without interest.

In the event of an undersubscription by the Closing Date, the Directors may, in their absolute discretion, place the shortfall of the Offer.

Indicative timetable

Record Date	8 January 2013
Announcement Date and Document Dispatching Date	9 January 2013
Offer Opening Date	11 January 2013
Offer Closing Date	18 January 2013
Allotment Date and Holding Statement Dispatching Date	25 January 2013

These dates are indicative only. The Company may vary the dates and times of the Offer without notice.

Accordingly, shareholders are encouraged to submit their Application Form as early as possible.

s249D Notice and Proxy Forms

As a reminder, you would have recently received a Notice of Meeting (**Notice**) and proxy form in the mail, for a shareholders' meeting that has been called for 28 January 2013 to address strategic questions over the future direction of Global Metals.

Please read all these documents carefully and do contact our office if you have misplaced your documentation in relation to this Notice. It is important for all shareholders to be involved and to lodge their proxies on time (by 25 January 2013 at the latest).

ABN: 23 124 140 889 3



The Board of Directors of the Company, excluding Ms Lia Darby who has a personal interest in the outcome of Resolution 2, recommend that Shareholders should vote "AGAINST" both resolutions.

We note that the meeting is on a public holiday, Monday 28 January 2013, however this was the last day possible to give adequate notice to shareholders under the s249D Notice.

Conclusion

Thank you for your consideration of this Share Purchase Plan Offer letter. Your Directors ask that you review our recent investor presentation in order to be fully informed when deciding on whether to participate in the Offer and in voting on the upcoming shareholders' meeting resolutions.

We look forward to the exciting work ahead on Jutson Rocks, which your participation will help make possible.

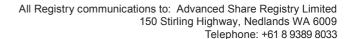
Should you wish to discuss any information contained in this letter further, do not hesitate to contact the Company on (02) 9225 4050 or by email on info@gmetex.com.au.

Kindest regards,

Lia Darby

Managing Director

ABN: 23 124 140 889 4





SHARE PURCHASE PLAN ("SPP") APPLICATION FORM

This is an application form to apply for fully paid ordinary shares in Global Metals Exploration NL (ASX Code: GXN)

How do I apply for New Shares under the Offer?

- Carefully read the Share Purchase Plan Offer letter accompanying this form and the Important Information and further instructions on the reverse of this form.
- Decide on the amount of New Shares you wish to apply for.
- Pay for the New Shares in accordance with the instructions outlined in the Share Purchase Plan Offer and the Important Information and further instructions on the reverse of this form.

Option 1: Paying by Bpay®; or

Option 2: Paying by Cheque or Money Order

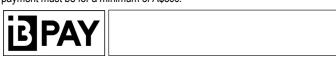
Payments must be made in Australian dollars.

PAYMENT OPTIONS

Option 1: Paying by Bpay®

If paying by $\mathsf{Bpay}^{\textcircled{R}},$ you do NOT need to complete or return the Acceptance Slip attached to this Application Form below, however, by making a Bpay $^{(\!0\!)}$ payment you will be taken to have made the statements and certifications that are set out in the Important Information notice on the reverse

Payment must be received by the Registry by Bpay $^{(\!R)}$ by 5:00pm (WST) on 18 January 2013. By paying by Bpay $^{(\!R)}$, you will be deemed to have completed an Application Form for the number of New Shares the subject of your Application Payment. If you make a payment by Bpay® and Global Metals Exploration NI (GXN) receives an amount and Global Metals Exploration NL (GXN) receives an amount which is not equal to either A\$500, A\$1,500, A\$5,000, A\$10,000 or A\$15,000, GXN may round down the dollar amount of New Shares that you are applying for to the next lowest parcel at their discretion. Your payment must be for a minimum of A\$500.



Telephone & Internet Banking - Bpay®

Contact your bank or financial institution to make this payment from your cheque, savings, debit or transaction account.

More info: www.bpav.com.au

Option 2: Paying by Cheque or Money Order

If paying by cheque or Money Order, complete and return the Acceptance Slip attached to this Application Form with your payment.

- A. Tick the box beside the amount you wish to apply for a minimum of A\$500 or lots of either A\$1,500, A\$5,000, A\$10,000 or A\$15,000.
- B. Enter your cheque details. The amount of your Application Payment should be equal to the amount applied for in section A of the Acceptance Slip. Cheques or Money Orders must be drawn on an Australian financial institution in Australian currency, made payable to "Global Metals Exploration NL - SPP" and crossed "Not Negotiable". Please ensure sufficient cleared funds are held in your account, as your cheque will be banked as soon as it is received. If you provide a cheque for an amount that is not equal to either A\$500, A\$1,500, A\$5,000, A\$10,000 or A\$15,000, GXN may round down the dollar amount of SPP Shares that you are applying for to the next lowest parcel at their discretion. Your payment must be for a minimum of A\$500.
- C. Enter your contact telephone number at which we may contact you regarding your application for SPP Shares, if necessary.

Registered to Bpay Pty Ltd ABN 69 0	79 137 518					
A I/we wish to purchase a parcel of SPP Shares to the dollar amount of (tick one box only):						
A\$500 OR [A\$1,500 OR	A\$5,000	OR A\$10,000	A\$15,000		
B Make your cheque payable to "Global Metals Exploration NL - SPP" and crossed "Not Negotiable"						
Drawer	Cheque Number	BSB Number	Account Number	Amount of Cheque		
				A\$.00	
C Contact Details						
Telephone Number – Business Hours	Telephone Number	– After Hours	Contact Name and Email			
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IMPORTANT INFORMATION

- This is an important document which requires your immediate attention. If you are in any doubt as to how to deal with this Application Form, please consult
 a professional adviser.
- 2. If you do not wish to purchase New Shares under the SPP, there is no need to take action.
- 3. Please ensure you have read and understood the Share Purchase Plan Offer letter and this Important Information, before you make the Application Payment by Bpay® or you submit your Acceptance Slip with your payment.
- 4. This SPP is non-renounceable. Applications can only be accepted in the name printed on the Application Slip.
- 5. If you are a custodian, trustee or nominee within the definition of "custodian" in ASIC Class Order [CO 09/425] you must complete and submit an additional Certificate that contains additional certifications and details that must be provided (the **Certificate**) before your Application for New Shares is accepted. The Certificate can be obtained by contacting Advanced Share Registry on +61 8 9389 8033. Applications received by custodians that are not accompanied by the Certificate will be rejected.
- 6. For applicants that are not required to complete the Certificate, by submitting the Acceptance Slip with a cheque or making payment by Bpay®, you certify that the aggregate of the payment made by you for:
 - the parcel of New Shares indicated on the Application Slip or Bpay® payment; and
 - any other Shares applied for by you, or which you have instructed a Custodian to acquire on your behalf under the SPP or any other similar arrangement
 in the 12 months prior to the date of submission of the Acceptance Slip or payment by Bpay® does not exceed A\$15,000.
- 7. GXN reserves the right to make amendments to this Application Form where appropriate.

or

8. Applicants are not assured of receiving the New Shares for which they have applied as GXN may scale back applications in accordance with the Share Purchase Plan Offer.

How to Lodge your Acceptance Slip and Application Payment

A reply paid envelope is enclosed for you to return your Acceptance Slip and Application Payment. No postage stamp is required if it is posted in Australia. Shareholders in New Zealand will need to affix the appropriate postage to the reply paid envelope.

The Acceptance Slip and the payment for New Shares must be received by the Share Registry no later than the closing date shown overleaf. If paying by Bpay® you do not need to complete or return the Application Slip. You should check the processing cut off-time for Bpay® transactions with your bank, credit union or building society to ensure your payment will be received by the Registry by the close of the offer.

Mailing Address Global Metals Exploration NL C/- Advanced Share Registry PO Box 1156 Nedlands WA 6909 Hand Delivery
Global Metals Exploration NL
C/- Advanced Share Registry Limited
150 Stirling Highway, Nedlands WA 6009
Nedlands WA 6009 (Please do not use this address for mailing purposes)

Make sure you send your Acceptance Slip and Application Payment allowing enough time for mail delivery, so Advanced Share Registry Limited receives them no later than 5:00pm (WST) 18 January 2013. Please ensure sufficient cleared funds are held in your account, as your cheque will be banked as soon as it is received. GXN reserves the right not to process any Acceptance Slips and Application Payments received after the Closing Date.

If you require information on how to complete this Application Form or Acceptance Slip please contact Advanced Share Registry Limited on: +61 8 9389 8033.



January 9, 2013

Dear Shareholder,

RE: Investor Relations Communications

Your Company Global Metals Exploration NL (**Global Metals**) has recently implemented an investor relations campaign to ensure that shareholders are kept up to date with the Company's progress.

As part of this Investor Relations campaign we are aiming to improve communications between the Company and shareholders. Over the coming weeks we will be conducting investor phone calls and going forwards, we will be using email sends to ensure that all ASX announcements are communicated effectively. In order to better communicate with you, we ask that you provide us with the best email and/or phone contact details for yourself.

To return your details either;

- a) Mail back in the self addressed envelope enclosed
- b) Phone +61 2 9225 4050; or
- c) Fax to +61 2 9232 5359; or
- d) Email to info@gmetex.com.au

Name:		
Email:		
Phone:		
Notes:		
•		

Please don't hesitate to contact our team at Ph: +61 2 9225 4050 or info@gmetex.com.au if you have any questions on your Company, Global Metals. We look forward to answering your queries.

Note that by returning this form you are only providing contact details for investor relations purposes. If you wish to change your contact details through our share registry please contact Advanced Share Registry Ltd Ph: +61 8 9389 8033

Yours sincerely,

Global Metals Exploration NL

Global Metals Exploration NL

ABN: 23 124 140 889