

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to the action you should take, you are recommended to seek your own financial advice immediately from your stockbroker, bank manager, solicitor, accountant or other independent financial adviser authorised under the Financial Services and Markets Act 2000 if you are resident in the United Kingdom or, if not, from another appropriately authorised independent financial adviser.

If you sell or have sold or otherwise transferred all of your registered holding of Ordinary Shares, please immediately forward this document and the accompanying Form of Proxy to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for delivery to the purchaser or transferee. If you sell or have sold or otherwise transferred only part of your registered holding of Ordinary Shares, you should immediately consult the stockbroker, bank or other agent through whom the sale or transfer was effected as to what action you should take.

Stratmin Global Resources plc

(incorporated in England and Wales under the Companies Act 1985 with registered number 05173250)

**Firm Placing of 7,000,000 new Ordinary Shares and Proposed Placing of a further
20,777,780 new Ordinary Shares at 9 pence per share**

Notice of General Meeting

and

Authority to allot shares and dis-application of pre-emption rights

Your attention is drawn to the letter from the Chairman of the Company which is set out on pages 6-11 of this document, which contains the unanimous recommendation of your Board that you vote in favour of the Resolutions to be proposed at the General Meeting referred to below.

Notice of a General Meeting of the Company, to be held at the offices of Speechly Bircham LLP, 6 New Street Square, London, EC4A 3LX on 28 March 2014 at 9.00 a.m. is set out at the end of this document. Shareholders will find enclosed with this document a Form of Proxy for use in connection with the General Meeting. To be valid, the Form of Proxy should be completed, signed and returned in accordance with the instructions printed thereon as soon as possible and, in any event, so as to reach the Company's Registrars, Capita Registrars, by no later than 9.00 a.m. on 26 March 2014. The Form of Proxy can be delivered by post or by hand to Capita Registrars at PXS, 34 Beckenham Road, Beckenham BR3 4TU. Completion and return of a Form of Proxy will not preclude Shareholders from attending and voting in person at the General Meeting should they choose to do so.

Copies of this document will be available free of charge during normal business hours on any week day (except Saturdays, Sundays and public holidays) at the offices of Speechly Bircham LLP, 6 New Street Square, London, EC4A 3LX from the date of this document until the conclusion of the General Meeting.

CONTENTS

	<i>Page</i>
Directors, secretary and advisers	3
Expected timetable of principal events	4
Placing statistics	5
Letter from the Chairman	6
Definitions	12
Notice of General Meeting	15

DIRECTORS, SECRETARY AND ADVISERS

Directors	Laurie Hunter (<i>Non-Executive Chairman</i>) Manoli Yannaghas (<i>Managing Director</i>) Jeffrey Marvin (<i>Non-Executive Director</i>) David Premraj (<i>Non-Executive Director</i>) Marius Pienaar (<i>Non-Executive Director</i>)
Company Secretary	Manoli Yannaghas
Registered Office	30 Percy Street London W1T 2DB
Nominated adviser	Strand Hanson Limited 26 Mount Row London W1K 3SQ
Broker	Hume Capital Securities plc No. 1 Carey Lane London EC2V 8AE
Legal advisers to the Company	Speechly Bircham LLP 6 New Street Square London EC4A 3LX
Auditors	Welbeck Associates 31 Harley Street London W1G 9QS
Registrars	Capita Registrars Limited The Registry 34 Beckenham Road Beckenham Kent BR3 4TU

EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Date of this document	12 March 2014
Admission of First Placing Shares to trading on AIM	8.00 a.m. on 17 March 2014
Latest time and date for receipt of completed Forms of Proxy	9.00 a.m. on 26 March 2014
Latest time and date for receipt of Crest proxy instructions	9.00 a.m. on 26 March 2014
General Meeting	9.00 a.m. on 28 March 2014
Admission of Second Placing Shares to trading on AIM	8.00 a.m. on 31 March 2014

Notes:

- 1. References to time in this document are to London time*
- 2. Other than the date of this document, each of the times and dates in the above timetable are subject to change. If any of the above times and/or dates change, the revised times and/or dates will be notified to Shareholders by announcement on a Regulatory Information Service of the London Stock Exchange.*

PLACING STATISTICS

Placing Price	9 pence
Existing Ordinary Shares	69,920,754
First Placing Shares to be issued	7,000,000
Gross proceeds from the First Placing Shares	£630,000
Second Placing Shares to be issued	20,777,780
Gross proceeds from the Second Placing Shares	£1,870,000
Enlarged Share Capital	97,698,534
First Placing Shares as a percentage of the enlarged issued ordinary share capital following Admission of the First Placing Shares	9.10 per cent.
Second Placing Shares as a percentage of the enlarged issued ordinary share capital following Admission of the Second Placing Shares	21.27 per cent.
First Placing Shares and Second Placing Shares as a percentage of the Enlarged Share Capital following Admission of the Second Placing Shares	28.43 per cent.

LETTER FROM THE CHAIRMAN

Stratmin Global Resources plc

(incorporated in England and Wales under the Companies Act 1985 with registered number 05173250)

Directors:

Laurie Hunter *(Non-Executive Chairman)*

Manoli Yannaghas *(Managing Director)*

Jeffrey Marvin *(Non-Executive Director)*

David Premraj *(Non-Executive Director)*

Marius Pienaar *(Non-Executive Director)*

Registered office:

30 Percy Street

London

W1T 2DB

12 March 2014

To Shareholders and, for information purposes only, holders of options, warrants and convertible loan notes

Dear Shareholder,

**Firm Placing of 7,000,000 new Ordinary Shares and Proposed Placing
of further 20,777,780 new Ordinary Shares at 9 pence per share**

Notice of General Meeting

and

Authority to allot shares and dis-application of pre-emption rights

1. Introduction

Your Board announced today that it has conditionally raised, in aggregate, gross proceeds of approximately £2.5 million through the placing of, in aggregate, 27,777,780 new Ordinary Shares at a placing price of 9 pence per Ordinary Share with certain new institutional and high net worth investors.

7,000,000 of the Placing Shares have been firmly placed with investors under the Company's existing authority to allot shares for cash on a non pre-emptive basis. The placing of the balance of the 20,777,780 Second Placing Shares is conditional on the Company obtaining approval for their allotment from Shareholders at a General Meeting. The net proceeds of the Placing will be used by the Company to further accelerate the development of the Company's business as described in more detail below.

Applications will be made to the London Stock Exchange for the First Placing Shares and the Second Placing Shares to be admitted to trading on AIM and it is currently expected that trading in the First Placing Shares will commence on 17 March 2014 and trading in the Second Placing Shares will commence on 31 March 2014.

Currently the Directors have insufficient authorities in place to allot the Second Placing Shares to the places without the need first to offer the Second Placing Shares to existing Shareholders. Accordingly, the Proposed Placing is conditional upon the Company, among other things, obtaining approval from Shareholders to empower the Directors to allot the Second Placing Shares pursuant to the Proposed Placing and to disapply statutory pre-emption rights in respect of such allotment.

The Placing, which has been arranged on behalf of the Company by Hume Capital Securities plc subject to the terms of the Placing Agreement, is therefore conditional, *inter alia*, on the passing of the Resolutions at a general meeting of Shareholders to be held at 9.00 a.m. on 28 March 2014, notice of which is set out at the end of this document.

The purpose of this document is to: (i) explain the background to and the reasons for the Placing, (ii) give notice of the General Meeting to approve the Resolutions, (iii) explain why the Board considers these proposals to be in the best interests of the Company and its Shareholders as a whole and to recommend that Shareholders vote in favour of the Resolutions, as the Directors intend to do in respect of their own beneficial interests, which represents 26.73 per cent. of the issued share capital of the Company, and (iv) explain the actions you should now take in respect of the General Meeting.

2. Background to and reasons for the Placing

The Company completed its reverse takeover of Graphmada on 28 January 2013, thereby becoming the only UK quoted graphite miner, and successfully raised approximately £1.5 million. These funds, together with a further, in aggregate, £1.5 million subsequently raised in September and December 2013, have been utilised to make the following upgrades at Loharano:

- direct capital investment in the plant and mine;
- completion of metallurgical analysis and accompanying report from SGS along with and engineering assessment and upgrade design from ProMet Dadi;
- infrastructure upgrades at the mine site, including a new road; and
- general opex requirements.

Apart from the investments made at the mine site, the funds have also allowed the Company to significantly strengthen its management team over the past year, including the notable appointments of Manoli Yannaghas as Managing Director and Laurie Hunter as Non-Executive Chairman, as announced earlier today.

While the Company has sufficient cash resources for its near term needs, and retains discretion over a substantial part of its development and other expenditure, the Board believes that the Company requires and would benefit from the additional finance that the Placing delivers to enable it to expand its current production rate and more generally accelerate its growth strategy to a position of positive net cash flow.

If the Resolutions are not passed by Shareholders at the General Meeting, the Placing will be unable to proceed. In this situation, the Company would be required to secure alternative sources of funding, which may or may not be on more dilutive terms than the Placing, in order to meet its medium-long term ongoing obligations and pursue its growth strategy.

3. Use of proceeds

The net proceeds of the Placing are expected to be £2.375 million, of which a proportion will be used to fund the purchase of a new filter press and additional earth moving equipment for use at the Company's Loharano mine site.

The remainder of the net proceeds will be used for general working capital purposes as well as to develop an extended mine plan programme and construct a clinic at Loharano.

4. Details of the Placing

The Company has conditionally placed the First Placing Shares using the Directors' existing authority to allot shares for cash on a non pre-emptive basis as granted at the Company's most recent AGM held on 19 July 2013. The placing of the First Placing Shares is expected to raise, in aggregate, gross proceeds of approximately £630,000 and is conditional only on Admission, which is currently expected to occur at 8.00 a.m. on 17 March 2014. Following their Admission, the First Placing Shares will represent approximately 9.10 per cent. of the Company's then enlarged issued ordinary share capital, and they will be eligible to vote on the Resolutions.

In addition, the Company has conditionally placed the Second Placing Shares. As the Company will have utilised most of the Directors' existing authority to allot shares for cash on a non pre-emptive basis following Admission of the First Placing Shares, the Proposed Placing of the Second Placing Shares to raise, in aggregate, approximately a further £1,870,000 gross is conditional upon, inter alia, the passing of the Resolutions at the General Meeting and Admission occurring on or before 31 March 2014 (or such later date as Hume Capital may agree, not being later than 28 April 2014). Following their Admission, the Second Placing Shares will represent approximately 21.27 per cent. of the Company's then enlarged issued ordinary share capital. The Placing Shares will be fully paid and will rank pari passu in all respects with the Company's Existing Ordinary Shares.

The Placing has raised, in aggregate, £2.5 million before expenses through the issue of, in aggregate, 27,777,780 new Ordinary Shares at a Placing Price of 9 pence per share. The Placing Price represents a discount of approximately 15.3 per cent. to the closing middle market price of 10.625 pence per Ordinary Share on 11 March 2014, being the last business day prior to the announcement of the Placing. Completion of the Proposed Placing and the issue of the Second Placing Shares are subject to the passing of the Resolutions at the General Meeting.

The Placing is being conducted by way of a non pre-emptive share issue. The Directors believe that this is the most cost effective method to raise funds, avoiding the significant costs of an open offer. The Placing Shares represent approximately 28.43 per cent. of the Enlarged Share Capital. The Placing Shares will, on Admission, be credited as fully paid and will have the same rights in all respects with the Existing Ordinary Shares, including the right to receive all dividends and other distributions declared. The Placing is conditional, inter alia, upon:

- (i) the approval of the Resolutions at the General Meeting (in respect of the Proposed Placing);
- (ii) the Placing Agreement becoming unconditional in all respects and not having been terminated in accordance with its terms; and
- (iii) Admission.

The Placing is to be effected on behalf of the Company by Hume Capital, under the terms of the Placing Agreement. Completion of the Placing is subject to certain conditions including, in respect of

the Proposed Placing only, the passing of the Resolutions. Under the terms of the Placing Agreement, the Company has agreed to pay Hume Capital a commission fee and issue warrants in consideration for its broking services in respect of the Placing.

The Placing Agreement contains certain warranties given by the Company with respect to its business and certain matters connected with the Placing. The Placing may be terminated by Hume Capital for reasons including, *inter alia*, a material breach by the Company of the terms of the Placing Agreement or the warranties contained in it or there being a material adverse change in the condition of the Company.

Applications will be made to the London Stock Exchange for the First Placing Shares and the Second Placing Shares to be admitted to trading on AIM, and it is currently expected that trading in the First Placing Shares and the Second Placing Shares will commence at 8.00 a.m. on 17 March 2014 and 31 March 2014 respectively.

The total number of Ordinary Shares in issue following completion of the Firm Placing, and the total number of voting rights, will be 76,920,754. Stratmin does not hold any Ordinary Shares in treasury and accordingly there are no voting rights in respect of any treasury shares. The aforementioned figure of 76,920,754 Ordinary Shares may be used by Shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, Stratmin under the FCA's Disclosure and Transparency Rules prior to completion of the Proposed Placing.

The total number of Ordinary Shares in issue following completion of the Proposed Placing, and the total number of voting rights, will be 97,698,534. The figure of 97,698,534 Ordinary Shares may be used by Shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, Stratmin under the FCA's Disclosure and Transparency Rules following completion of the Proposed Placing.

5. Authority to allot shares and dis-application of pre-emption rights

As mentioned above, the Directors do not currently have sufficient authority in place under the Articles to undertake the Proposed Placing of the Second Placing Shares and to issue new Ordinary Shares to the holders of existing options and warrants. Therefore, the Directors are seeking a specific disapplication of pre-emption rights set out in the Articles to allot up to 45 million new Ordinary Shares (representing approximately 64.36 per cent. of the Existing Ordinary Shares as at 11 March 2014) to ensure that the Board has sufficient authority:

- (i) to allot and issue 20,777,780 Second Placing Shares;
- (ii) to allot and issue the corresponding number of Ordinary Shares to the holders of existing options and warrants following the exercise of such warrants and options (which total 11,651,799); and
- (iii) to have a small additional headroom of 12,570,421 new Ordinary Shares (representing approximately 12.9 per cent. of the Enlarged Share Capital following the Placing) to allot and issue equity securities without recourse to the shareholders to afford the Board limited flexibility from time to time as it deems appropriate.

This additional authority will enable the Directors to carry out the Company's objectives and will enable the Directors to issue small numbers of new options and warrants and to raise additional working capital to fund potential future work programmes without having to incur the time delay and cost of convening a further general meeting.

This authority will be in substitution for any existing unused authority and will expire at the conclusion of the next annual general meeting of the Company.

6. Concert Party

The shareholdings of the Concert Party before and after the Placing are set out below:

<i>Name</i>	<i>Number of Existing Ordinary Shares held</i>	<i>% of Existing Ordinary Shares</i>	<i>Number of Placing Shares subscribed for in the Placing</i>	<i>Total shareholding following the Placing</i>	<i>% of the Enlarged Share Capital</i>
Caralapati Raghirah Premraj	16,507,763	23.61	-	16,507,763	16.90
Marthinus (Marius) Johannes Hendrik Pienaar	12,150,000	17.38	-	12,150,000	12.44
Mrs Kesava Padmavathi	8,100,000	11.58	-	8,100,000	8.29
Mrs Caryl Melissa Jane Pienaar	6,500,000	9.30	-	6,500,000	6.65
Ghanshyam Champaklal	5,025,000	7.19	-	5,025,000	5.14
SrIREkam Kesava Purushotham	2,700,000	3.86	-	2,700,000	2.76
Jeffrey Royce Marvin	-	-	-	-	-
Total	50,982,763	72.92	-	50,982,763	52.18

Following completion of the Placing, the Concert Party will have interests in shares carrying approximately 52.18 per cent. of the voting rights of the Company.

No individual member of the Concert Party is increasing its resulting percentage holding as a result of its participation in the Placing.

7. Notice of General Meeting

A notice convening a General Meeting to be held at the offices of Speechly Bircham LLP, 6 New Street Square, London, EC4A 3LX at 9.00 am on 28 March 2014 is set out at the end of this document.

The Resolutions to be proposed at the General Meeting are as follows:

1. an ordinary resolution to authorise the Directors, for the purpose of section 551 of the Act, to allot Ordinary Shares up to an aggregate nominal value of £1,800,000; and

2. a special resolution to empower the Directors, for the purpose of section 570 of the Act. to disapply pre-emption rights to allot Ordinary Shares pursuant to the authority conferred by Resolution 1.

For an ordinary resolution to be passed, more than half of the votes cast must be in favour of the resolution. For a special resolution to be passed, at least three-quarters of the votes cast must be in favour of the resolution.

You should be aware that the issue of the Second Placing Shares cannot take place if the Resolutions are not passed and you are strongly encouraged to vote in favour of both Resolutions.

8. Action to be taken

You will find enclosed with this document a Form of Proxy for use at the General Meeting. Whether or not you intend to attend the General Meeting you are requested to complete the Form of Proxy in accordance with the instructions printed on it and to return it to the Company's registrars, Capita Registrars at PXS, 34 Beckenham Road, Beckenham BR3 4TU as soon as possible, and in any event so as to arrive no later than 9.00 a.m. on 26 March 2014. If Shareholders hold Ordinary Shares in CREST they may appoint a proxy using the CREST proxy appointment service by following the instructions in note (7) to the Notice of General Meeting. The completion and return of a Form of Proxy, or the electronic appointment of a proxy will not preclude Shareholders from attending the General Meeting and voting in person should they so wish.

9. Board recommendation

The Board considers the Placing and the Resolutions are in the best interests of the Company and its Shareholders as a whole. **The Directors therefore unanimously recommend that Shareholders vote in favour of the Resolutions, as they intend to do in respect of their own beneficial and other connected interests, amounting in aggregate to 18,687,500 existing Ordinary Shares which represents approximately 26.7 per cent. of the Company's existing issued share capital.**

Yours faithfully,

Laurie Hunter
Non-Executive Chairman

DEFINITIONS

The following definitions apply throughout this document, unless the context requires otherwise:

“Act”	the Companies Act 2006
“Admission”	the admission of the First Placing Shares or the Second Placing Shares, as the case may be, to trading on AIM becoming effective in accordance with the AIM Rules
“AIM”	the AIM Market operated by the London Stock Exchange
“AIM Rules”	the London Stock Exchange’s rules and guidance notes contained in its “AIM Rules for Companies” publication relating to companies whose securities are traded on AIM, as amended from time to time
“Articles”	the articles of association of the Company in force on the date hereof
“Board” or “Directors”	the board of Directors of the Company, including a duly constituted committee of such directors
“Company”	Stratmin Global Resources plc, a company incorporated in England and Wales with company registered number 05173250
“Concert Party”	together, Caralapati Raghira Premraj, Marthinus (Marius) Johannes Hendrik Pienaar, Mrs Kesava Padmavathi, Mrs Caryl Melissa Jane Pienaar, Ghanshyam Champaklal, Sirekam Kesava Purushotham, Jeffrey Royce Marvin, together with certain companies that they control
“CREST”	the computerised settlement system (as defined in the CREST Regulations) in the UK operated by Euroclear UK & Ireland Limited which facilitates the transfer of title to shares in uncertificated form (as defined in the CREST Regulations)
“CREST Regulations”	the Uncertificated Securities Regulations 2001 (SI 2001/3755) including any enactment or subordinate legislation which amends or supersedes those regulations and any applicable rules made under those regulations or any such enactment or subordinate legislation for the time being in force;
“Enlarged Share Capital”	the 97,698,534 Ordinary Shares in issue on Admission, comprising the Existing Ordinary Shares and the Placing Shares

“Existing Ordinary Shares”	the 69,920,754 Ordinary Shares in issue as at the date of this document
“FCA”	the Financial Conduct Authority in its capacity as the competent authority for the purposes of Part VI of FSMA
“Firm Placing”	the placing of the First Placing Shares by Hume Capital at the Placing Price pursuant to the Placing Agreement;
“First Placing Shares”	the 7,000,000 new Ordinary Shares to be issued pursuant to the Firm Placing or as the first tranche of the Placing;
“Form of Proxy”	the form of proxy which is enclosed with this document for use by holders of Ordinary Shares in connection with the General Meeting
“FSMA”	the Financial Services and Markets Act 2000 (as amended)
“General Meeting”	the general meeting of the Company to be held at 9.00 a.m. on 28 March 2014, notice of which is attached to this document
“Graphmada”	Graphmada Equity Pte Limited, the company subject to the reverse takeover by the Company in January 2013
“Hume Capital”	Hume Capital Securities plc
“Loharano”	Graphmada’s principal graphite project located near Loharano in Eastern Madagascar;
“London Stock Exchange”	London Stock Exchange plc
“Ordinary Shares”	Ordinary shares of £0.04 each in the capital of the Company
“Placing”	the placing of the Placing Shares at the Placing Price by Hume Capital as agent for and on behalf of the Company pursuant to the terms of the Placing Agreement
“Placing Agreement”	the conditional agreement dated 11 March 2014 between (1) the Company, and (2) Hume Capital, relating to the terms and conditions upon which Hume Capital is engaged by the Company for the purposes of the Placing
“Placing Price”	9 pence per Placing Share;

“Placing Shares”	together, the First Placing Shares and the Second Placing Shares to be issued by the Company and subscribed for pursuant to the Placing
“ProMet Dadi”	ProMet Dadi Africa (Pty) Ltd, a provider of feasibility studies, mine and process plant design and management, engineering and project management as well as installation and commissioning services
“Proposed Placing”	the conditional placing by Hume Capital of the Second Placing Shares at the Placing Price pursuant to the Placing Agreement;
“Resolutions”	the Resolutions to be proposed at the General Meeting
“Second Placing Shares”	the 20,777,780 new Ordinary Shares to be issued pursuant to the Proposed Placing or as the second tranche of the Placing;
“SGS”	SGS United Kingdom Ltd, a provider of inspection, verification, testing and certification services
“Shareholders”	the holders of Ordinary Shares of the Company from time to time
“UK”	the United Kingdom of Great Britain and Northern Ireland
“uncertificated” or “in uncertificated form”	recorded on the relevant register of the share or security concerned as being held in uncertificated form in CREST and title to which, by virtue of the CREST Regulations, may be transferred by means of CREST
“£”	the legal currency of the UK

Company No. 05173250

STRATMIN GLOBAL RESOURCES PLC (the Company)

Notice of General Meeting

NOTICE IS HEREBY GIVEN that a General Meeting of the Company will be held at 9.00 a.m. on 28 March 2014 at the offices of Speechly Bircham LLP, 6 New Street Square, London EC4A 3LX for the following purposes:

SPECIAL BUSINESS

To consider, and if thought fit, to pass the following resolutions, of which resolution 1 will be proposed as an ordinary resolution and resolution 2 will be proposed as a special resolution:

1. That for the purpose of section 551 of the Companies Act 2006 (the "**Act**"), the Directors of the Company be and are hereby generally and unconditionally authorised to exercise all powers of the Company to allot ordinary shares of the Company or grant rights to subscribe for or to convert any security into ordinary shares in the Company up to an aggregate nominal amount of £1,800,000, provided that this authority shall expire at the conclusion of the next annual general meeting of the Company following the date of the passing of this resolution, save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of such an offer or agreement as if the authority conferred by this resolution had not expired.

This authority revokes and replaces all previous authorities conferred upon the Directors for the purpose of section 551 of the Act, but without prejudice to any allotments already made or to be made pursuant to the terms of such authorities.

2. That, subject to the passing of resolution 1 above, the Directors of the Company be and are hereby empowered pursuant to section 570 of the Act to allot equity securities (within the meaning of section 560 of the Act) for cash pursuant to the authority conferred by resolution 1 above up to an aggregate nominal value of £1,800,000 as if section 561 of the Act did not apply to any such allotment, provided that this authority shall expire at the conclusion of the next annual general meeting of the Company following the date of the passing of this resolution (unless renewed, varied or revoked by the Company prior to or on such date), save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such an offer or agreement notwithstanding that the power conferred by this resolution has expired.

This authority revokes and replaces all previous authorities conferred upon the Directors pursuant to section 570 of the Act, but without prejudice to any allotments already made or to be made pursuant to the terms of such authorities.

By Order of the Board

Manoli Yannaghas
Managing Director and Company Secretary

12 March 2014

Stratmin Global Resources Plc
30 Percy Street
London
W1T 2DB

EXPLANATORY NOTES TO THE NOTICE OF GENERAL MEETING (the “Meeting”)

Entitlement to attend and vote

1. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that only those members registered on the Company’s register of members at:
 - 6.00 p.m. on 26 March 2014; or
 - if this Meeting is adjourned, at 6.00 p.m. on the day two days prior to the adjourned meeting, shall be entitled to attend and vote at the Meeting.

Appointment of proxies

2. If you are a member of the Company at the time set out in note 1 above, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the Meeting and you should have received a proxy form with this notice of meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.
3. A proxy does not need to be a member of the Company but must attend the Meeting to represent you. Details of how to appoint the Chairman of the Meeting or another person as your proxy using the proxy form are set out in the notes to the proxy form. If you wish your proxy to speak on your behalf at the Meeting you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them.
4. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy you may photocopy your proxy card or contact Capita Registrars to obtain an extra proxy card on 0871 664 0300 (calls cost 10p per minute plus network extras), or from outside the UK on +44 (0) 20 8639 3399. Lines are open Monday – Friday, 9.00 a.m. – 5.30 p.m.
5. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the Meeting.

Appointment of proxy using hard copy proxy form

6. The notes to the proxy form explain how to direct your proxy how to vote on each resolution or withhold their vote. To appoint a proxy using the proxy form, the form must be:
 - completed and signed;
 - sent or delivered to Capita Registrars, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU; and
 - received by Capita Registrars no later than 9.00 a.m. on 26 March 2014.

In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

Appointment of proxies through CREST

7. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the Meeting and any adjournment(s) thereof by utilising the procedures described in the CREST Manual (available from <https://www.euroclear.com/site/public/EUI>). CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.

In order for a proxy appointment made by means of CREST to be valid, the appropriate CREST message (a CREST Proxy Instruction) must be properly authenticated in accordance with Euroclear UK & Ireland Limited's (EUI) specifications and must contain the information required for such instructions, as described in the CREST Manual. The message must be transmitted so as to be received by the issuer's agent (ID:RA10) by 9.00 a.m. on 26 March 2014. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.

CREST members and, where applicable, their CREST sponsors or voting service providers should note that EUI does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

Appointment of proxy by joint members

8. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-name being the most senior).

Changing proxy instructions

9. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.

Where you have appointed a proxy using the hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact Capita Registrars on 0871 664 0300 (calls cost 10p per minute plus network extras), or from outside the UK: +44 (0) 20 8639 3399. Lines are open Monday – Friday, 9.00 a.m. – 5.30 p.m.

If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

Termination of proxy appointments

10. In order to revoke a proxy instruction you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Capita Registrars, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice. The revocation notice must be received by Capita Registrars no later than 9.00 a.m. on 26 March 2014.

If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to the paragraph directly below, your proxy appointment will remain valid.

Appointment of a proxy does not preclude you from attending the Meeting and voting in person. If you have appointed a proxy and attend the Meeting in person, your proxy appointment will automatically be terminated.

Corporate representatives

11. A corporation which is a member can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a member provided that no more than one corporate representative exercises powers over the same share.

Issued shares and total voting rights

12. As at 6.00 p.m. on 11 March 2014, the Company's issued share capital comprised 69,920,754 ordinary shares of £0.04 each.

Each ordinary share carries the right to one vote at a general meeting of the Company and, therefore, the total number of voting rights in the Company as at 6.00 p.m. on 11 March 2014 is 69,920,754.

Communication

13. You may not use any electronic address provided either in this notice of meeting; or any related documents (including the letter with which this notice of meeting was enclosed and proxy form) to communicate with the Company for any purposes other than those expressly stated.