

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 4,842,105 new Ordinary Shares and Proposed Placing of a further 14,105,264 new Ordinary Shares at 4.75 pence per share

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

and

Notice of General Meeting

Your attention is drawn to the letter from the Chairman of the Company which is set out on pages 6-10 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 Charles Russell Speechlys LLP, 6 New Street Square, London, EC4A 3LX on 11 February 2015 at 10.00 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 Asset Services, by no later than 10.00 a.m. on 9 February 2015. The Form of Proxy can be delivered by post or by hand to Capita Asset Services 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 Charles Russell Speechlys 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	11
Notice of General Meeting	13

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 & Financial 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	Charles Russell Speechlys LLP 6 New Street Square London EC4A 3LX
Auditors	Welbeck Associates 31 Harley Street London W1G 9QS
Registrars	Capita Asset Services The Registry 34 Beckenham Road Beckenham Kent BR3 4TU

EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Date of this document	27 January 2015
Admission of First Placing Shares to trade on AIM	8.00 a.m. on 30 January 2015
Latest time and date for receipt of completed Forms of Proxy	10.00 a.m. on 9 February 2015
Latest time and date for receipt of Crest proxy instructions	10.00 a.m. on 9 February 2015
General Meeting	10.00 a.m. on 11 February 2015
Admission of Second Placing Shares to trading on AIM	8.00 a.m. on 12 February 2015

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	4.75 pence
Existing Ordinary Shares	112,634,237
First Placing Shares to be issued	4,842,105
Gross proceeds from the First Placing Shares	£230,000
Second Placing Shares to be issued	14,105,264
Gross proceeds from the Second Placing Shares	£670,000
Total gross proceeds from the Placing Shares	£900,000
Fee Shares issued	945,043
Enlarged Share Capital	132,526,649
First Placing Shares as a percentage of the enlarged issued ordinary share capital following Admission of the First Placing Shares and the Fee Shares	4.1 per cent.
Second Placing Shares as a percentage of the enlarged issued ordinary share capital following Admission of the Second Placing Shares (and the First Placing Shares and the Fee Shares)	10.6 per cent.
Placing Shares as a percentage of the Enlarged Share Capital following Admission of the Second Placing Shares (and the First Placing Shares and the Fee Shares)	14.3 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

27 January 2015

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

Dear Shareholder,

Firm Placing of 4,842,105 new Ordinary Shares and Proposed Placing of further 14,105,264 new Ordinary Shares at 4.75 pence per share

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

and

Notice of General Meeting

1. Introduction

Your Board announced yesterday that it has conditionally raised, in aggregate, gross proceeds of approximately £900,000 through an oversubscribed placing of, in aggregate, 18,947,369 new Ordinary Shares at a placing price of 4.75 pence per Ordinary Share with certain new institutional and high net worth investors.

4,842,105 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 14,105,264 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 30 January 2015 and trading in the Second Placing Shares will commence on 12 February 2015.

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 10.00 a.m. on 11 February 2015, 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 17.9 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, including use of proceeds

When the Company approached the market in late October last year, it estimated its next twelve month capex and working capital requirements to be approximately £1.5 million. In order to minimise shareholder dilution, the Company elected to raise only £800,000 of this in equity (as announced on 29 October 2014) whilst the balance would be satisfied through a debt agreement, in January 2015, on an external debt facility on which the Company was engaged in early discussions with a potential provider. Unfortunately, with further analysis, the Board concluded that the debt facility proved prohibitively expensive as a result of the current adverse market conditions, and it was thus decided that the remaining funds would be more economically raised via the equity market.

The Company continues to produce and to sell graphite on commercial terms to its main offtake partner, pursuant to the offtake agreement announced on 21 October 2014. Grade and volumes from the plant are gradually strengthening and the net proceeds of the Placing will help the Company accelerate this progress as it continues to meet its strategic objectives. More specifically, the net proceeds will be applied to purchasing further plant machinery, in particular, milling, screening and drying equipment. The Company will also use part of the net proceeds to expand its spare parts inventory to further improve production consistency and reduce plant downtime as a result of a part failure.

3. Issue of Placing Warrants

As part of the Placing, the Company has agreed to issue one warrant to subscribe for one new Ordinary Share for every two Placing Shares subscribed for by Placees, each exercisable at 8 pence per Ordinary Share at any time before 23 January 2016. The total number of Placing Warrants issued under the Placing will therefore be 9,473,682.

The total number of options and warrants outstanding following the issue of the Placing Warrants will be 29,043,096.

4. Issue of Fee Shares

The Company also announced yesterday that it has issued, in aggregate, 945,043 new Ordinary Shares to Managing Director, Manoli Yannaghas, and certain other members of senior management, in lieu of un-paid salaries of, in aggregate, approximately £62,000.

Following the issue of 334,727 Fee Shares to Manoli Yannaghas, his total shareholding in the Company increases to 640,894 Ordinary Shares, representing an interest of 0.48 per cent. in the Company's Enlarged Share Capital. Mr Yannaghas is also interested in 2,250,000 options over the Company's share capital. The Fee Shares have been issued under the Company's existing authority to allot shares for cash on a non-pre-emptive basis and will be admitted to trading on AIM at the same time as the First Placing Shares.

5. 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 9 July 2014. The placing of the First Placing Shares is expected to raise, in aggregate, gross proceeds of approximately £230,000 and is conditional only on Admission, which is currently expected to occur at 8.00 a.m. on 30 January 2015. Following their Admission, the First Placing Shares will represent approximately 4.1 per cent. of the Company's then enlarged issued ordinary share capital (including the Fee Shares), 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 £670,000 gross is conditional upon,

inter alia, the passing of the Resolutions at the General Meeting and Admission occurring on or before 12 February 2015 (or such later date as Hume Capital may agree, not being later than 2 March 2015). Following their Admission, the Second Placing Shares will represent approximately 10.6 per cent. of the Company's then enlarged issued ordinary share capital (including the Fee Shares). 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, £900,000 before expenses through the issue of, in aggregate, 18,947,369 new Ordinary Shares at a Placing Price of 4.75 pence per share. The Placing Price represents a discount of approximately 22.4 per cent. to the closing middle market price of 6.125 pence per Ordinary Share on 23 January 2015, 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 14.3 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 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 30 January 2015 and 12 February 2015 respectively.

The total number of Ordinary Shares in issue following completion of the Firm Placing and the issue of the Fee Shares, and the total number of voting rights, will be 118,421,385. 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 118,421,385 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 132,526,649. The figure of 132,526,649 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.

6. 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 and to holders of the Placing Warrants. Therefore, the Directors are seeking a specific disapplication of pre-emption rights set out in the Articles to allot up to 49,398,360 new Ordinary Shares (representing approximately

43.9 per cent. of the Existing Ordinary Shares as at 23 January 2015) to ensure that the Board has sufficient authority:

- (i) to allot and issue 14,105,264 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 19,569,414);
- (iii) to allot and issue the corresponding number of Ordinary Shares to the holders of Placing Warrants following the exercise of such warrants (which total 9,473,682); and
- (iii) to have a small additional headroom of 6,250,000 new Ordinary Shares (representing approximately 5 per cent. of the Enlarged Share Capital) 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 issue small numbers of new options and warrants, to settle external and internal creditors through the issue of shares (rather than cash payments) and to raise small amounts of additional working capital (if required) 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.

7. Concert Party

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

<i>Name</i>	<i>Number of Ordinary Shares held</i>	<i>% of Ordinary Shares outstanding prior to the issue of the Placing Shares and Fee Shares</i>	<i>Number of Placing Shares subscribed for in the Placing</i>	<i>Total shareholding following the Placing and issue of the Fee Shares</i>	<i>% of Ordinary Shares outstanding following the issue of the Placing Shares and Fee Shares</i>
Caralapati Raghirah Premraj ⁽¹⁾	16,813,319	14.9%	—	16,813,319	12.7%
Marthinus (Marius) Johannes Hendrik Pienaar	12,150,000	10.8%	—	12,150,000	9.2%
Mrs Kesava Padmavathi	8,100,000	7.2%	—	8,100,000	6.1%
Mrs Caryl Melissa Jane Pienaar	6,500,000	5.8%	—	6,500,000	4.9%
Ghanshyam Champaklal	5,025,000	4.5%	—	5,025,000	3.8%
Srirekam Kesava Purushotham	2,700,000	2.4%	—	2,700,000	2.0%
Jeffrey Royce Marvin	916,667	0.8%	—	916,667	0.7%
Total	52,204,986	46.3%	—	52,204,986	39.4%

(1) Includes the shares issued to Non-Executive Director, David Premraj, on 31 March 2014

Following completion of the Placing (in which no individual member of the Concert Party has participated) and the issue of the Fee Shares, the Concert Party will hold interests in Ordinary Shares carrying, in aggregate, approximately 39.4 per cent. of the voting rights of the Company.

8. Notice of General Meeting

A notice convening a General Meeting to be held at the offices of Charles Russell Speechlys LLP, 6 New Street Square, London, EC4A 3LX at 10.00 am on 11 February 2015 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 £1,975,934; 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.

9. 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 Asset Services at PXS, 34 Beckenham Road, Beckenham BR3 4TU as soon as possible, and in any event so as to arrive no later than 10.00 a.m. on 9 February 2015. 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.

10. 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 20,178,390 existing Ordinary Shares (before the issue of 334,727 Fee Shares to Manoli Yannaghas) which represents approximately 17.9 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 Raghirah Premraj, Marthinus (Marius) Johannes Hendrik Pienaar, Mrs Kesava Padmavathi, Mrs Caryl Melissa Jane Pienaar, Ghanshyam Champaklal, Sreeram 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 132,526,649 Ordinary Shares in issue on Admission, comprising the Existing Ordinary Shares, the Placing Shares and the Fee Shares
“Existing Ordinary Shares”	the 112,634,237 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
“Fee Shares”	the issue of, in aggregate, 945,043 new Ordinary Shares to Managing Director, Manoli Yannaghas, and certain other members of senior management, in lieu of un-paid salary of, in aggregate, approximately £62,000;
“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 4,842,105 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 10.00 a.m. on 11 February 2015, notice of which is attached to this document

“Hume Capital”	Hume Capital Securities plc
“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 23 January 2015 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”	4.75 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
“Proposed Placing”	the conditional placing by Hume Capital of the Second Placing Shares at the Placing Price pursuant to the Placing Agreement;
“Placing Warrants”	pursuant to the terms of the Placing Agreement, the issue of one warrant for every two Placing Shares subscribed for by Placees, each exercisable at 8 pence at any time before 23 January 2016;
“Resolutions”	the Resolutions to be proposed at the General Meeting
“Second Placing Shares”	the 14,105,264 new Ordinary Shares to be issued pursuant to the Proposed Placing or as the second tranche of the Placing;
“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

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 10.00 a.m. on 11 February 2015 at the offices of Charles Russell Speechlys 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 £1,975,934, 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 £1,975,934 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

27 January 2015

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 9 February 2015; 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 Asset Services 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 Asset Services, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU; and
 - received by Capita Asset Services no later than 10.00 a.m. on 9 February 2015.

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 10.00 a.m. on 9 February

2015. 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 Asset Services 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 Asset Services, 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 Asset Services no later than 10.00 a.m. on 9 February 2015.

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 26 January 2015, the Company's issued share capital comprised 112,634,237 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 26 January 2015 is 112,634,237.

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.