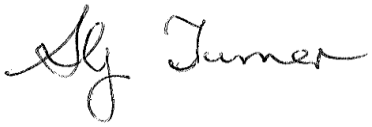
ASX ANNOUNCEMENT

19 December 2017

MRG METALS LIMITED
NON-RENOUNCEABLE ENTITLEMENT OFFER – LETTER TO SHAREHOLDERS

MRG Metals Limited (**Company**) releases the attached letter regarding the non-renounceable entitlement offer, which will be sent to shareholders of the Company.

Yours faithfully,



SHANE TURNER
Director/Secretary

19 December 2017

[Name]
[Address 1]
[Address 2]
[Address 3]

Dear Shareholder

Notification of non-renounceable entitlement issue

On 13 December 2017, MRG Metals Limited (**Company**) announced a non-renounceable entitlement issue (**Entitlement Offer**). An offer document setting out the terms and conditions of the Entitlement Offer was lodged with ASX Limited (**ASX**) on 19 December 2017 (**Offer Document**) and will be sent to all eligible Shareholders together with a personalised Entitlement and Acceptance Form on 29 December 2017.

This letter gives Shareholders brief details of the Entitlement Offer, certain information required under the ASX Listing Rules, proposed use of funds and the important dates of the Entitlement Offer. The Entitlement Offer is non-renounceable which means that rights cannot be traded or sold.

The Entitlement Offer is only open to eligible shareholders, being Shareholders whose registered address is in Australia or New Zealand at 7.00pm AEDT on 2 December 2017.

The Company has determined that it would be unreasonable to make offers under the Entitlement Offer to all Shareholders with addresses outside of Australia or New Zealand (**Ineligible Shareholders**) having regard to the Company's current shareholding and the costs of complying with legal and regulatory requirements in those jurisdictions. Accordingly, the Entitlement Offer is not being extended to Ineligible Shareholders. Any entitlements to such shares with attaching options will lapse and the relevant shares with attaching options will form part of the shortfall under the Entitlement Offer. This letter constitutes the notice that the Company is required to give each Ineligible Shareholder under ASX Listing Rule 7.7.1(b).

Funds raised under the Entitlement Offer may be used to pay the costs of the issue, to progress the exploration program of the Company's projects, for working capital requirements and to pursue new opportunities.

Details of the Entitlement Offer are as follows:

Type of issue	Pro-rata non-renounceable entitlement issue of fully paid ordinary shares (**Shares**) of 1 Share for every 2 Shares held, with 1 attaching Option for each Share allotted pursuant to the Entitlement Offer, exercisable at $0.01, with expiry date of 20 December 2020
Issue price	$0.005 (0.5 cent) per Share.
Maximum Number of shares to be issued	Up to 200,389,880 Shares.
Maximum Number of options to be issued	Up to 200,389,880 Options,
Amount to be raised	Up to $1,001,949.
Rights trading	Rights cannot be traded or sold.
Additional Shares and shortfall	The directors of the Company reserve the right to place the Shortfall Shares with attaching Shortfall Options at their absolute discretion.
Listing	The Company has applied to ASX for quotation of the Shares and attaching Options.

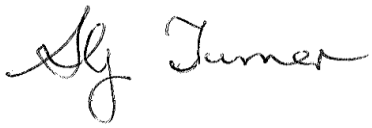
Key indicative dates*

Announcement of Offer	13 December 2017
Lodgement of cleansing notice, Offer Document and Appendix 3B with ASX	19 December 2017
Notice sent to shareholders	21 December 2017
Ex Date	22 December 2017
Record Date for determining entitlements	7pm AEDT on 27 December 2017
Offer Document despatched to eligible shareholders and Company announces despatch has been completed	29 December 2017
Rights Issue Offer opens for receipt of applications	29 December 2017
Closing Date	5pm AEDT on 18 January 2018
Securities quoted on a deferred settlement basis	19 January 2018
ASX notified of under subscriptions	23 January 2018
Issue date	25 January 2018
Despatch date of Holding statements	25 January 2018
Trading commences for New Shares on a normal basis	25 January 2018

*The above timetable is indicative only and subject to change. Subject to the ASX Listing Rules, the directors of the Company reserve the right to vary these dates, including the Closing Date, without notice. The directors may extend the period of the Entitlement Offer or bring forward the Closing Date at their discretion.

Full details of the terms and conditions of the Entitlement Offer are contained in the Offer Document which is available on the ASX website http://www.asx.com.au/ by searching under the ASX Code "MRQ."

Yours faithfully



SHANE TURNER
Director/Secretary