



10 September 2018

Dear Shareholder

Notice to Eligible Shareholders of Non-Renounceable Entitlement Offer

We write to you as the registered holder of fully paid ordinary shares (**Shares**) in Pacifco Minerals Limited (ASX: PMY) (**Company**) as at today's date. As advised in the Company's ASX announcement dated 29 August 2018, the Company is undertaking a non-renounceable pro-rata entitlement offer to eligible shareholders of Shares in the Company at an issue price of \$0.006 per Share, on the basis of 3 new Shares (**New Share**) for every 7 Shares held as at 5pm (WST) on Wednesday, 12 September 2018 (**Record Date**), together with 1 free attaching Option for every 2 New Shares subscribed for and issued (**Entitlement Offer**).

The options will have an exercise price of 1.5 cents each and will expire at 5pm (WST) on 21 November 2020 (**Quoted Options**). The Company will apply to ASX for official quotation of the Quoted Options on the Australian Securities Exchange.

The Entitlement Offer is available to all Company shareholders (**Shareholders**) registered on the Record Date whose registered address is in Australia, or subject to certain offer restrictions, New Zealand or Hong Kong (**Eligible Shareholders**). The Entitlement Offer is not being extended to any Shareholders with addresses outside these jurisdictions.

On the basis that no other securities are issued or exercised prior to the Record Date, the Company will issue up to 474,170,178 New Shares and 237,085,089 Quoted Options under the Entitlements Offer to raise approximately \$2,845,021 (before costs).

For the purposes of calculating each Eligible Shareholder's entitlement, fractional entitlements to Shares and Quoted Options will be rounded down to the nearest whole number.

The Entitlement Offer is not underwritten. Discovery Capital Partners and PAC Partners have been appointed as the joint lead managers to the Placement announced 29 August 2018 and the Shortfall Offer.

Use of Funds

Subject to the satisfactory completion of the Entitlement Offer, funds raised will be used for project acquisition, an exploration program designed to add to the existing resource base and development studies of the Sorby Hills lead-silver-zinc Project in Western Australia, general working capital and costs of the Entitlement Offer. Full details of the proposed use of funds are included in the Prospectus.

Prospectus

The Prospectus details the Entitlements Offer and was released on the ASX on Friday, 7 September 2018. Defined terms herein have the same meaning as in the Prospectus.

The Prospectus can be accessed from the ASX and Company websites, www.asx.com.au and www.pacificominerals.com.au respectively. Eligible Shareholders will be mailed a copy of the Prospectus together with an Entitlement and Acceptance Form on Monday, 17 September 2018.

The Directors of the Company urge you to read the Prospectus carefully and seek advice from your financial adviser if you have any queries. This notice is to inform you of the Entitlement Offer. You are not required to do anything in respect to this letter.

Key dates for the Entitlement Offer

The securities issued under the Entitlement Offer will be offered in accordance with the following indicative timetable:

Event	Date
Lodgement of Appendix 3B and Prospectus with ASX Option holders notified of Entitlement Offer	7 September 2018
Notice of Offers sent to Shareholders	10 September 2018
Shares quoted on an "EX" basis	11 September 2018
Record Date for determining Entitlements	12 September 2018
Prospectus and Entitlement and Acceptance Form despatched to Eligible Shareholders	17 September 2018
Last day to extend the Entitlement Offer Closing Date	21 September 2018
Closing Date of Entitlement Offer (5pm WST)*	26 September 2018
Securities quoted on a deferred settlement basis	27 September 2018
Notification of Shortfall	1 October 2018
Anticipated date for issue of the Securities under the Entitlement Offer Deferred settlement trading ends	3 October 2018
Anticipated date for commencement of Securities trading on a normal settlement basis	4 October 2018

All dates are indicative only and subject to change without prior written notice. Any extension of the Closing Date will have a consequential effect on the date of issue of the securities.

Shortfall Offer

Any shortfall of securities under the Entitlement Offer (**Shortfall Securities**) will be offered to Eligible Shareholders and new investors unrelated to the Company on the same terms and conditions as the securities offered under the Entitlement Offer in accordance with the relevant Application Forms accompanying the Prospectus (**Shortfall Offer**).

The Joint Lead Managers, in consultation with the Company, will allocate Shortfall Securities in a manner that does not prejudice the rights of Eligible Shareholders, having regard to the number of Shareholders applying for Shortfall Securities. For further information on the allocation policy in relation to the Shortfall Offer, see section 1.3 of the Prospectus.

If any Shortfall Shares remaining after the applications for shortfall have been satisfied, the Directors reserve the discretion, subject to any restrictions imposed by the Corporations Act and the Listing Rules, to place any such remaining Shortfall Securities within three months after the close of the Entitlement Offer.

Effect on Capital Structure

The table below sets out the impact of the Entitlement Offer and other offers under the Prospectus on the capital structure of the Company (assuming the offers are fully subscribed and no further securities are issued or exercised):

	Shares	Quoted Options
Balance at the date of this Prospectus	1,106,397,082	-
To be issued under the Entitlement Offer and Shortfall Offer	474,170,178	237,085,089
To be issued under the Placement Options Offer	-	106,666,667
To be issued under the Broker Offer	-	41,250,211
TOTAL	1,580,567,260	385,001,967

The Company also has 91,000,000 unquoted options on issue. The Directors have indicated that they intend to take up part or all of their entitlement under the Entitlement Offer and are pleased to present this opportunity to Eligible Shareholders.

For all enquiries concerning the Entitlement Offer, please contact the Company Secretary by telephone on +61 8 6266 8642 and for all general shareholder enquiries, please contact Security Transfer Australia Pty Ltd on 1300 992 916.

Yours sincerely



Simon Noon
Managing Director