



ACN 107 180 441

26 February 2007

Dear Shareholder

MANTLE MINING – NON-RENOUCEABLE RIGHTS ISSUE OF OPTIONS

On 26th February 2007, Mantle Mining Corporation Limited (**Company**) lodged a prospectus (**Prospectus**) with Australian Stock Exchange Limited (**ASX**) and the Australian Securities & Investments Commission (**ASIC**) for a pro-rata non-renounceable rights issue of one (1) option exercisable at 25 cents on or before 30 April 2009 (**Option**) for every three (3) shares held by Shareholders registered at 5.00pm (WST) on 7th March 2007 (**Record Date**) at an issue price of 1 cent per Option to raise up to approximately \$152,000 (**Rights Issue**).

Fractional entitlements will be rounded down to the nearest whole Option. Shareholder approval is not required in relation to the Rights Issue.

A full copy of the Prospectus will be mailed to all Shareholders who held shares on the Record Date on or before 14th March 2007. However, the Prospectus will not constitute an offer in any place in which, or to any person to whom, it would be unlawful to make such an offer. Accordingly, it is the responsibility of non-resident applicants to obtain all necessary approvals for the allotment and issue to them of Shares pursuant to the Prospectus.

The Prospectus is available on the ASX website at www.asx.com.au or the Company's website at www.mantlemining.com.

It is intended that the proceeds will be applied toward the Company's exploration programs, general working capital expenses of the Company and to meet estimated expenses of the offer of approximately \$8,000.

The quoted securities on issue in the Company following completion of the Rights Issue, assuming no existing options are exercised prior to the Record Date and the Rights Issue is fully subscribed, are as follows:

NUMBER	CLASS
24,425,000	Fully paid ordinary shares
15,200,000	Options exercisable at \$0.25 on or before 30 April 2009

The unquoted securities on issue in the Company following completion of the Rights Issue are as follows:

NUMBER	CLASS
21,175,002	Fully paid ordinary shares
6,000,000	Options exercisable at \$0.25 on or before 30 April 2009

Holders of the unlisted options already on issue will, however, be entitled to exercise their options prior to the Record Date in order to participate in the Rights Issue.

The Company will apply for Official Quotation by ASX of the Options to be issued pursuant to the Rights Issue.

The timetable for the Rights Issue is as follows:

EVENT	DATE
Prospectus lodged with the ASIC and ASX. Option holders informed of Rights Issue	Monday 26 th February
Notice in relation to the Rights Issue dispatched to Shareholders	Tuesday 27 th February
Shares quoted on an "ex" basis	Thursday 1 st March
Record Date for determining entitlements under Rights Issue	Wednesday 7 th March
Despatch Prospectus / Opening Date	Wednesday 14 th March
Closing Date	Wednesday 28 th March
Options quoted on a deferred settlement basis	Thursday 29 th March
ASX informed of under subscriptions	Monday 2 nd April
Deferred settlement trading ends, holding statements dispatched and normal trading commences	Thursday 5 th April

Note: These dates are determined based upon the current expectations of the Directors and may, subject to the Listing Rules, be changed without notice. The Directors may extend the Closing Date by giving at least 6 Business Days notice to ASX prior to the Closing Date. As such, the date the Shares are expected to commence trading on ASX may vary.

Yours sincerely



**WINTON WILLESEE
COMPANY SECRETARY
MANTLE MINING CORPORATION LIMITED**