



TERRAIN MINERALS

ABN 45 116 153 514

Computershare

Please return completed form to:

Terrain Minerals Limited

PO Box 1702

Subiaco WA 6904

Enquiries 08 9381 5558

Facsimile 08 9381 5551

Use a black pen. Print in CAPITAL letters inside the grey areas.

Input boxes for SRN/HIN: A B C 1 2 3

For your security keep your SRN/HIN confidential.

Entitlement and Acceptance Form (including Additional Securities)

This personalised form can only be used in relation to the securityholding represented by the SRN or HIN printed above. This is an important document and requires your immediate attention.

Non-Renounceable Entitlement Issue closing 5pm WST on 17 May 2010

Non-Renounceable Entitlement Issue of 2 New Shares for every 3 Shares registered and entitled to participate at the record date at an issue price of A\$0.038 per New Share with a free attaching New Option on the basis of 1 New Option for every 2 New Shares allotted.

Receipt of the slip below by 5pm WST on 17 May 2010 with your payment, utilising the payment options detailed overleaf will constitute acceptance in accordance with the terms and conditions of the Prospectus dated 31 March 2010.

I/We enclose my/our payment for the amount shown below being payment of A\$0.038 per New Share. I/We hereby authorise you to register me/us as the holder(s) of the Shares allotted to me/us, and I/we agree to be bound by the Constitution of the Company.

Securityholder Entitlement details table with fields for Subregister, Existing Shares, Entitlement to New Shares, Amount payable, and Entitlement Number.

TMX

2NRB

See back of form for completion guidelines



PLEASE DETACH HERE

Please see overleaf for Payment Options

Ent: Pay: input fields



Fields B, C, D: Number of New Shares applied for, Number of Shortfall Shares applied for, Amount enclosed at A\$0.038 per New Share

Field E: Payment Details - Please note that funds are unable to be directly debited from your bank account. Includes fields for Drawer, Cheque number, BSB number, Account number, Cheque amount.

Make your cheque or bank draft payable to Terrain Minerals Limited - Share Account

Field F: Contact Details. Please provide your contact details in case we need to speak to you about this slip. Includes fields for Name of contact person and Contact person's daytime telephone number.

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How to complete the Entitlement and Acceptance Form (including Additional Securities)

Please note that photocopies of this form will not be accepted. These instructions are cross-referenced to each section of the Entitlement and Acceptance Form.

A Details of your Entitlement based on your Securityholding at 5pm WST on 14 April 2010 are shown in box A on the front of this Entitlement Form.

B New Securities Applied for

You can apply to accept either all or part of your Entitlement. Enter in box B the number of New Shares you wish to accept from your Entitlement.

Please ensure you complete Section B on the bottom of the form.

C Additional Securities Applied for

Enter the number of Shortfall Shares you wish to apply for (if any).

No Eligible Securityholder is assured of receiving any Shortfall Shares applied for in excess of their Entitlement and any amount by which applications from Eligible Securityholders exceed their Entitlements may be scaled back at Terrain Minerals Limited's discretion, in such manner as Terrain Minerals Limited considers is reasonable in the circumstances.

Please ensure you complete Section C on the bottom of the form.

D Acceptance Monies

Enter the total amount of acceptance monies payable. To calculate this amount, multiply the total number of New Shares applied for in box B, and if applicable, box C, by A\$0.038.

Please ensure you complete Section D on the bottom of the form.

E Payment Details

You can apply for shares by utilising the payment options detailed below. **Please note that funds are unable to be directly debited from your bank account.**

By making your payment using either electronic means or by cheque, bank draft or money order, you confirm that you:

- agree to all of the terms and conditions as detailed in the Prospectus dated 31 March 2010

Your cheque, money order or bank draft must be made in Australian currency and drawn on an Australian branch of a financial institution. Such payment must be made payable to Terrain Minerals Limited – Share Account and crossed "Not Negotiable". Payments not properly drawn may be rejected.

Cheques will be processed on the day of receipt and as such, sufficient cleared funds must be held in your account as cheques returned unpaid may not be re-presented and may result in your Acceptance form being rejected. Paperclip (do not staple) your cheque(s) to the form where indicated. Cash will not be accepted. Receipt of payment will not be forwarded.

F Contact Details

Enter the name of a contact person and telephone number. These details will only be used in the event that the registry has a query regarding the slip below.

The directors reserve the right to make amendments to this form where appropriate.

Lodgement of Acceptance


If you are paying by cheque, bank draft or money order, the slip below must be received by Terrain Minerals Limited by no later than 5pm WST on 17 May 2010. You should allow sufficient time for this to occur.

Privacy Statement

Personal information is collected on this form by CIS, as registrar for securities issuers ("the issuer"), for the purpose of maintaining registers of securityholders, facilitating distribution payments and other corporate actions and communications. Your personal information may be disclosed to our related bodies corporate, to external service companies such as print or mail service providers, or as otherwise required or permitted by law. If you would like details of your personal information held by CIS, or you would like to correct information that is inaccurate, incorrect or out of date, please contact CIS. In accordance with the Corporations Act 2001, you may be sent material (including marketing material) approved by the issuer in addition to general corporate communications. You may elect not to receive marketing material by contacting CIS. You can contact CIS using the details provided on the front of this form or e-mail privacy@computershare.com.au

If you have any enquiries concerning this form or your entitlement, please contact Terrain Minerals Limited on 08 9381 5558.

CHES holders must contact their Controlling Participant to notify a change of address.

 **Terrain Minerals Limited**
PO Box 1702
Subiaco WA 6904

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T M X

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