

GOLDEN CROSS RESOURCES LTD

ABN 65 063 075 178

22 Edgeworth David Ave
Hornsby NSW 2077
Phone (02) 9482 8833
Fax (02) 9482 8488

5 January 2004

Dear Shareholder,

Invitation to participate in the Golden Cross Share Purchase Plan

I am pleased to invite you to participate in the Golden Cross Share Purchase Plan ("the Plan"). The Plan entitles shareholders in the Company with registered addresses in Australia or New Zealand to invest up to \$5,000 in Golden Cross shares at 8 cents per share, free from stamp duty and brokerage. The new capital to be raised by the Plan issue is limited to \$2.5 million.

As an incentive to shareholders, the purchase price of the new shares to be offered under the Plan has been set at 8 cents. This represents a discount of 8% to the average market price of shares in the Company over the three trading days prior to the announcement of the Plan on 19 December 2003.

Directors will use the funds raised to further accelerate drilling programmes on the Company's 100%-owned properties in an effort to find an economic minerals deposit.

Ten drilling programmes

Over the next few months there will be a great deal of drilling on Golden Cross properties, as indicated in the attached announcement dated 10 December 2003 and the research report by WHI Securities dated 15 December 2003, which has been posted on the Golden Cross website at www.goldencross.com.au

The Board recently approved a large drilling programme at Adelong. The Adelong programme will consist of 6,500m of drilling to test some of the 60 gold reefs mined in the 1880s and expand the gold resources already established within the mining lease. The Adelong drilling is due to commence in late January 2004.

How to participate

If you would like to participate in the Plan issue, please read carefully the attached terms and return your completed application form, together with your credit card details or cheque representing the purchase price for the number of shares applied for. A reply-paid envelope is enclosed for your convenience. If you are paying by credit card, you may fax your completed application form. Your form must be received or the envelope postmarked on or before the closing date of 28 January 2004. The shares subscribed for will be issued, and quotation of the shares on ASX applied for, by 5 February 2004.

I look forward to sharing with you the rewards I believe 2004 has in store for Golden Cross.

Yours sincerely,



DAVID TIMMS
Managing Director