



5 November 2008

Dear Shareholder

Annual General Meeting

We refer to the Notice of Annual General Meeting (**Notice**) and Explanatory Memorandum you recently received from White Cliff Nickel (**Company**) for the Annual General Meeting (**Meeting**) to be held on Friday 28 November 2008 at 3:00pm (DST) at the Banksia Room of the Holiday Inn City Centre, located at 778-788 Hay St, Perth.

Appointment of Auditor

Unfortunately, due to an oversight, the Notice did not contain a resolution for the appointment of an auditor, which is a legal requirement for the first annual general meeting of a public listed company. The Company's auditor is HLB Mann Judd.

Accordingly, at the Meeting, shareholders will be asked to consider the resolution set out in this letter as an additional resolution.

Additional Resolution – Appointment of Auditor

The Notice is hereby amended to include the following paragraph and resolution:

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

That, for the purposes of Section 327B(1) of the Corporations Act and for all other purposes, HLB Mann Judd, having consented to act as the Company's auditor, be appointed by the Board as auditor of the Company.

Explanatory Materials – Appointment of Auditor

The explanatory materials provided with the Notice are hereby amended to include the following paragraphs:

HLB Mann Judd was appointed as auditor of the Company in accordance with section 327(1) of the Corporations Act. That appointment will lapse, in accordance with section 327(2) of the Corporations Act, at the first annual general meeting of the Company.

Section 327(3) of the Corporations Act requires the appointment of an auditor at a company's first annual general meeting.

HLB Mann Judd has been duly nominated for appointment as the Company's auditor by a member, as required by section 328 of the Corporations Act. A copy of the nomination accompanies this letter and forms part of the Notice.

The Board unanimously recommends that Shareholders vote in favour of the appointment of HLB Mann Judd as the Company's auditor.

Re-election of Director

It is with deep regret that the Company advises that Mr Peter Hampshire, Chairman of White Cliff Nickel Limited passed away on 27 October 2008. Our thoughts are with his family and friends on this sad occasion.

As a result of Mr Hampshire's passing, the third resolution in the Notice will be withdrawn and Resolution 2 for the re-election of Mr Brian Thomas as a director is now proposed in the amended form as follows:

To consider and, if thought fit, to pass, with or without amendment, the following resolution:

That Mr Brian Thomas, who retires by rotation in accordance with the Company's constitution and being eligible, offers himself for re-election, be re-elected as a Director.

The purpose of the revised form of resolution is to ensure compliance with the Company's constitution and the listing rules of ASX, which requires at least one director retire at each annual general meeting by rotation. Mr Thomas, being eligible, submits himself for re-election.

The Board will now seek to appoint a new director of the Company as soon as possible to ensure the Company has a minimum of 3 directors in accordance with the requirements of the Company's constitution and the Corporations Act.

Proxy Form

For the purposes of proxy voting, please use the enclosed replacement proxy form rather than the original proxy form which was enclosed with the Notice.

We apologise for any confusion.

Please do not hesitate to contact us if you have any questions.

Yours sincerely



Michael Langoulant
Company Secretary

BY ORDER OF THE BOARD

4 November 2008

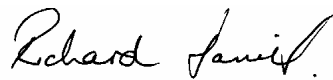
The Board of Directors
White Cliff Nickel Limited
PO Box 368
WEST PERTH WA 6972

Dear Sirs

Nomination of Auditor

For the purposes of section 328B(1) of the Corporations Act 2001 (Cth), I, Richard Jarvis, on behalf of the Jarvis Family Account, being a member of White Cliff Nickel Limited hereby nominate HLB Mann Judd as auditor of the Company at the Annual General Meeting to be held on 28 November 2008.

Yours sincerely

A handwritten signature in cursive script that reads "Richard Jarvis".

Richard Jarvis
Trustee and Beneficiary
Jarvis Family Account

WHITE CLIFF NICKEL LIMITED
ACN 126 299 125

PROXY FORM

White Cliff Nickel Limited, Suite 2, 5 Ord Street, West Perth WA 6005,

Facsimile +61 8 9324 2977

I/We _____

of _____

being a shareholder/(s) of White Cliff Nickel Limited ("**Company**") and entitled to

_____ shares in the Company

hereby appoint _____

of _____

or failing him/her/it _____

of _____

or failing him/her/it the Chairman as my/our proxy to vote for me/us and on my/our behalf at the annual general meeting of the Company to be held at Banksia Room, Holiday Inn City Centre, 778-788 Hay Street, Perth, Western Australia at 3.00 pm (DST) on Friday 28 November 2008 and at any adjournment thereof in respect of _____ of my/our shares or, failing any number being specified, **ALL** of my/our shares in the Company.

If two proxies are appointed, the proportion of voting rights this proxy is authorised to exercise is []%. (An additional proxy form will be supplied by the Company on request.)

If you wish to indicate how your proxy is to vote, please tick the appropriate places below. If no indication is given on a resolution, the proxy may abstain or vote at his/her/its discretion.

In relation to undirected proxies, the Chairman intends to vote in favour of all of the Resolutions.

If you do not wish to direct your proxy how to vote, please place a mark in the box.

By marking this box, you acknowledge that the Chairman may exercise your proxy even if he has an interest in the outcome of a resolution and votes cast by him other than as proxy holder will be disregarded because of that interest. If you do not mark this box, and you have not directed your proxy how to vote, the Chairman will not cast your votes on the resolution and your votes will not be counted in calculating the required majority if a poll is called on the resolution.

I/we direct my/our proxy to vote as indicated overleaf:

