



B #:	2453-14
Date:	12/30/2014
To:	All Participants
Category:	Dividends
From:	Supervisor, Stock Dividend Department
Attention:	Dividend Managers, Cashiers, and Reorganization Managers
Subject:	Rights Offering: Texas Rare Earth Resources Corp. CUSIP: 882672108 Rights Contra CUSIP: 882990856 Record Date: 12/15/2014 Expiration: 01/13/2015 5.00 P.M. New York Time Rate: 1.00

*****WARNING TIME CRITICAL*****

Texas Rare Earth Resources Corp. will distribute non-transferable Rights to holders as of close of business on 12/15/2014 (Record Date). Each holder is entitled to receive one right for each share of common stock held.

Each five (5) non-transferable Rights entitle the holder to subscribe for one (1) Unit. The Unit will consist of one share, one Class A Warrant and one Class B Warrant. Participants are advised to refer to the attached form which must be submitted directly to the agent for the issuance of the Class A and Class B warrant resulting from the rights exercise.

No Rights may be offered to shareholders who are domiciled in California.

The Rights Offering expires on 01/13/2015, 5:00 P.M., New York City time. The rights will expire and will have no value unless exercised prior to the expiration of the subscription period.

DTC anticipates allocating Rights on 12/30/2014.

THE DIVIDEND POSITION AND ALLOCATION HISTORY (DPAL) OPTION, ACCESSED VIA THE PTS DIVIDEND ANNOUNCEMENTS INQUIRY FUNCTION (DIVA), SHOULD BE USED TO CONFIRM YOUR RECORD DATE POSITION HISTORY.

IT IS IMPORTANT THAT PARTICIPANTS REFER TO THE DTC REORGANIZATION INQUIRY FOR PARTICIPANTS (RIPS), FUNCTION CODE 59, FOR INFORMATION REGARDING THE SUBSCRIPTION PRIVILEGE AND ANY EXTENSIONS TO THE EXPIRATION DATE.

If participants have any questions regarding this Important Notice, they may contact DTC’s Customer Help Center at (888) 382-2721.

DTCC is now offering enhanced access to all important notices via a new, Web-based subscription service. The new notification system leverages RSS Newsfeeds, providing significant benefits including real-time updates and customizable delivery. To learn more and to set up your own DTCC RSS alerts, visit http://www.dtcc.com/subscription_form.php. To remove your name from the former system of email notifications, send a message to unsubscribe@dtcc.com.

B# 2453-14

For questions regarding this Rights Offering, please contact the Information agent, Rosario Sanchez, at (469) 633-0101 Ext 112.

Important Legal Information: *The Depository Trust Company (“DTC”) does not represent or warrant the accuracy, adequacy, timeliness, completeness or fitness for any particular purpose of the information contained in this communication, which is based in part on information obtained from third parties and not independently verified by DTC and which is provided as is. The information contained in this communication is not intended to be a substitute for obtaining tax advice from an appropriate professional advisor. In providing this communication, DTC shall not be liable for (1) any loss resulting directly or indirectly from mistakes, errors, omissions, interruptions, delays or defects in such communication, unless caused directly by gross negligence or willful misconduct on the part of DTC, and (2) any special, consequential, exemplary, incidental or punitive damages. To ensure compliance with Internal Revenue Service Circular 230, you are hereby notified that: (a) any discussion of federal tax issues contained or referred to herein is not intended or written to be used, and cannot be used, for the purpose of avoiding penalties that maybe imposed under the Internal Revenue Code; and (b) as a matter of policy, DTC does not provide tax, legal or accounting advice and accordingly, you should consult your own tax, legal and accounting advisor before engaging in any transaction.*

DTCC is now offering enhanced access to all important notices via a new, Web-based subscription service. The new notification system leverages RSS Newsfeeds, providing significant benefits including real-time updates and customizable delivery. To learn more and to set up your own DTCC RSS alerts, visit http://www.dtcc.com/subscription_form.php. To remove your name from the former system of email notifications, send a message to unsubscribe@dtcc.com.

**TEXAS RARE EARTH RIGHTS BREAKDOWN
BROKER REQUEST FORM**

SUBSCRIPTION ID _____

BROKER # _____

(BROKER NAME)

(BROKER FIRM)

(ADDRESS)

(PHONE)

(CITY, STATE, ZIP)

(EMAIL ADDRESS)

Beneficial Holders Information:

(Name)

(Name)

(Address)

(Address)

(City, State, Zip)

(City, State, Zip)

(Social Security #)

(Social Security #)

(Subscription Amount)

(Seq #)

(Subscription Amount)

(Seq #)

(Name)

(Name)

(Address)

(Address)

(City, State, Zip)

(City, State, Zip)

(Social Security #)

(Social Security #)

(Subscription Amount)

(Seq #)

(Subscription Amount)

(Seq #)

(Name)

(Name)

(Address)

(Address)

(City, State, Zip)

(City, State, Zip)

(Social Security #)

(Social Security #)

(Subscription Amount)

(Seq #)

(Subscription Amount)

(Seq #)