



9 June 2020

ASX Market Announcements
Level 6, Exchange Centre
20 Bridge Street
Sydney NSW 2000

PROSPECTUS DISPATCHED FOR RENOUNCEABLE RIGHTS ISSUE

Sydney, Australia, - Agua Resources Limited ABN 94 128 256 888 (ASX:AGR) (“**Agua**” or “**the Company**”) confirms that the Prospectus for the Renounceable Rights Issue announced on 1 June 2020 have been dispatched to Eligible Shareholders today, together with a personalised Entitlement and Acceptance Form. In addition, letters to Ineligible Shareholders were dispatched today. A copy of the letter is attached to this announcement.

AUTHORISED FOR ISSUE TO ASX BY THE BOARD OF AGUIA RESOURCES LIMITED

For further information, please contact:

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About Agua:

Agua Resources Limited, (“Agua”) is an ASX listed company whose primary focus is on the exploration and development of mineral resource projects in Brazil including copper and phosphate. Agua has an established and highly experienced in-country team based in Rio Grande State, Southern Brazil. Agua has multiple copper targets. Agua is also in the pre-production stage of a low-cost natural phosphate fertiliser project which is expected to be operational in early 2022.

Not for release to US wire services or distribution in the United States

9 June 2020

Dear Shareholder,

RENOUNCEABLE ENTITLEMENT OFFER – NOTIFICATION TO INELIGIBLE SHAREHOLDERS

On 1 June 2020, Aguia Resources Limited (**Company**) announced a renounceable entitlement offer of two (2) new fully paid ordinary shares (**New Shares**) for every nine (9) existing fully paid ordinary shares together with a free attaching option (**New Option**) for every New Share subscribed for, to shareholders with a registered address in Australia or New Zealand (**Eligible Shareholders**) held as at 5.00pm (AEST) on Thursday, 4 June 2020 (**Record Date**) (**Offer**).

The Offer will be made by the Company pursuant to a prospectus in accordance with section 713 of the *Corporations Act 2001 (Cth)* (**Prospectus**) to be sent to shareholders on or about Tuesday, 9 June 2020.

The Company has decided that it is unreasonable to extend the Offer to shareholders with a registered address outside Australia and New Zealand (**Ineligible Shareholders**), having regard to the number of such shareholders, their holdings and the compliance costs required to offer the shares under the Offer to those shareholders.

Unfortunately, since you are an Ineligible Shareholder, no offer is being made to you and the Prospectus prepared by the Company in relation to the Offer will be not be sent to you. However, a copy of the Prospectus is available on the ASX website www.asx.com.au and on the Company's website www.aguiaresources.com.au.

In accordance with ASX Listing Rule 7.7.1 (b) and (c), the Company has appointed Mahe Capital Pty Limited to arrange for the sale of the entitlements that would have been given to Ineligible Shareholders and to account to them the net proceeds of the sale. The Company will then distribute to each of those Ineligible Shareholders their proportion of the sale net of expenses. For further details please refer to section 8.8 of the Prospectus.

This letter is not an offer to issue New Shares and New Options to you, nor an invitation for you to apply. You do not have to take any further action in relation to the Offer.

If you have any questions, please contact the Company from the date the Offer opens being Tuesday, 9 June 2020 between 8.00am and 5.00pm (AEDT) on business days by calling +61 2 9375 7974.

Yours faithfully

A handwritten signature in black ink, appearing to read 'Fernando Tallarico', is written over a light blue rectangular background.

Fernando Tallarico

**Managing Director
Agua Resources Limited**

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