

30 September 2024

[Name of security holder]  
[Security holder's address]

Dear Shareholder

## Clara Resources Australia Limited ACN 122 957 322 - non-renounceable rights issue - notice to security holders

On Friday, 20 September 2024, Clara Resources Australia Limited (**Clara**) announced a non-renounceable rights issue to eligible shareholders, on the basis of 2 new fully paid ordinary shares for every 3 shares held, at an issue price of \$0.01 per share (**New Shares**), to raise approximately \$1,667,594 (before costs) based on Clara's undiluted share capital (**Rights Issue**). Assuming no existing options on issue in the Company are exercised, approximately 166,759,359 fully paid ordinary shares will be offered under the Rights Issue.

The Rights Issue is available to all registered shareholders who hold shares on Wednesday, 25 September 2024 (**Record Date**) with a registered address in Australia, New Zealand, Brunei Darussalam, Hong Kong, Malaysia, Taiwan, the United Kingdom and the United States and also including beneficial shareholders (via a custodian or nominee) with an address in Germany, Luxembourg, or Singapore (**Eligible Shareholders**). The Offer cannot be made to Shareholders who are resident in the People's Republic of China due to the laws in that jurisdiction (**Ineligible Shareholders**). The Company reserves its discretion to determine that the Offer be made in any other jurisdictions as may become necessary. The Company may also elect to appoint a nominee under section 615 of the Corporations Act (which will require the consent of ASIC) if determined to be necessary. Additional details are contained in the Prospectus.

Shareholders will also be able to apply for additional New Shares above their entitlement, which will be allocated at the discretion of the Board as set out under the Prospectus issued by the Company.

Cerberus Investments Pty Ltd have been appointed the lead managers of the Rights Issue. The Rights Issue is not underwritten.

The purpose of the Rights Issue is to raise approximately \$1,667,594, including the costs of the Rights Issue. The funds raised from the Rights Issue will be used to repay bridging finance obtained by the Company on 29 May 2024 in relation to the completion of the Ashford Coking Coal Project acquisition and other creditors, fund the costs of the Rights Issue and to provide working capital.

A proposed timetable for the Rights Issue is set out in the table below:

Event	Date
Announcement of Rights Issue. Prospectus and Appendix 3B lodged with ASX	Friday, 20 September 2024 (pre-market open)
Shares commence trading on an ex basis	Tuesday, 24 September 2024
Record Date for the Rights Issue (7.00pm Brisbane time)	Wednesday, 25 September 2024

Event	Date
Despatch Prospectus to shareholders and entitlement and acceptance form to shareholders and despatch announced to ASX	Monday, 30 September 2024
Opening date of Rights Issue (9.00am Brisbane time)	Monday, 30 September 2024
Closing date of Rights Issue (5.00pm Brisbane time)	Friday, 18 October 2024
Shares commence trading on deferred settlement basis	Monday, 21 October 2024
Announce result of Rights Issue	Wednesday, 23 October 2024
Allotment of New Shares under Rights Issue	Friday, 25 October 2024
Normal trading of New Shares on ASX begins	Monday, 28 October 2024
Despatch of holding statements for New Shares and deferred settlement trading ends	Tuesday, 29 October 2024

This timetable is indicative only and may be subject to change subject to the requirements of the *Corporations Act 2001* (Cth) (**Corporations Act**) and the ASX Listing Rules.

The Rights Issue is being made in accordance with section 713 of the Corporations Act. The Prospectus has been lodged with ASIC and ASX on Friday, 20 September 2024 and is available on the Company's website [www.clararesources.com.au](http://www.clararesources.com.au) and the ASX website.

## How to participate

To participate:

1. Visit <https://events.miracle.com/c7a-offer>.
2. Enter your Shareholder validation information (refer below).
3. Download and carefully read a copy of the Prospectus and make your application for new shares and receive payment details for BPAY®.
4. Make payment before the Closing Date.

The **Rights Issue will close at 5:00pm (AEST) on Friday, 18 October 2023** and payment must be received by that time. The Board of the Company may, at its discretion, close the Rights Issue earlier or extend the closing date. You should check the process cut-off time for BPAY® payments with your financial institution to ensure that your payment is received by the Share Registry before the Closing Date.

You will be required to provide the following validation information to take up your Entitlement:

- Securityholder Reference Number (SRN) or Holder Identification Number (HIN)
- Surname/Company Name
- Country
- Postcode (if applicable)

**If payment is being made through BPAY® you do not need to return your Entitlement and Acceptance Form. In the case of registered holders outside of Australia who use electronic**

**funds transfer, your Entitlement and Acceptance Form will need to be sent to [capitalmarkets@linkmarketservices.com.au](mailto:capitalmarkets@linkmarketservices.com.au).**

Further details on how to participate in the Rights Issue can be found in the Prospectus and the Entitlement and Acceptance Form.

### **Further information**

Participation under the Rights Issue is optional. Full details of the Rights Issue are contained in the Prospectus (which can be downloaded by following the instructions above) and capitalised terms used in this document have the same meanings as defined in the Prospectus. Eligible Shareholders should read the Prospectus in its entirety and consult with their financial or other professional adviser before deciding whether or not to participate in the Rights Issue.

Upon completion of the Rights Issue, and assuming it is fully subscribed and that existing option holders do not exercise their options, the issued capital of Clara will comprise approximately 416,898,397 shares.

Should you wish to discuss any information regarding how to participate in the Rights Issue, please call the Lead Manager by email at [duncan@cerberusadvisory.com.au](mailto:duncan@cerberusadvisory.com.au) or by phone on 0404 006 444 (or +61 404 006 444 from overseas).

Clara encourages all eligible shareholders to participate in the capital raising and thanks you for your continued support.

Yours sincerely



John Haley  
Company Secretary – Clara Resources Australia Limited