

27 December 2024

Dear Shareholder

Clara Resources Australia Limited ACN 122 957 322 - Accelerated non-renounceable entitlement offer - Notice to Eligible Retail Shareholders

On Thursday, 19 December 2024, Clara Resources Australia Limited (**Clara** or the **Company**) announced an accelerated non-renounceable entitlement offer to eligible shareholders, on the basis of 1 new fully paid ordinary share (**New Share**) for every 1 existing share held (**Existing Share**) at an issue price of \$0.006 per share to raise up to approximately \$1.7 million (before costs) (**Entitlement Offer**).

The Entitlement Offer is being made without a prospectus or disclosure document in accordance with section 708AA of the *Corporations Act 2001* (Cth) (**Corporations Act**) as modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84 (**ASIC Instrument**).

The Entitlement Offer consists of an entitlement offer to eligible institutional shareholders (**Institutional Entitlement Offer**), and an entitlement offer to eligible retail shareholders (**Retail Entitlement Offer**). The Institutional Entitlement Offer was conducted between 17 December 2024 to 18 December 2024, with the results announced on the ASX on 19 December 2024. The Institutional Offer has raised approximately \$0.9 million already, with a further \$0.42 million raised under a separate placement at the same issue price of \$0.006 per new share (**Placement**). New shares issued under the Institutional Entitlement Offer and the Placement are anticipated to be issued on 30 December 2024 and quoted on the ASX on 31 December 2024.

It is proposed that the funds raised from the Placement and Entitlement Offer will be applied for the purposes of retirement of debt, exploration expenditure and to provide additional working capital for the Company.

Foster Stockbroking have been appointed as the lead manager of the Placement and Entitlement Offer. The Placement and Entitlement Offer are not underwritten.

The new shares issued under the Placement and Entitlement Offer will rank equally in all respects with Clara's existing shares. If an eligible shareholder's entitlement results in a fraction of a New Share, the shareholder's entitlement will be rounded up to the nearest whole number.

Entitlements to New Shares pursuant to the Entitlement Offer will not be traded on the ASX.

The offer booklet in relation to the Retail Offer (**Retail Offer Booklet**) was lodged with the Australian Securities Exchange (**ASX**) on 27 December 2024 and is available on the ASX website and also on the Company website at www.clararesources.com.au.

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 Retail Offer Booklet and make your application for new shares and receive payment details for BPAY®.
4. Make payment before the Closing Date.

The **Retail Entitlement Offer will close at 5:00pm (Sydney Time) on Friday, 17 January 2024** and payment must be received by that time. The Board of the Company may, at its discretion, close the Retail Entitlement Offer 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.

Further details on how to participate in the Retail Entitlement Offer can be found in the Retail Offer Booklet and the Entitlement and Acceptance Form.

Further information

Participation under the Entitlement Offer is optional. Full details of the Entitlement Offer are contained in the Retail Offer Booklet (which can be downloaded by following the instructions above). Eligible Retail Shareholders should read the Retail Offer Booklet in its entirety and consult with their financial or other professional adviser before deciding whether or not to participate in the Retail Entitlement Offer.

Please contact Cerberus Advisory by email at duncan@cerberusadvisory.com.au or by phone on 0404 006 444 (+61 404 006 444 from overseas) if you have any queries regarding the Entitlement Offer or your eligibility to participate in the Entitlement Offer. Clara encourages all eligible shareholders to participate in the capital raising and thanks you for your continued support.

Yours sincerely



Peter Harding-Smith
Company Secretary – Clara Resources Australia Limited