



NOT FOR DISTRIBUTION OR RELEASE IN THE UNITED STATES

3 February 2025

Dear Shareholder

NON-RENOUNCEABLE ENTITLEMENT OFFER – NOTICE TO INELIGIBLE RETAIL SHAREHOLDERS

On 3 February 2025, Savannah Goldfields Limited (ACN 003 049 714) (**Company** or **Savannah Goldfields**) announced that the Company intends to raise up to approximately \$9.91 million by way of:

- a fully underwritten placement of 79 million new fully paid ordinary shares in the Company (**New Shares**) to an entity associated with Mr Wes Maas at an offer price of \$0.015 (**Offer Price**) to raise approximately \$1.19 million (**Placement**);
- a fully underwritten, pro rata accelerated non-renounceable offer of one New Share for every existing share held on the Record Date (as defined below), at the Offer Price (**Entitlement Offer**) to raise approximately \$4.22 million before offer costs; and
- a further placement of up to 300 million New Shares to institutional and sophisticated investors at the Offer Price to raise up to approximately \$4.5 million subject to the Company obtaining the approval of Shareholders at a general meeting.

Details of the Entitlement Offer

The Entitlement Offer is being made under a transaction-specific prospectus in accordance with section 713 of the *Corporations Act 2001* (Cth) (**Corporations Act**).

The Entitlement Offer comprises an institutional component (**Institutional Entitlement Offer**) and a retail component (**Retail Entitlement Offer**). The institutional component and retail component are conducted on the same offer terms.

The Placement and Entitlement Offer are fully underwritten by Morgans Corporate Limited (ACN 010 539 607).

The Institutional Entitlement Offer is only open to eligible institutional shareholders (**Eligible Institutional Shareholders**) as determined by the Company. The Company will provide Eligible Institutional Shareholders with details of their entitlements and how to apply under the Institutional Entitlement Offer.

Shareholders who are entitled to participate in the Retail Entitlement Offer (**Eligible Retail Shareholders**) may subscribe for one New Share for every existing share held on the Record Date (as defined below), at the Offer Price.

This is a letter to inform you that, according to our records, unfortunately you do not satisfy the eligibility criteria to participate in the Retail Entitlement Offer.

Why am I not eligible to participate in the Retail Entitlement Offer?

Eligible Retail Shareholders include persons who:

- are registered as a holder of fully paid ordinary shares in Savannah Goldfields as at 7:00 pm (AEDT) on 5 February 2025 (**Record Date**);
- have a registered address in Australia and New Zealand as noted on the Company's share register;

- are not in the United States and are not a person (including nominees or custodians) acting for the account or benefit of a person in the United States (to the extent such person holds existing shares for the account or benefit of such person in the United States);
 - were not invited to participate in the Institutional Entitlement Offer and were not treated as an “ineligible institutional shareholder” under the Institutional Entitlement Offer (other than as nominee or custodian, in each case in respect of other underlying holdings); and
 - are eligible under all applicable securities laws to receive an offer under the Retail Entitlement Offer,
- or are a shareholder that the Company has otherwise determined is eligible to participate in the Retail Entitlement Offer (**Eligible Retail Shareholder**).

The Company has determined, pursuant to section 9A(3) of the Corporations Act and Listing Rule 7.7.1(a) of the ASX Listing Rules, that it would be unreasonable to make offers to shareholders in countries outside of Australia and New Zealand in connection with the Retail Entitlement Offer. This is due to the legal and regulatory requirements in countries outside of Australia or New Zealand and the potential costs to the Company of complying with these requirements, compared with the relatively small number of shareholders in those countries, the relatively small number of existing Savannah Goldfields ordinary shares they hold and the relatively low value of New Shares to which those shareholders would otherwise be entitled to subscribe for.

Unfortunately, according to our records, you do not satisfy the eligibility criteria for an Eligible Retail Shareholder stated above. Accordingly, in compliance with ASX Listing Rule 7.7.1(b) and section 9A(3)(b) of the Corporations Act, this letter is to inform you that the Company has determined that you are not an Eligible Retail Shareholder and, therefore, are ineligible to exercise your entitlement to be issued New Shares under the Retail Entitlement Offer.

The Retail Entitlement Offer is non-renounceable and therefore the entitlements that you would have been entitled to, or the underlying shares that you may have subscribed for, will not be offered for sale and no amount will be payable to you. This is not an offer of New Shares to you, nor an invitation for you to apply for New Shares.

You are not required to do anything in response to this letter.

Further information

For further information regarding the Entitlement Offer, please contact the Share Registry on 1300 495 169 (within Australia) and +61 1300 495 169 (outside Australia) between 9.00am to 5.00pm (AEDT) Monday to Friday (excluding public holidays) during the offer period or visit the offer website at <https://events.miraqle.com/svg-offer>.

On behalf of the Directors, I thank you for your ongoing support of the Company.

Yours sincerely

Stephen Bizzell
Executive Chairman
Savannah Goldfields Limited

Important information

This letter is issued by Savannah Goldfields. This letter is not a prospectus or offering document under Australian law or under any other law. It is for information purposes only and does not constitute an offer, invitation or recommendation to subscribe for, retain or purchase any entitlements or securities in Savannah Goldfields in any jurisdiction. This letter does not constitute financial product advice and does not and will not form any part of any contract for the acquisition of entitlements or Savannah Goldfields securities.

This letter may not be released or distributed in the United States. This letter does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States or to, or for the account or benefit of, any person in the United States. No action has been or will be taken to register, qualify or otherwise permit a public offering of the New Shares in any jurisdiction. In particular, the New Shares have not been, and will not be, registered under the United States Securities Act of 1933 (**U.S. Securities Act**) or the securities laws of any state or other jurisdiction of the United States. Accordingly, the entitlements, the New Shares may not be issued to, purchased or traded by, or taken up or exercised by, any person in the United States or any person acting for the account or benefit of a person in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable United States state securities laws. The entitlements and New Shares to be offered in the Entitlement Offer will only be offered outside the United States in "offshore transactions" (as defined in Rule 902(h) of the Securities Act) in reliance on Regulation S under the U.S. Securities Act.