

2 May 2022

**ASX: RLC**

**Replacement announcement.**  
**RLC 1 for 7 rights issue at 4 cents to raise \$3 million.**

RLC announces a non-renounceable pro rata rights offer to eligible holders of RLC shares on a 1 for 7 basis at 4 cents per new RLC share, together with a related offer under which those holders can apply for shares in addition to their entitlement.

If fully subscribed, the rights offer and the related offer (together, the “Offer”) will raise \$3,133,470. The funds raised will be used for exploration at RLC’s lithium brine projects in the USA and for working capital. (Current activities at RLC’s iron and gold projects in Western Australia are funded by existing cash reserves).

Under the Offer an eligible shareholder can apply for any amount of new RLC Shares (“New Shares”), but:

- they are only guaranteed to be allocated their Entitlement (the number of New Shares equal to 1 New share for every 7 RLC shares held by them at the Record Date, rounded up to the nearest whole number of New Shares); and
- all or some of the New Shares applied for above their Entitlement (“Additional Shares”) may not be allocated to them where:
  - (a) there are insufficient New Shares available; and/or
  - (b) RLC in its absolute discretion applies an allocation policy or scale back; and/or
  - (c) your relevant interest in RLC shares would exceed 20%.

New Shares will only be available to meet applications for Additional Shares to the extent other eligible shareholders do not take up their Entitlements in full.

The Record Date for determining Entitlements is 7:00 PM (AEST) on Thursday 5 May 2022.

Existing RLC Shares will trade ex-entitlement from Wednesday 4 May 2022.

The indicative timetable for the Offer is:

Announcement of Offer	Monday	2 May 2022
Ex Date for Entitlements	Wednesday	4 May 2022
Record Date for determining Entitlements	7.00pm AEST Thursday	5 May 2022
Offer opens	Tuesday	10 May 2022
Offer closes	5.00pm AEST Friday	20 May 2022
Deferred trading commences	Monday	23 May 2022
Issue of New Shares under the Offer	Friday	27 May 2022
Despatch of allotment confirmations for New Shares	Monday	30 May 2022

The Offer will open on Tuesday 10 May 2022.

The Offer Price of 4 cents per New Share has been determined by the Directors having regard to:

- (a) the prices at which RLC shares have traded during the last month (being between 2.9 cents and 3.9 cents for April);
- (b) recent trading volumes;
- (c) the release on 29 April 2022 of a study on the Company's Burracoppin magnetite deposit;
- (d) the current and projected demand widely reported for lithium; and
- (e) the general volatility in the current market.

The closing price on 29 April 2022 was 2.9 cents.

A personalised Acceptance Form together with a Booklet explaining the Offer and how to accept will be mailed (or emailed where permitted) to eligible shareholders on Tuesday 10 May 2022.

### Important Details about the Entitlement Offer

Only shareholders with a registered address in Australia or New Zealand at the Record Date are eligible. Option holders must exercise their options before the Record Date in order to have an entitlement in respect of the shares issued upon exercise.

A maximum of 78,336,747 New Shares (12.5% of post issue share capital) will be issued as fully paid under the Offer. Following the issue of this number of shares RLC will have 626,693,977 ordinary shares on issue.

Shares issued under Offer will not reduce the capacity of the Company to issue up to 15% of ordinary shares without shareholder approval under Listing Rule 7.1 (LR 7.2, exception 1 and LR 7.11.4).

The Offer is not underwritten. There is no minimum amount which must be raised before New Shares will be issued.

No shareholder approval is required for the issue of the New Shares. RLC will apply for quotation of the New Shares on ASX. The New Shares will rank equally in all respects to existing ordinary shares in RLC.

No prospectus will be used for the Offer. Instead the Offer will be made pursuant to provisions of the Corporations Act 2001 (Cth) that allow entitlement offers to be offered by providing certain updates and information to the market.

The Offer is non-renounceable and RLC shareholders who do not take up their Entitlements will not receive any payment or value for their Entitlements. Entitlements will not be able to be traded on the ASX or privately transferred.

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