

9 May 2023

Dear Shareholders

Share Purchase Plan – Letter to Eligible Shareholders

We write to you as a holder of fully paid ordinary shares (**Shares**) in the issued capital of Riedel Resources Limited (ASX:RIE) (**Riedel or the Company**), with a registered address in Australia, New Zealand or United Kingdom as at 5:00pm (AWST) on Monday 1 May 2023 (**Record Date**).

On 2 May 2023, Riedel announced it had received firm commitments for a A\$2.5 million two tranche placement to professional and sophisticated investors through the issue of approximately 500,000,000 shares at a price of A\$0.005 per share (**Placement**), and a share purchase plan to raise a further A\$0.5 million via the offer of up to 100,000,000 new shares at an issue price of A\$0.005 per share (**SPP or Offer**).

On behalf of the Directors, I am pleased to offer you the opportunity to participate in the SPP. Under the Offer, Riedel is giving each Eligible Shareholder (as defined below) the opportunity to subscribe for up to \$30,000 worth of new, fully paid ordinary shares in the Company (**New Shares**), without incurring brokerage or other transaction costs. The issue price of the New Shares is A\$0.005 per New Share, being the same issue price as the Shares under the Placement.

If the total demand for the Offer exceeds \$0.5 million, the Board reserves the right to reject or scale back applications in its absolute discretion or to accept oversubscriptions (subject to the ASX Listing Rules and Corporations Act 2001 (Cth)). The Offer is not underwritten.

Investors under the SPP and Placement will also be invited to apply for one free attaching unquoted option for every three Shares subscribed for, with each option having an exercise price of \$0.01 per option and expiring on the date that is two years from the date of issue (**Attaching Options**). The Attaching Options will be offered under a separate options prospectus. The issue of the Attaching Options are subject to Shareholder approval at a general meeting intended to be held on or around 22 June 2023 (**General Meeting**). In the event that shareholder approval is not received at the General Meeting for the issue of the Attaching Options, the participants in the SPP will be issued the New Shares for which they subscribed but will not be issued the SPP Options.

The issue price represents a:

- (a) 16.7% discount to the last traded price of A\$0.006, as at the Record Date; and
- (b) 18% discount to the volume weighted average market price of Shares over the 5 days prior to the Record Date on which sales of Shares were recorded on the Australian Securities Exchange (ASX) of A\$0.00609, on 1 May 2023, being the day prior to the announcement of the Offer.

The SPP is offered exclusively to eligible shareholders (including custodians) being registered holders as at the Record Date with a registered address in Australia, New Zealand or United Kingdom (**Eligible Shareholders**). If you reside outside Australia, New Zealand and the United Kingdom, or are in the United States, or are a person acting on the account of a person in the United States, you are not an Eligible Shareholder and are not entitled to participate in the Offer.

The Offer opens on Tuesday, 9 May 2023 and is currently scheduled to close at **5:00pm (AWST) on Tuesday, 30 May 2023**. The New Shares are expected to be issued on Tuesday, 6 June 2023 and will rank equally with existing Company's shares from their date of issue. Participation in the Offer is voluntary.

Riedel Resources Limited

Suite 4, 6 Richardson Street, West Perth WA 6000
admin@riedelresources.com.au | riedelresources.com.au
T: +61 8 9226 0866 | ABN: 91 143 042 022

Eligible Shareholders may apply for one of the following parcels under the Offer:

Offer	Value	Number of New Shares
A	A\$1,000	200,000
B	A\$2,000	400,000
C	A\$3,000	600,000
D	A\$5,000	1,000,000
E	A\$7,500	1,500,000
F	A\$10,000	2,000,000
G	A\$15,000	3,000,000
H	A\$20,000	4,000,000
I	A\$30,000	6,000,000

The Offer is made in accordance with *ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547* and therefore does not require a prospectus for the purposes of Chapter 6D of the *Corporations Act 2001 (Cth)*.

Indicative Timetable

Event	Indicative date
Record Date (5:00pm AWST) (the date that eligibility to participate in the SPP was determined)	Monday, 1 May 2023
Announcement of SPP	Tuesday, 2 May 2023
Offer Opening Date (AWST)	Tuesday, 9 May 2023
Offer closing date (5:00pm AWST)	Tuesday, 30 May 2023
Announcement of Offer results and issue of New Shares Application for quotation of New Shares	Tuesday, 6 June 2023
Commencement of trading of New Shares	Wednesday, 7 June 2023
General Meeting held and ASX notified of results of the General Meeting	Thursday, 22 June 2023

The above dates are indicative only and, subject to compliance with applicable law, may be changed at the Company's discretion. Any changes will be advised to shareholders.

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Current Activities and Use of Funds

Further information on the Company's current activities are detailed in the announcements made by Riedel to the ASX and are available directly from the ASX website www.asx.com.au of the company's website <https://riedelresources.com.au/>.

Funds raised under the Capital Raising are proposed primarily to be directed towards accelerating drilling at the high-grade Kingman Gold Project in Arizona, as well as provide general working capital and meet costs of the Capital Raising.

How to Apply

An offer booklet in relation to the SPP was lodged with ASX on 9 May 2023 (**Booklet**). A copy of the Booklet along with information about how to apply under the SPP via BPAY® is available at www.computersharecas.com.au/riespp. For New Zealand and United Kingdom Eligible Shareholders only, that are unable to pay by BPAY®, your personalised application form available at www.investorcentre.com contains instructions on how to pay via EFT using the relevant SWIFT Code.

Important Information

The Offer is governed by the terms and conditions enclosed in the Booklet. The Board urges you to read the Booklet carefully and, in its entirety, together with announcements made by the Company on the ASX, before deciding whether to participate in the Offer.

If you are uncertain whether the Shares are a suitable investment for you, you should consult your financial or other professional advisor. The Board recommends that you obtain your own financial advice in relation to the Offer and consider price movements of Shares in the Company before electing to participate in the Offer.

You should be aware that your own financial institution may implement earlier cut-off times for electronic payments, and you should therefore take this into consideration when making a payment. Riedel also reserves the right to close the Offer early or extend the Offer in its discretion. Eligible Shareholders who wish to participate in the SPP are therefore encouraged to apply early.

Queries and further information

If you have any questions in relation to how to participate in the SPP, please contact Riedel's Company Secretary, Susan Field on +61 8 6243 6542, from 8:30am to 5:00pm (WST) Monday to Friday. Details can also be found on the Company's website at <https://riedelresources.com.au/>.

Thank you for your continuing support as a valued shareholder.

Yours faithfully



Michael Bohm
Chairman
Riedel Resources Limited