

14 November 2023

Dear Shareholder

Notice to Ineligible Shareholders of Non-Renounceable Entitlement Offer

We write to you as the registered holder of fully paid ordinary shares (**Shares**) in the capital of Caprice Resources Ltd (ASX: CRS) (**Company**) at today's date.

On 14 November 2023, the Company announced that it is conducting a fully underwritten pro rata non-renounceable entitlement offer of new Shares to eligible shareholders at an issue price of \$0.018 per Share (**New Share**), on the basis of 2 New Shares for every 3 Shares held as at 4.00pm (AWST) on 22 November 2023 (**Record Date**) to raise up to approximately \$1.6 million (before costs) (**Entitlement Offer**).

The Entitlement Offer is being made pursuant to section 708AA of the *Corporations Act 2001* (Cth) (as modified by *ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84* and *ASIC Corporations (Disregarding Technical Relief) Instrument 2016/73*), which allows the Entitlement Offer to be made without a prospectus.

An information booklet in relation to the Entitlement Offer was lodged with the ASX and is expected to be despatched to Eligible Shareholders (as defined below) on 27 November 2023 (**Information Booklet**).

Eligibility criteria for Entitlement Offer

Shareholders who are eligible to participate in the Entitlement Offer (**Eligible Shareholders**) are shareholders who:

- are registered as a holder of Shares in the Company as at 4.00pm (AWST) on the Record Date; and
- as at the Record Date, have a registered address on the Company's share register that is in Australia and New Zealand (Permitted Jurisdictions), or are a shareholder that the Company has otherwise determined as eligible to participate (subject to the requirements outlined in the Information Booklet).

Pursuant to section 9A(3)(a) of the *Corporations Act 2001* (Cth) (**Corporations Act**) and ASX Listing Rule 7.7.1(a), the Company has determined that it generally unreasonable on this occasion to extend the Entitlement Offer to shareholders with a registered address outside of the jurisdictions described above (**Ineligible Foreign Shareholders**), having regard to the small number of Ineligible Foreign Shareholders, the relatively small number and value of Shares that would be issued to the Ineligible Foreign Shareholders under the Entitlement Offer and the costs of complying with the legal and regulatory requirements in each such jurisdiction.

As you do not satisfy the criteria above, you are deemed to be an Ineligible Foreign Shareholder for the purposes of the Entitlement Offer. Accordingly, in compliance with section 9A(3) of the Corporations Act and ASX Listing Rule 7.7.1(b), the Company wishes to inform you that it is unfortunately unable to extend to you the opportunity to participate in the Entitlement Offer. You will not be sent the documents relating to the Entitlement Offer or be able to subscribe for New Shares under the Entitlement Offer.

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

On behalf of the Board and management of the Company, we regret that you are not eligible to participate in the Entitlement Offer but thank you for your continued support.

Further details

Details of the Entitlement Offer are contained in the Information Booklet. The Information Booklet can be accessed from the ASX and Company websites, www.asx.com.au and www.capriceresources.com/investor-centre/ respectively.

For all enquiries concerning the Entitlement Offer, please contact the Company by telephone on +61 8 6141 3136 or email at info@capriceresources.com. For all general shareholder enquiries, please contact the Company's Share Registry, Automic Pty Ltd on +1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia). You should also consult your stockbroker, solicitor, accountant or other suitably qualified professional adviser if you have any further questions.

Yours sincerely

David Church

Non-Executive Chairman
Caprice Resources Ltd