

14 November 2023

Dear Shareholder

Notice to eligible 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.

Today 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 Company also announced at the same time, a non-underwritten placement to raise approximately \$0.3 million (before costs) through the issue of approximately 17.5 million Shares at an issue price of \$0.018 per Share to certain professional and sophisticated investors (**Placement**).

Proceeds from the Entitlement Offer and the Placement will be applied principally towards progressing exploration at the Mukinbudin Rare Earths Project, Northampton Polymetallic Project and Murchison Gold Projects, as well as working capital and costs of the capital raising.

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.

Details of the Entitlement Offer

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

Capitalised terms used, but not defined in this letter have the meaning ascribed to them in the Information Booklet.

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, or are a shareholder that the Company has otherwise determined as eligible to participate (subject to the requirements outlined in the Information Booklet).

As an **Eligible Shareholder**, you will be able to subscribe for New Shares under the Entitlement Offer. Eligible Shareholders who have subscribed for their Entitlement in full may also apply for additional New Shares pursuant to the Top-Up Facility.

The Entitlement Offer is fully underwritten by CPS Capital Pty Ltd (ACN 008 055 636). The Placement is not underwritten.

How to access the Entitlement Offer

1. **ONLINE** – The Information Booklet and your personalised Entitlement and Acceptance Form (including the BPAY® payment details) can be accessed via the following website:
<https://investor.automic.com.au/#/home>

The Information Booklet can also be accessed via the Company's website:
www.capriceresources.com

2. **PAPER** – Request a paper copy of the Information Booklet and your personalised Entitlement and Acceptance Form by contacting the Information Line on 1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia) between 8:30am and 7:00pm (AEDT) throughout the Offer Period.

The Entitlement Offer closes at 5:00pm (WST) on Monday, 11 December 2023*.

Your personalised Entitlement and Acceptance form sets out your entitlements under the Entitlement Offer and instructions on how you may apply for New Shares and participate in the Top-Up Facility. Fractional entitlements will be rounded up to the nearest whole number.

It is important that you read the Information Booklet carefully before deciding whether to participate in the Entitlement Offer and seek advice from your financial adviser if you have any queries.

Indicative Timetable

Event	Date
Announcement of the Entitlement Offer and Placement Information Booklet, Appendix 3B and cleansing notice (for Entitlement Offer) lodged with ASX	Tuesday, 14 November 2023
Issue of Placement Shares	Monday, 20 November 2023
Shares quoted on an "Ex" basis	Tuesday, 21 November 2023
Record Date for eligibility under the Entitlement Offer (4.00pm AWST)	Wednesday, 22 November 2023

Information Booklet and Entitlement and Acceptance Form despatched to Eligible Shareholders Entitlement Offer opens	Monday, 27 November 2023
Last day to extend Entitlement Offer Closing Date	Wednesday, 6 December 2023
Entitlement Offer closes (5.00pm AWST)	Monday, 11 December 2023
Unless otherwise determined by ASX, New Shares are quoted on a deferred settlement basis from market open	Tuesday, 12 December 2023
Announcement of results of Entitlement Offer	Thursday, 14 December 2023
Appendix 2A for Entitlement Offer lodged with ASX Issue of New Shares under the Entitlement Offer	Monday, 18 December 2023

Notes: The timetable above (and each reference to or to dates in this Information Booklet) is indicative only and may change. The Company reserves the right to amend any or all of these dates and times without notice, subject to the Corporations Act, the Listing Rules and other applicable laws. In particular, the Company reserves the right to extend the Closing Date and to accept late Applications (either generally or in particular cases). Any extension of the Closing Date will have a consequential effect on the allotment date of New Shares. The commencement of quotation of the New Shares is subject to confirmation from ASX.

The Company also reserves the right not to proceed with the Entitlement Offer in whole or in part at any time prior to allotment and issue of the New Shares. In that event, the relevant Application Monies (without interest) will be returned in full to Applicants. Cooling-off rights do not apply to an investment in New Shares. You cannot withdraw your Application. Eligible Shareholders wishing to participate in the Entitlement Offer are encouraged to submit their Entitlement and Acceptance Form as soon as possible after the Entitlement Offer opens.

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