



5 March 2025

Dear Shareholder

Notice to Ineligible Foreign Shareholders of Non-Renounceable Entitlement Offer

We write to you as the registered holder of fully paid ordinary shares (**Shares**) in Resource Base Limited (ACN 113 385 425) (ASX:RBX) (**Company**) as at 5.00pm (AEDT) 28 February 2025 (**Record Date**).

As announced on 25 February 2025, the Company is undertaking a non-renounceable pro-rata entitlement offer of 1 unquoted option (**Loyalty Option**) for every 4 Shares held by Eligible Shareholders on the Record Date at an issue price of \$0.003 per Loyalty Option to raise up to approximately \$86,388 (before costs) (**Entitlement Offer**). Each Loyalty Option will have an exercise price of \$0.06 and expire on the date that is 3 years from the date of issue.

Any Loyalty Options not taken up pursuant to the Entitlement Offer (if any) (**Shortfall Options**) will form the Shortfall Offer. The Shortfall Offer is only open to persons who have received an invitation from the Directors to apply for Shortfall Options pursuant to the Shortfall Offer.

The Directors reserve the right to issue Shortfall Options at their absolute discretion within three months of the Offer Closing Date, subject to any restrictions imposed by the Corporations Act and the Listing Rules. All Shortfall Options shall be issued on the same terms as the Loyalty Options being offered under the Entitlement Offer (including the issue price). Refer to the Prospectus for details of the allocation policy for the Shortfall Offer.

The Entitlement Offer is fully underwritten by Directors Brent Palmer and Maurice Feilich on a 50/50 basis (**Underwriters**). To the extent there remains any shortfall of Loyalty Options not taken by Eligible Shareholders pursuant to the Entitlement Offer or placed by the Directors pursuant to the Shortfall Offer, these Loyalty Options will be subscribed for by or on behalf of the Underwriters pursuant to the terms of their respective Underwriting Agreements. Refer to Section 5.3 of the Prospectus for details regarding the terms of the underwriting.

A prospectus in relation to the Entitlement Offer was lodged with ASIC on 24 February 2025 and with ASX on 25 February 2025 and made available to Eligible Shareholders on 5 March 2025 (**Prospectus**).

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

The Entitlement Offer is open to all Eligible Shareholders registered at 5:00pm (AWST) on the Record Date whose registered address is in Australia and New Zealand. The Offers are not being extended to any shareholders with addresses outside these jurisdictions.

Ineligible Foreign Shareholders

A Shareholder who has a registered address outside of Australia or New Zealand, will not be eligible to participate in the Offers (each, an **Ineligible Foreign Shareholder**).

You are not eligible to participate in the Offers and you will not be sent a copy of the Prospectus. This decision has been made pursuant to Listing Rule 7.7.1(a) of the ASX Listing Rules after taking into consideration the costs of complying with legal and regulatory requirements in jurisdictions outside of Australia and New Zealand, compared with the small number of Ineligible Foreign Shareholders and the number and value of Loyalty Options to which they would otherwise be entitled.

For all enquiries concerning the Offers, please contact the Company Secretary by telephone on +61 8 9486 4036. For all general shareholder enquiries, please contact the Company Secretary by email at ds@resourcebase.com.au or telephone +61 (8) 9486 4036.



Yours faithfully

Brent Palmer
Executive Director
Resource Base Limited