

13 August 2024

DESPATCH OF ENTITLEMENT ISSUE PROSPECTUS

Morella Corporation Limited (ASX: 1MC) ("**Morella or the Company**") confirms that the Prospectus and personalised Entitlement and Acceptance forms in connection with the 1 for 2 pro rata non-renounceable entitlement offer ("**Offer**"), as announced on 5 August 2024, were despatched to Eligible Shareholders today.

The Offer is now open for applications from Eligible Shareholders and is expected to close at 5.00pm (Perth time) on Thursday, 22 August 2024 (unless extended). Eligible Shareholders wishing to participate in the Offer must apply before this time in accordance with the instructions set out in the Prospectus.

The letter sent to Eligible Shareholders and a sample Entitlement and Acceptance Form are enclosed with this announcement. Notifications have also been sent to ineligible shareholders in accordance with ASX Listing Rule 7.7.1(b).

Eligible Shareholders are encouraged to carefully read the Prospectus for further details relating to the Entitlement Offer. The Company encourages Eligible Shareholders to download the Prospectus and their personalised Entitlement and Acceptance Form electronically. Instructions for how to download the Prospectus and Entitlement and Acceptance Form online are set out in the letter sent to Eligible Shareholders, which is attached to this announcement.

The following timetable is indicative only. Subject to the Corporations Act and Listing Rules, the Company reserves the right to vary the dates and times in connection with the Offer, including the closing date, without prior notice.

Event	Date
Record Date for determining entitlements (5.00pm Perth time)	Thursday, 8 August 2024
Prospectus and personalised Entitlement and Acceptance Forms sent to Eligible Shareholders	Tuesday, 13 August 2024
Closing date of Offer	5.00pm (WST) on Thursday, 22 August 2024
Issue of New Securities under the Offer	Thursday, 29 August 2024
Normal trading of New Shares expected to commence	Friday, 30 August 2024
Last date to issue Shortfall Securities	Friday, 22 November 2024

Shareholders with questions in relation to the Offer may contact the Company Secretary, Mr John Lewis, on +61(0) 429 596 535 at any time from 8:30am to 5:00pm (WST) Monday to Friday during the Offer period.

Capitalised terms used in this announcement have the meaning given to them in the Prospectus.

Contact for further information

Investors | Shareholders

James Brown

Managing Director

E: info@morellacorp.com

This announcement has been authorised for release by the Board of Morella Corporation Limited.

About Morella Corporation Limited Morella (ASX:1MC) is an exploration and resource development company focused on lithium and battery minerals. Morella is currently engaged in exploration activities on multiple lithium project opportunities, strategically located, in Tier 1 mining jurisdictions in both Australia and the United States of America. Morella will secure and develop raw materials to support the surging demand for battery minerals, critical in enabling the global transition to green energy.

Not for release to US wire services or distribution in the United States

13 August 2024

Dear Shareholder,

NON-RENOUNCEABLE RIGHTS ISSUE – NOTIFICATION TO ELIGIBLE SHAREHOLDERS

On 5 August 2024, Morella Corporation Limited (**Morella** or the **Company**) announced a non-renounceable pro rata entitlement offer of one (1) new fully paid ordinary share (**New Share**) for every two (2) existing fully paid ordinary shares together with one (1) free attaching unlisted new option (**New Option**) for every two (2) New Shares subscribed for, to shareholders with a registered address in Australia, New Zealand or Singapore (**Eligible Shareholders**) held as at 5.00pm (Perth time) on Thursday, 8 August 2024 (**Record Date**) (**Offer**).

As an Eligible Shareholder, you will be able to subscribe for one (1) New Share for every two (2) existing shares held on the Record Date, together with one (1) New Option for every two (2) New Shares subscribed for (**Entitlement**).

The Offer is being made by the Company pursuant to a prospectus in accordance with section 713 of the *Corporations Act 2001* (Cth) (**Prospectus**), a copy of which is available to be downloaded at <https://events.miracle.com/1mc-offer> together with your personalised Entitlement and Acceptance Form.

You should read the entirety of the Prospectus carefully before deciding whether to participate in the Offer. An investment in the Company and the New Shares and New Options, is speculative and subject to a range of risks, which are more fully detailed in section 6 of the Prospectus. If any of these risks or other material risks eventuate, it will likely have a material adverse impact on the Company's future financial performance and position.

This letter is to notify you that the Offer is now open and provide you with the following instructions on how obtain a copy of the Prospectus and your personalised Entitlement and Acceptance Form:

1. Go to <https://events.miracle.com/1mc-offer>.
2. Complete the declarations to confirm residency and the terms and conditions.
3. Review the Prospectus, this will open in a new page.
4. Return to the Offer Summary page and access your Entitlement and Acceptance Form.
5. Enter your existing **Morella SRN/HIN** number and registered **postcode** and the Security code shown on the Entitlement and Acceptance Form, click next.
6. Enter your email address and submit your Entitlement and Acceptance Form.
7. BPAY® details will be shown on screen and emailed to the address entered on your form.
8. If you are within Australia, New Zealand or Singapore and you have an account with an Australian financial institution that supports BPAY® payments, you are **strongly encouraged** to pay your Application Monies via BPAY®.

EFT is available as a secondary payment method to those Eligible Shareholders who cannot pay by BPAY®.

Eligible Shareholders paying by **EFT** must ensure that payment is received by no later than **5.00pm (Perth time) on the Thursday, 22 August 2024** and will need to complete and return the Entitlement and Acceptance Form to capitalmarkets@linkmarketservices.com.au.

The Prospectus, your Entitlement and Acceptance Form and Shortfall Form are only available online and will not be mailed out.

The closing date for the Offer is **5.00pm (Perth time) on Thursday, 22 August 2024**.

As an Eligible Shareholder, you may:

- (a) subscribe for all or part of your Entitlement;
- (b) subscribe for all of your Entitlement and apply for Shortfall Securities;
- (c) take up part of your Entitlement and allow the balance to lapse; or
- (d) allow all or part of your Entitlement to lapse.

For further information, please refer to the Prospectus.

If you have any questions in relation to the Offer, please call Mr John Lewis, Company Secretary, on +61(0) 429 596 535 at any time between 8.30am to 5.00pm (WST), Monday to Friday before the Offer closes, or consult your stockbroker or professional advisor.

The Company thanks you for your continuing support and looks forward to your participation in the Offer.

Yours faithfully,

James Brown
Managing Director
Morella Corporation Limited

IID:

SRN/HIN:

Entitlement Number:

Number of Eligible Shares held as at the Record Date, 5:00pm (WST) on Thursday, 8 August 2024:

Entitlement to New Shares (on a 1 New Share for 2 basis):

Amount payable on full acceptance at A\$0.036 per New Share:

**Offer Closes 5:00pm (WST)
Thursday, 22 August 2024**

ENTITLEMENT AND ACCEPTANCE FORM

As an Eligible Retail Shareholder you are entitled to acquire 1 New Share for every 2 Existing Shares that you hold on the Record Date, together with one (1) attaching New Option for every two (2) New Shares subscribed for, at an Offer Price of A\$0.036 per New Share. If you take up your full Entitlement, you may also apply for additional New Shares at the Offer Price. This is an important document and requires your immediate attention. If you do not understand it or you are in doubt as how to deal with it, you should contact your accountant, stockbroker, solicitor or other professional adviser.

IMPORTANT: The Retail Entitlement Offer is being made under the Prospectus dated 5 August 2024. The Prospectus contains information about investing in the New Shares. Before applying for New Shares, you should carefully read the Prospectus. This Entitlement and Acceptance Form should be read in conjunction with the Prospectus in its entirety. Unless otherwise defined in this document, capitalised terms used in this document have the meaning given to them in the Prospectus.

PAYMENT OPTION – If you wish to take up all or part of your Entitlement, you have the following payment options.

Option 1: Paying by BPAY®

If paying by BPAY®, refer to the instructions overleaf. **You do NOT need to return this acceptance form if you elect to make payment by BPAY®.** Payment must be received via BPAY® before 5:00pm (WST) on Thursday, 22 August 2024. You should check the processing cut off-time for BPAY® transactions with your bank, credit union or building society to ensure your payment will be received by the Registry in time. By paying by BPAY® you will be deemed to have completed an Entitlement and Acceptance Form for the number of New Shares subject of your application payment.



Billers Code: 421859

Ref:

Telephone & Internet Banking – BPAY®

Contact your bank or financial institution to make this payment from your cheque, savings, debit or transaction account. More info: www.bpay.com.au

® Registered to BPAY Pty Ltd ABN 69 079 137 518

Option 2: Paying by EFT Payment

As an investor in New Zealand or Singapore, you may pay via EFT and complete and return this Entitlement and Acceptance Form once your Application Payment has been made by EFT. Completed Entitlement and Acceptance Forms must be emailed to capitalmarkets@linkmarketservices.com.au.

1. Enter the number of New Shares accepted and the number of Additional New Shares applied for (if any).
2. Work out your payment amount. To calculate the total amount, multiply the number of New Shares you wish to apply for by A\$0.036.
3. Payment must be received in cleared funds before 5:00pm (WST) on Thursday, 22 August 2024. **You must use your SRN/HIN as the reference number for your deposit.** If you do not use your SRN/HIN, your application will not be able to be processed. You will also need to ensure that you are aware of any transfer fees with your Financial Institution as we are only able to process the AUD funds received.
4. Enter your contact telephone number at which we may contact you regarding the application for Shares, if necessary.

See overleaf for details and further instructions on how to complete and lodge this Entitlement and Acceptance form.

Account Name: PCPL - ITF MORELLA CORPORATION LIMITED

BSB: 062-028

Account No: 12311301

Swift Code for Inbound Deposits from Overseas: CTBAU2SXXX

<p>A Number of New Shares applied for and accepted (being not more than your Entitlement shown above)</p> <div style="border: 1px solid black; width: 150px; height: 30px; margin-top: 5px;"></div>	+	<p>B Number of additional New Shares applied for above your Entitlement</p> <div style="border: 1px solid black; width: 150px; height: 30px; margin-top: 5px;"></div>	=	<p>C Total number of New Shares applied for (add Boxes A and B)</p> <div style="border: 1px solid black; width: 250px; height: 30px; margin-top: 5px;"></div>
<p>D Payment amount (Multiply the number in section C by A\$0.036)</p> <p>A\$ <div style="border: 1px solid black; width: 200px; height: 30px; display: flex; align-items: center; justify-content: space-between; padding: 0 10px;"> </div></p>				
<p>E Date of Submission</p> <div style="border: 1px solid black; width: 150px; height: 30px; margin-top: 5px;"></div>		<p>Reference on payment</p> <div style="border: 1px solid black; width: 400px; height: 30px; margin-top: 5px;"></div>		
<p>F Telephone Number – Business Hours</p> <div style="border: 1px solid black; width: 150px; height: 30px; display: flex; align-items: center; justify-content: space-between; padding: 0 10px;"> () </div>	<p>Telephone Number – After Hours</p> <div style="border: 1px solid black; width: 150px; height: 30px; display: flex; align-items: center; justify-content: space-between; padding: 0 10px;"> () </div>	<p>Contact Name</p> <div style="border: 1px solid black; width: 250px; height: 30px; margin-top: 5px;"></div>		

MORELLA CORPORATION LIMITED

The Entitlement Offer to which this Entitlement and Acceptance Form relates is not being made to investors located or resident outside of Australia, New Zealand and Singapore. In particular the Entitlement Offer is not being made to any person in the U.S. or to a U.S. person. The Prospectus and Entitlement and Acceptance Form do not constitute an Entitlement Offer or invitation to acquire Shares in any place in which, or to any person to whom, it would be unlawful to make such an Entitlement Offer or invitation.

ACCEPTANCE OF ENTITLEMENT OFFER

By returning the Entitlement and Acceptance Form with payment to the Registry, or making payment received by BPAY® or EFT payment:

- you represent and warrant, for the benefit of the Company and the Registry, that you have read and understood the Prospectus and that you acknowledge the matters, and make the warranties and representations set out in the Prospectus;
- you provide authorisation for the Company and the Registry to do anything on your behalf necessary for New Shares to be allotted to you; and
- you provide authorisation to be registered as the holder of New Shares acquired by you and agree to be bound by the Constitution of Morella Corporation Limited.

1. HOW TO APPLY FOR NEW SHARES

PAYING BY BPAY® (AVAILABLE TO SHAREHOLDERS WITH AN AUSTRALIAN BANK ACCOUNT ONLY)

If you elect to make payment using BPAY® you must contact your bank or financial institution to make this payment from your cheque, savings, debit or transaction account. For more information on paying by BPAY®: www.bpay.com.au

Work out the total amount payable by you. To calculate the total amount, multiply the number of New Shares you wish to apply for by A\$0.036.

Refer overleaf for the Biller Code and Reference Number. The Reference Number is used to identify your holding. If you have multiple holdings you will have multiple Reference Numbers. You must use the Reference Number shown on each personalised Entitlement and Acceptance Form when paying for any New Shares that you wish to apply for in respect of that holding.

A. Acceptance of New Shares

Enter into section A the number of New Shares you wish to apply for. The number of New Shares must be equal to or less than your Entitlement, which is set out overleaf.

B. Number of additional New Shares applied for above your Entitlement

If you take up your full Entitlement, you may also apply for additional New Shares at the Offer Price. Enter into section B the number of additional New Shares you wish to apply for.

C. Total number of New Shares

Total number of New Shares applied for (add Boxes A and B)

D. Payment amount

Work out your payment amount. To calculate the total amount, multiply the number of New Shares you wish to apply for by A\$0.036 and enter this into section D. The decision of Morella Corporation Limited on the number of New Shares to be allocated to you will be final. No interest will be paid on any Application Monies received or returned.

PAYING BY EFT PAYMENT

Complete all relevant sections of the Entitlement and Acceptance Form USING BLOCK LETTERS. These instructions are cross referenced to each section of the Entitlement and Acceptance Form.

A. Acceptance of New Shares

Enter into section A the number of New Shares you wish to apply for. The number of New Shares must be equal to or less than your Entitlement, which is set out overleaf.

B. Number of additional New Shares applied for above your Entitlement

If you take up your full Entitlement, you may also apply for additional New Shares at the Offer Price. Enter into section B the number of additional New Shares you wish to apply for.

C. Total number of New Shares

Total number of New Shares applied for (add Boxes A and B)

D. Payment amount

Work out your payment amount. To calculate the total amount, multiply the number of New Shares you wish to apply for by A\$0.036 and enter this into section D. The decision of Morella Corporation Limited on the number of New Shares to be allocated to you will be final. No interest will be paid on any Application Monies received or returned.

E. Submission date and Payment Reference

You should enter the date you submitted your EFT payment along with the payment referenced used. This will ensure we receive and process your application.

F. Contact details

Enter your contact telephone number where we may contact you regarding your acceptance of New Shares, if necessary.

2. HOW TO LODGE YOUR ENTITLEMENT AND ACCEPTANCE FORM

When paying by BPAY® you do not need to complete or return the Entitlement and Acceptance Form. You should check the processing cut off-time for BPAY® transactions with your bank, credit union or building society to ensure your payment will be received by the Registry by the close of the Entitlement Offer no later than 5:00pm (WST) on Thursday, 22 August 2024.

If paying by EFT, complete and return this Entitlement and Acceptance Form once your Application Payment has been made by EFT. Completed Entitlement and Acceptance Forms MUST be emailed to capitalmarkets@linkmarketservices.com.au.

Should you have any questions about the Offer or how to accept the Entitlement, please call the Company Secretary, John Lewis, on +61 (0) 429 596 535.