

## NOTICE TO OVERSEAS SHAREHOLDERS RENOUNCEABLE ENTITLEMENT ISSUE

### Dear Shareholder

You are a holder of fully paid ordinary shares in the capital of Middle Island Resources Limited (Company) as at today's date with a registered address outside of Australia or New Zealand.

On 31 October 2023 Middle Island Resources Limited (**the Company** or **MDI**) announced that it seeks to raise a minimum of \$1,000,000, and up to \$1,054,937, before costs, from the issue of up to 70,329,111 fully paid ordinary shares (**New Shares**) and 70,329,111 free attaching options to subscribe for shares, via a pro rata renounceable rights offer (**Offer** or **RRI**).

Under the Offer, for every two (2) shares held, Eligible Shareholders (being shareholders with an Australian or New Zealand address on the register as at 6 November 2023 (**Record Date**)) will be entitled (**Entitlement**) to subscribe for one (1) New Share. With every New Share issued, shareholders will receive one (1) free attaching unlisted option (**Option**). Each Option will be exercisable at \$0.015 and have a term of 18 months from issue. The Company reserves the right to list the Options on the ASX.

In addition to subscribing for their Entitlements, Eligible Shareholders may apply for the shortfall. Subject to the overriding discretion of the Board to determine the allocation of the shortfall as it sees fit, the Company intends to give priority to applications received from Eligible Shareholders.

The Board reserves the right to accept over subscriptions of up to 33,333,333 New Shares and up to 33,333,333 free attaching Options.

The Entitlement Issue is made pursuant to a prospectus lodged with the Australian Securities and Investments Commission (**ASIC**) on 31 October 2023 (**Prospectus**) and released to the Australian Securities Exchange (**ASX**) on the same date. The Prospectus is available on the Company's website: [www.middleisland.com.au](http://www.middleisland.com.au) or on the ASX website (company announcements section, ASX code:MDI): [www.asx.com.au](http://www.asx.com.au).

It is anticipated that the Prospectus, together with an Entitlement and Acceptance Form, will be sent to all eligible shareholders in Australia and New Zealand on 7 November 2023.

### Ineligible shareholders

A shareholder who has a registered address outside of Australia and New Zealand will not be eligible to participate in the Offer (**Ineligible Shareholder**).

You are not eligible to participate in the Offer 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 Shareholders and the number and value of Shares to which they would otherwise be entitled under the Offer.

The Company has appointed Mahe Capital as nominee to sell the rights to subscribe for securities pursuant to the Prospectus (**Entitlements**) to which Ineligible Shareholders are entitled (**Nominee**).

The Company has applied for ASIC approval of the Nominee as required by section 615 of the *Corporations Act 2001* (Cth). The Nominee will have the absolute and sole discretion to determine the timing and price at which the Entitlements may be sold and the manner of any such sale.

Any interest earned on the proceeds of the sale of these Entitlements will firstly be applied against expenses of such sale, including brokerage, and any balance will accrue to Ineligible Shareholders.

The net proceeds of the sale of these Entitlements will then be forwarded by the Company as soon as practicable to the Ineligible Shareholders, in proportion to their share of such Entitlements (after deducting brokerage commission and other expenses). If any such net proceeds of sale are less than the reasonable costs that would be incurred by the Company for distributing those proceeds, such proceeds may be retained by the Company.

Notwithstanding that the Nominee may sell Entitlements, Ineligible Shareholders may nevertheless receive no net proceeds if the costs of the sale are greater than the sale proceeds.

There is no guarantee that the Nominee will be able to sell Entitlements of Ineligible Shareholders on ASX and Ineligible Shareholders may receive no value for the Entitlements. Both the Company and the Nominee take no responsibility for the outcome of the sale of such Entitlements or the failure to sell such Entitlements.

Thank you for your ongoing support of the Company, and if you have any questions in relation to the above, please do not hesitate to contact me on +61 (0) 478 573 935.

Yours faithfully

**Rudolf Tieleman**  
**Company Secretary**

**7 November 2023**