

DESPATCH OF UNMARKETABLE PARCEL BUY-BACK NOTICE

On 23 October 2023, Red Hawk Mining Limited (ASX: RHK) (**Company**) announced an unmarketable parcel buy-back for holders of an unmarketable parcel of ordinary shares in the Company (**Shares** and **Buy-Back**).

The attached notice and a personalised Share Retention Form will be despatched by post today to all shareholders with a shareholding in the Company valued at less than \$500 (**Unmarketable Parcel**) as at the Buy Back Record Date, being 5.00pm (AWST) on Thursday, 26 October 2023.

Based on the closing price of Shares at the Buy-Back Record Date of \$0.60, a holding of 833 Shares or less constitutes an Unmarketable Parcel. There were approximately 1,897 holders of an Unmarketable Parcel of Shares at the Buy-Back Record Date, holding an approximate total of 589,665 Shares, being 0.3% of the Company's Shares on issue.

The Buy-Back Closing Date is 5.00pm (AWST) on Wednesday, 13 December 2023.

If you have any questions concerning the Buy-Back, please contact the Company's share registry, Computershare, on 1300 850 505 (within Australia) or +61 3 9415 4000 (from outside Australia), between 5.30am to 2.00pm (AWST), Monday to Friday.

– End –

Authorised by:
Managing Director & CEO of Red Hawk Mining Limited


For further information please contact:

Investors and Shareholders

Steven Michael
Managing Director and CEO
info@redhawkmining.com.au

Media

Shane Murphy
FTI Consulting – 0422 945 291
shane.murphy@fticonsulting.com



RHK
MR SAM SAMPLE
UNIT 123
SAMPLE STREET
SAMPLETOWN NSW 2001

31 October 2023

Dear Shareholder,

Unmarketable Parcel Buy-Back – Notice

Notice of Buy-Back

In accordance with its Constitution, **Red Hawk Mining Limited (ASX: RHK) (Red Hawk or Company)** is pleased to advise that the Company has instituted an unmarketable parcel buy-back for holders of an unmarketable parcel of ordinary shares in the Company (**Buy-Back**).

Under the ASX Listing Rules, any shareholding valued at less than \$500 is considered to be an unmarketable parcel (**Unmarketable Parcel**).

You are receiving this letter as you were recorded on the share register of the Company as a holder of an unmarketable parcel of shares at 5.00pm (AWST) on Thursday, 26 October 2023 (**Buy-Back Record Date**).

The Buy-Back will allow shareholders who received this letter and continue to hold less than a marketable parcel of ordinary shares (**Shares**) in the Company at 5.00pm (AWST) on Wednesday, 13 December 2023 to sell their Shares back to the Company at the higher of:

- (a) the 20-trading day VWAP of the Company's Shares ending on the Buy-Back Closing Date; and
- (b) \$0.45 per share (being the "Offer Price" under the Entitlement Offer (defined below)),

(**Buy-Back Price**).

Shares purchased by the Company under the Buy-Back will be cancelled in accordance with section 257H of the *Corporations Act 2001* (Cth) (**Corporations Act**).

If you do not wish to participate in the Buy-Back, you must opt-out by submitting the attached Share Retention Form (**Retention Form**) before 5.00pm (AWST) on Wednesday, 13 December 2023 (**Buy-Back Closing Date**).

Based on the closing price of Shares at the Buy-Back Record Date of \$0.60, a holding of 833 Shares or less constitutes an Unmarketable Parcel. There were approximately 1,897 holders of an Unmarketable Parcel of Shares at the Buy-Back Record Date, holding an approximate total of 589,665 Shares, being 0.3% of the Company's Shares on issue.

This letter provides information about the Buy-Back and the choices that are available to you.

Buy-Back rationale

The Company appreciates that Unmarketable Parcels can be difficult or expensive to sell. Accordingly, the Company is offering the Buy-Back to enable eligible shareholders who hold an Unmarketable Parcel to sell their Shares without having to use a broker or pay brokerage. The Company also expects to reduce administrative costs associated with maintaining a large number of relatively small shareholdings.

Buy-Back and Entitlement Offer

On Monday, 23 October 2023, the Company announced that it was conducting a pro-rata, non-renounceable, non-underwritten entitlement offer to raise up to \$6.3 million at an issue price of \$0.45 on the basis of 1 new Share for every 12 Shares held as at 5.00pm (AWST) on Thursday, 26 October 2023 (**Entitlement Offer**).

The record date for the Entitlement Offer was 5.00pm (AWST) on Thursday, 26 October 2023 and the Entitlement Offer is due to close at 5.00pm (AWST) on Wednesday, 22 November 2023.

If you choose to participate in the Entitlement Offer, your shareholding will increase. If your shareholding increases to a value that is at or above \$500 and becomes a marketable parcel as at the Buy-Back Closing Date, you will become ineligible to participate in the Buy-Back and you will not need to complete and return the attached Retention Form to retain your Shares.

If:

- (a) you participate in the Entitlement Offer, but your shareholding increases to a value that is below \$500 and remains an Unmarketable Parcel, and you wish to retain your shareholding in the Company; or
- (b) you do not participate in the Entitlement Offer, and you wish to retain your shareholding in the Company,

you **MUST** return the attached Retention Form in accordance with the instructions on the Retention Form, by no later than the Buy-Back Closing Date (being 5.00pm (AWST) on Wednesday, 13 December 2023) to retain your shareholding in the Company.

You will not need to appoint a broker or pay the brokerage and handling costs associated with the sale of Shares under the Buy-Back.

Please note that tax consequences from the sale of your Shares will be your responsibility.

Key dates

Key dates in relation to the Buy-Back and Entitlement Offer are set out below.

Unmarketable Parcel Buy-Back and Entitlement Offer	Date
Announcement of Entitlement Offer and Buy-Back	Monday, 23 October 2023
Entitlement Offer Record Date	5.00pm (AWST), Thursday, 26 October 2023
Buy Back Record Date	
Entitlement Offer Opening Date and dispatch of Offer Booklet and personalised Entitlement and Acceptance Forms	Tuesday, 31 October 2023
Buy-Back Opening Date and dispatch of Buy-Back letter and Retention Forms	
Entitlement Offer Closing Date	5.00pm (AWST), Wednesday, 22 November 2023
Entitlement Offer settlement	Monday, 27 November 2023
Issue of new Entitlement Offer shares	Tuesday, 28 November 2023
Buy-Back Closing Date	Wednesday, 13 December 2023
Transfer and cancellation of shares bought back under Buy-Back	Monday, 18 December 2023
Remit of Offer Price	Wednesday, 27 December 2023

This timetable is indicative only and subject to change at the discretion of the Company and subject to the ASX Listing Rules. All times are references to Perth time (AWST). The Company reserves the right to suspend or terminate the Buy-Back. Any changes, suspension or termination will be notified by written notice to ASX.

General

In accordance with its continuous disclosure obligations, the Company may release information to the ASX which may affect your decision as to whether you wish to sell or retain your Shares. If such information is released, it will be published to the ASX website (www.asx.com.au, ASX: RHK).

Please be aware that the fact that your holding of Shares is described in this letter as an “unmarketable parcel” does not mean that you cannot sell your Shares at any time. The use of the term “unmarketable parcel” in this letter is to identify the value of Shares which are eligible for sale through the Buy-Back process.

The Company reserves the right to change any of the dates referred to in this letter and Retention Form, or to vary, cancel or delay the Buy-Back at any time before the Shares are bought back by the Company by making an announcement to the ASX. The Company has the ability to conduct the Buy-Back under clause 34 of the Company’s Constitution, Part 2J.1 of the Corporations Act and under the ASX Listing Rules.

Please refer to the attached Additional Important Information and Frequently Asked Questions.


If you have any questions concerning the contents of this letter, please contact the Company's share registry, Computershare, on 1300 850 505 (within Australia) or +61 3 9415 4000 (from outside Australia), between 5.30am to 2.00pm, Monday to Friday (AWST).

Yours faithfully,

A handwritten signature in dark ink, appearing to read "Cheryl Edwardes".

The Hon. Cheryl Edwardes AM
Non-Executive Chair
Red Hawk Mining Limited

Additional Important Information

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- A vertical barcode is located on the left side of the page, consisting of a series of black bars of varying widths.
- 1 The Buy-Back was first announced to the ASX on Monday, 23 October 2023.
 - 2 The Company is offering to buy back shares under the Buy-Back in accordance with the terms set out in this letter, the Company's Constitution, Division 2 of Part 2J.1 of the Corporations Act and the ASX Listing Rules.
 - 3 If a shareholder holds more than one Unmarketable Parcel, the Company will buy back each Unmarketable Parcel unless:
 - (a) Red Hawk's share registry, Computershare, receives a Retention Form for each Unmarketable Parcel that the shareholder wishes to retain; or
 - (b) multiple Unmarketable Parcels are merged to form a marketable parcel of shares.
 - 4 It is important to note that the market price of Red Hawk's Shares may change from time to time. The Buy-Back Price may be more or less than the actual market price at the time of the Buy-Back and may not be the best price obtainable on the day on which your Shares are bought back. Information on the price of Red Hawk's Shares can be obtained from the daily financial press or through the ASX website (www.asx.com.au) using Red Hawk's ASX code, "RHK".
 - 5 While the Company will pay for brokerage and handling costs associated with the buy-back of Shares through the Buy-Back, any taxation consequences from the Buy-Back will be the shareholder's responsibility. If you have questions about taxation consequences, please seek the independent advice of a legal, financial or taxation adviser.
 - 6 The Company makes no recommendation as to whether you should participate in the Buy-Back, whether or how you should sell your Shares or the value of your Shares. If you have questions about whether to retain or sell your Shares, you should consult a legal, financial or taxation adviser.
 - 7 Before your Shares are bought back under the Buy-Back, the Company may revoke a notice given in relation to, or suspend or terminate the operation of, the Buy-Back, either generally or in specific cases.
 - 8 The Company reserves the right to change any of the dates, terms or conditions referred to in this Buy-Back letter by written notice to the ASX.
 - 9 This information sheet and the accompanying documents do not constitute advice, nor is it a recommendation to sell, buy or hold Shares in the Company.

Frequently Asked Questions

1 What is an Unmarketable Parcel?

An Unmarketable Parcel is a holding of Shares in the Company that is valued at less than \$500. Based on the closing price of \$0.60 per share on the Buy-Back Record Date (5.00pm (AWST), Thursday, 26 October 2023), this is equivalent to a holding of 833 Shares or less.

2 Why has the Buy-Back been established?

The Company has decided to establish the Buy-Back to enable you to sell your Unmarketable Parcel without incurring brokerage and other expenses that could otherwise make a sale of your Unmarketable Parcel uneconomic or difficult. The sale of Unmarketable Parcels through the Buy-Back will also enable the Company to reduce administrative costs associated with maintaining a large number of relatively small holdings of Shares.

3 Is the Company authorised to conduct the Buy-Back?

The Company is authorised under clause 34 of its Constitution to conduct the Unmarketable Parcel Buy-Back. This letter in conjunction with the Retention Form satisfies the notice requirements set out in the Constitution, Part 2J.1 of the Corporations Act and the ASX Listing Rules.

4 Who is eligible to participate in the Buy-Back?

Under the ASX Listing Rules, any shareholding in the Company valued at less than \$500 is considered to be an "unmarketable parcel" of shares. Shareholders in the Company are eligible to participate in the Buy-Back if they held a shareholding in the Company valued at less than \$500 as at the Buy-Back Record Date (being 5.00pm (AWST) on Thursday, 26 October 2023). Based on the closing price of \$0.60 per share as at the Buy-Back Record Date, an Unmarketable Parcel of shares in the Company is any shareholding of 833 shares or less.

Shareholders who held a shareholding valued at \$500 or more at the Buy-Back Record Date are not eligible to participate in the Buy-Back.

Shareholders who were eligible to participate in the Buy-Back at the Buy-Back Record Date who hold a shareholding valued at \$500 or more at 5.00pm (AWST) on the Buy-Back Closing Date (Wednesday, 13 December 2023) will become ineligible to have their shares bought back under the Buy-Back.

5 If my shares are bought back through the Buy-Back, how much will I receive per share?

If your Unmarketable Parcel is bought back through the Buy-Back, you will receive the Buy-Back Price, being the higher of:

- (a) the 20-trading day VWAP of the Company's Shares ending on the Buy-Back Closing Date; and
- (b) \$0.45 per Share.

All participants who have their Shares purchased and cancelled under the Buy-Back will receive the same price per Share.

6 What do I need to do to sell my Shares?

If you would like the Company to purchase and cancel your Shares under the Buy-Back you do not need to take any action or respond to this correspondence.

Your Shares will be transferred to the Company and immediately cancelled through the Buy-Back unless a duly completed Retention Form is received before the Buy-Back Closing Date (5.00pm (AWST) on Wednesday, 13 December 2023) in accordance with the instructions on the Retention Form.

Your Retention Form is attached with this letter.

7 What if I want to retain my Shares?

If you wish to retain your Shares you must:

- (a) Complete and return the Retention Form to:

Computershare Investor Services Pty Ltd Limited
GPO Box 52
Melbourne Victoria 3001
Australia

by 5.00pm (AWST) on the Buy-Back Closing Date (Wednesday, 13 December 2023).

OR

- (b) Make your own arrangements outside the Buy-Back to purchase additional Shares so that by 5.00pm on the Buy-Back Closing Date your registered shareholding becomes a marketable parcel (that is, your shareholding is valued at, or more than, \$500). This may be possible by participating in the Company's Entitlement Offer announced on Monday, 23 October 2023.

For your additional purchase of Shares to be an effective notice to the Company that you wish to retain your Shares, the additional shares purchased must be held in the same holding as your current Shares (in particular, under the same name, address and same holder number (SRN or HIN) as shown on the Retention Form).

See Question 9 for further information.

OR

- (c) If you have more than one holding of Shares and you do not want your Shares to be bought back by the Company, you should consider consolidating them prior to the Buy-Back Closing Date.

This may result in your amalgamated holding no longer being an unmarketable parcel. For further advice in this regard, please contact the Company's share registry, Computershare, on 1300 850 505 (within Australia) or +61 3 9415 4000 (from outside Australia), between 5.30am to 2.00pm Monday to Friday (AWST).

See Question 10 for further information.

If you successfully take one of these steps, the Company will not be entitled to buy back your Shares. If none of the above events occur, the Company will be entitled to buy back and cancel your Shares under the Buy-Back.

8 Can I sell part of my shareholding?

No, you cannot sell part of your shareholding in the Buy-Back. If you wish to sell only some (and not all) of your Shares, you should call your broker and you will be subject to brokerage fees that will NOT be met by the Company.

9 If I buy more Shares in the Company, will I retain my holding?

The Company will not sell your Shares if you increase your holding to a marketable parcel by the Buy-Back Closing Date, being a holding of Shares with a market value of at least \$500 based on the price of the Shares as at the Buy-Back Closing Date. Any additional Shares acquired must be registered by the Buy-Back Closing Date, under the same name and address and with the same holder number (SRN or HIN) as set out in the attached Retention Form.

For example, you may wish to participate in the Entitlement Offer announced by the Company on Monday, 23 October 2023. Any Shares you subscribe for under the Entitlement Offer are due to be issued on Tuesday, 28 November 2023 and will be registered by the Buy-Back Closing Date. Participation in the Entitlement Offer does not guarantee you will hold a marketable parcel of Shares at the Buy-Back Closing Date.

Acquiring additional Shares is outside of the Buy-Back and you may be subject to brokerage fees that will NOT be met by the Company.

10 What if I hold multiple Unmarketable Parcels of Shares?

If you hold multiple Unmarketable Parcels of Shares you must complete and return a Retention Form for each separate Unmarketable Parcel that you wish to retain.

Alternatively, you may aggregate your multiple holdings to avoid them being bought back. To do this, please contact the Company's share registry, Computershare, on 1300 850 505 (within Australia) or +61 3 9415 4000 (from outside Australia), between 5.30am to 2.00pm Monday to Friday (AWST).

If you wish to sell your Unmarketable Parcels, you should take no action.

11 What if my Shares are held in a CHESS Holding?

If your Shares remain in a CHESS Holding at the Buy-Back Closing Date and you have not returned a valid Retention Form, the Company may move those to an Issuer Sponsored Holding and they will be purchased and cancelled by the Company through the Buy-Back.

12 When will the sale take place?

The transfer and cancellation of Shares bought back by the Company under the Buy-Back is expected to take place on Monday, 18 December 2023.

13 When will I receive the proceeds for the Shares sold?

You will be notified by way of a payment advice of the number of your Shares that have been bought back by the Company under the Buy-Back and the total sale proceeds.

Payment will be remitted to you following settlement of all Shares sold under the Buy-Back as soon as reasonably practicable. The Company currently expects payment to occur on Monday, 27 December 2023.

Payment will be made in Australian dollars.

14 If my shares are bought back through the Buy-Back, how will I receive the proceeds from the Buy-Back?

If your Unmarketable Parcel is bought back through the Buy-Back, the proceeds from that Buy-Back will be paid into the bank account that you have nominated for your shareholding or by cheque to the postal address you have registered for your shareholding.

You can update your bank account details by visiting www.investorcentre.com/au or by contacting the Company's share registry, Computershare on 1300 850 505 (from within Australia) or +61 3 9415 4000 (from outside Australia), between 5.30am to 2.00pm Monday to Friday (AWST).

If you are an issuer sponsored shareholder and need to update your address, you can also do this at www.investorcentre.com/au. If you have a CHESS sponsored holding and need to update your address, you will need to contact your controlling participant. If you participate in the Buy-Back and would like your updated address or bank account details to be used when remitting proceeds and sending documentation to you, please ensure that these details are updated by the Buy-Back Closing Date.

15 Where can I obtain further information?

If you have any questions concerning your shareholding or on how the Buy-Back will work, please contact the Company's share registry, Computershare on 1300 850 505 (within Australia) or +61 3 9415 4000 (from outside Australia), between the hours of 5.30am to 2.00pm Monday to Friday (AWST).

16 What if I do not know what to do?

This letter does not constitute advice nor a recommendation to buy, sell or hold Shares, nor that the Buy-Back is the best way to sell your Shares. If you are in doubt as to what to do, you should consult your legal, financial or taxation adviser.

17 Important Notes

The Company reserves the right to change any of the dates referred to in this letter by notice to the ASX. The Directors may, before any transfer is affected under the Buy-Back, suspend or terminate the Buy-Back, either generally or in specific cases.