



25 August 2026

Dear Shareholder,

Avenira Limited - Notice of Renounceable Rights Issue to Ineligible Foreign Shareholders

On Monday, 17 August 2026, Avenira Limited (ASX: AEV) (**Company**) announced a pro-rata renounceable rights issue under which Eligible Shareholders (defined below) may subscribe for three new fully paid ordinary shares in the Company (**New Shares**) for every two existing fully paid ordinary shares held on Thursday, 20 August 2026 (**Record Date**) (**Entitlement**). The New Shares will be offered at an issue price of \$0.006 per New Share (**Offer Price**) to raise up to approximately \$48,870,807 before costs (**Rights Issue**).

The Rights Issue includes a top up offer under which Eligible Shareholders who have taken up their full Entitlement under the Rights Issue may apply for additional New Shares in excess of their pro-rata Entitlement, subject to restrictions in Chapter 6 of the Corporations Act (**Top Up Offer**). Applications under the Top Up Offer will only be considered to the extent there is a shortfall under the Rights Issue.

Eligible Shareholders

Only shareholders with a registered address in Australia, New Zealand, China, Hong Kong and Singapore will be eligible to participate in the Rights Issue (**Eligible Shareholders**).

Purpose of Rights Issue

The proceeds of the Rights Issue will be used to fund the mining fleet, ancillary equipment and long-lead procurement, the light vehicle fleet, camp expansion, offices and workshops, site infrastructure and road construction, and mine development and site access works in respect of the Wonarah Phosphate Project. The proceeds will also be used to fund the estimated expenses of the Rights Issue and for general working capital and general corporate purposes.

Prospectus

The Rights Issue will be made by way of a Prospectus (**Prospectus**). The Prospectus will be available on the Company's website at <https://avenira.com/> and on the ASX website at www.asx.com.au from Monday, 17 August 2026.

Indicative Timetable

The timetable for the Rights Issue is as follows:

Event	Date*
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Announcement of Rights Issue on the ASX Lodgement of Prospectus with ASIC and ASX Lodgement of Appendix 3B on ASX	Monday, 17 August 2026
Ex Date Rights trading commences on a deferred settlement basis	Wednesday, 19 August 2026
Record Date	Thursday, 20 August 2026
Prospectus with Entitlement and Acceptance Form dispatched to Eligible Shareholders Opening Date	Tuesday, 25 August 2026
Rights trading ends	Thursday, 3 September 2026
Shares quoted on a deferred settlement basis	Friday, 4 September 2026
Last day to extend the Closing Date (before 12:00pm AEST)	Monday, 7 September 2026
Closing Date (5:00pm AWST)	Thursday, 10 September 2026
Last day of deferred settlement trading Announcement of results of the Rights Issue New Shares under the Rights Issue issued Appendix 2A lodged with ASX applying for quotation of New Shares (before 12:00pm AEST)	Thursday, 17 September 2026
Trading in New Shares commences	Friday, 18 September 2026

* All dates (other than the date of the Prospectus and the date of lodgement of the Prospectus with ASIC and ASX) are indicative only. The Directors may extend the Closing Date in respect of the Rights Issue and Top Up Offer by giving at least 3 Business Days' notice to ASX prior to the Closing Date. As such the date the Shares issued under the offers are expected to commence trading on ASX may vary.

Capital structure

The share capital structure of the Company on completion of the Rights Issue will be as follows:

Securities	Subscription
Current capital structure	
Existing Shares	5,430,089,695
Options	135,000,000
Securities under the Rights Issue	
Maximum New Shares to be issued pursuant to the Rights Issue	8,145,134,543
Maximum Securities on issue after the Rights Issue	
Shares	13,575,224,238
Options	135,000,000

Ineligible Foreign Shareholders

A Shareholder whose registered address is outside of Australia, New Zealand, China, Hong Kong and Singapore will not be eligible to participate in the Rights Issue (each, an **Ineligible Foreign Shareholder**).

This decision has been made in accordance with ASX Listing Rule 7.7.1(a), after considering the costs of complying with legal and regulatory requirements in jurisdictions outside of Australia, New Zealand,

China, Hong Kong and Singapore. Accordingly, and in compliance with ASX Listing Rule 7.7.1(b), the Company advises that it will not be extending the Rights Issue to you.

In compliance with ASX Listing Rule 7.7.1(c), the Company has appointed Mahe Capital Pty Ltd (**Nominee**) as nominee for Ineligible Foreign Shareholders. The Nominee will have discretion to determine the timing and price at which the Entitlements may be sold, and the manner of any such sale. Further information regarding the exercise of this discretion is set out in the Prospectus.

The proceeds of sale will be distributed to the shareholders for whose benefit the New Shares are sold, in proportion to their shareholding as at the Record Date, after deducting the issue price and the costs of sale. If the proceeds of sale are less than the reasonable costs that would be incurred by the Company in distributing those proceeds, the Company may retain the proceeds.

Ineligible Foreign Shareholders may receive no net proceeds if the Offer Price plus the costs of sale exceed the sale proceeds.

This notice is to inform you of the Rights Issue. You are not required to do anything in respect of this letter.

For enquiries concerning the Rights Issue or the Prospectus, please contact the Company at:

- +61 8 9264 7000 or
- frontdesk@avenira.com

Yours sincerely



Brett Clark
Deputy Executive Chair

Authorised by the Board of Avenira Limited