



Announcement Summary

Entity name

R3D RESOURCES LIMITED

Date of this announcement

Monday January 30, 2023

The +securities the subject of this notification are:

Other

Total number of +securities to be issued/transferred

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
New class - code to be confirmed	Convertible Notes each with a face value of \$1,000 maturing on 27 January 2024	1,000	27/01/2023

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

R3D RESOURCES LIMITED

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

1.2 Registered number type

ABN

Registration number

53111398040

1.3 ASX issuer code

R3D

1.4 The announcement is

New announcement

1.5 Date of this announcement

30/1/2023



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

Other

Please specify

Issue of Convertible Notes on the terms disclosed on 16 December 2022.

2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:

does not have an existing ASX security code ("new class")



Part 3C - number and type of +securities the subject of this notification (new class) where issue has not previously been notified to ASX in an Appendix 3B

New +securities

ASX +security code

New class - code to be confirmed

+Security description

Convertible Notes each with a face value of \$1,000 maturing on 27 January 2024

+Security type

+Convertible debt securities

ISIN code

Date the +securities the subject of this notification were issued

27/1/2023

Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?

No

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02613420-2A1420795?access_token=83ff96335c2d45a094df02a206a39ff4

+Convertible debt securities Details

Type of +security

Convertible note or bond

+Security currency

AUD - Australian Dollar

Face value

AUD 1,000.00000000

Interest rate type

Fixed rate

Frequency of coupon/interest payments per year

Monthly

First interest payment date

31/1/2023

Interest rate per annum

15.00 %

Is the interest rate per annum estimated at this time?

No



s128F of the Income Tax Assessment Act status applicable to the +security

s128F exemption status unknown

Is the +security perpetual (i.e. no maturity)?

No

Maturity date

27/1/2024

Select other feature(s) applicable to the +security

Convertible

Is there a first trigger date on which a right of conversion, redemption, call or put can be exercised (whichever is first)?

No

Details of the existing class of +security that will be issued if the securities are converted, transformed or exchanged

Other

Description

Each Note is convertible into up to 6,667 fully paid ordinary R3D Shares (ASX:R3D) which will rank equally with existing R3D Shares, being a fixed conversion price of \$0.15 per R3D Share.

Any other information the entity wishes to provide about the +securities the subject of this notification

The Convertible Notes are otherwise on the terms set out in ASX announcement 16 December 2022. The 16 December 2022 announcement contemplated a drawdown and issue date of 15 January 2023. This was however delayed due to circumstances outside the Company's control. A total of 1,000 Notes are being issued, each with a Face Value of \$1,000, resulting in a total \$1,000,000 of Notes being issued.

Conversion cannot occur until shareholder approval has been received permitting the conversion of the Notes into Shares. The Company will convene a meeting within six months for this purpose.

Please provide any further information needed to understand the circumstances in which you are notifying the issue of these +securities to ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B

Notification by Appendix 3B was not made as the Company had issued an ASX Announcement on 16 December 2022 disclosing a summary of the proposed terms of the security and otherwise provided all material information relevant to the market and ASX about the proposal to issue this security.



Issue details

Number of +securities

1,000

Were the +securities issued for a cash consideration?

Yes

In what currency was the cash consideration being paid?

AUD - Australian Dollar

What was the issue price per +security?

AUD 1,000.00000000

Purpose of the issue

To raise additional working capital





Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this application, the +securities of the entity will comprise:

(A discrepancy in these figures compared to your own may be due to a matter of timing if there is more than one application for quotation/issuance currently with ASX for processing.)

4.1 Quoted +Securities (Total number of each +class of +securities quoted)

ASX +security code and description	Total number of +securities on issue
R3D : ORDINARY FULLY PAID	112,425,107

4.2 Unquoted +Securities (Total number of each +class of +securities issued but not quoted on ASX)

ASX +security code and description	Total number of +securities on issue
R3DAR : CONVERTIBLE NOTE	1
R3DAP : OPTION EXPIRING 14-JUL-2026 EX \$0.40	19,392,195
R3DAC : ORDINARY FULLY PAID RESTRICTED	600,000
R3DAE : ORDINARY FULLY PAID RESTRICTED	180,000
R3DAF : ORDINARY FULLY PAID RESTRICTED	714,740
R3DAG : ORDINARY FULLY PAID RESTRICTED	160,000
R3DAH : ORDINARY FULLY PAID RESTRICTED	27,621,237
R3DAD : ORDINARY FULLY PAID RESTRICTED	420,000
R3DAJ : OPTION EXPIRING VARIOUS DATE RESTRICTED	120,000
R3DAK : OPTION EXPIRING VARIOUS DATE RESTRICTED	84,000
R3DAL : OPTION EXPIRING VARIOUS DATE RESTRICTED	36,000
R3DAM : OPTION EXPIRING VARIOUS DATE RESTRICTED	142,948
R3DAN : OPTION EXPIRING VARIOUS DATE RESTRICTED	32,000



R3DAO : OPTION EXPIRING VARIOUS DATE RESTRICTED	15,024,252
R3DAQ : OPTION EXPIRING 14-JUL-2026 EX \$0.40	2,500,000
New class - code to be confirmed : Convertible Notes each with a face value of \$1,000 maturing on 27 January 2024	1,000



Part 5 - Other Listing Rule requirements

5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did not need any security holder approval under Listing Rule 7.1?

No

5.2 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?

No

5.2b Are any of the +securities being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

No

5.2c Are any of the +securities being issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

No