



ASX RELEASE (23 DECEMBER 2022)

## Placement to Directors and Director Note Issued

R3D Resources Limited (ASX: **R3D**) (the **Company**) advises that directors Jihad Malaeb and Stephen Bartrop (or their respective nominees) have today been issued a combined 2,000,000 Shares at \$0.10 each in a placement following shareholder approval received at the 2022 Annual General Meeting in November.

Additionally, the Company has today issued a \$500,000 Convertible Note to Mr Malaeb, replacing a \$500,000 directors loan provided by him to the Company earlier this year. The Convertible Note is convertible into shares at \$0.15, with further terms of its issue stated in the 2022 AGM Notice of Meeting and ASX Announcement of 20 October 2022.

This completes the issues of securities to directors following approval at the 2022 AGM.

### Cleansing Statement

As noted above, the Company has today issued Securities without disclosure to the recipients under Part 6D.2 of the Corporations Act 2001 (Cth) (the **Corporations Act**).

The Company hereby gives notice under Section 708A(5) of the Corporations Act that:

- (a) The Company has issued the Securities without disclosure to the recipients under Part 6D.2 of the Corporations Act;
- (b) as at the date of this notice, the Company has complied with the provisions of:
  - a. Chapter 2M of the Corporations Act as they apply to the Company; and
  - b. Section 674 of the Corporations Act; and
- (c) as at the date of this notice there is no information
  - a. that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
  - b. that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
    - i. the assets and liabilities, financial position and performance, profits and losses and prospects of the body; or
    - ii. the rights and liabilities attaching to the relevant securities

to the extent to which it is reasonable for investors and their professional advisers to expect to find the information in a disclosure document.

R3D Resources Limited (ASX: R3D)

ACN: 111 398 040

[r3dresources.com.au](http://r3dresources.com.au)

## **Appendices 3Y**

Relevant directors interest notices for each of Stephen Bartrop and Jihad Malaeb following today's issue of securities are attached.

Additionally, the Company notes that the Appendices 3Y released on 19 December 2022 for each of Bruce Hills and Michael Thirnbeck incorrectly disclosed the issue date of their combined \$130,000 participation in a \$0.10 placement as being 13 June 2022. The correct issue date was 13 December 2022. Corrected Appendices 3Y are attached.

This announcement has been approved by the Company Secretary of R3D Resources Limited.

Further Information:

### **Stephen Bartrop**

Managing Director

### **R3D Resources Limited**

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## **About R3D Resources Limited**

R3D Resources is a significant copper-gold explorer and developer in the Chillagoe Region in Far North Queensland. R3D owns several projects of varying maturity, with the most advanced being the Tartana mining leases, which contain an existing heap leach – solvent extraction – crystallisation plant. Work has commenced to restart this plant to provide future cash flow through the sale of copper sulphate. In Tasmania, Tartana has secured permitting to excavate and screen for export low-grade zinc furnace slag/matte from its Zeehan stockpiles in Western Tasmania and has been shipping zinc slag to South Korea. These two projects have the potential to generate a strong cash flow to underpin the R3D's extensive exploration activities in the Chillagoe region.

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

<b>Name of entity</b>	R3D RESOURCES LIMITED (ASX:R3D)
<b>ABN</b>	53 111 398 040

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Stephen Bartrop
<b>Date of last notice</b>	30 May 2022

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	<u>Tropo Resources Pty Ltd</u> Mr Bartrop is a controller of this holding.  <u>Seaside Property Investments Pty Limited</u> Mr Bartrop is a controller of this holding.  <u>Mr Stephen Bruce Bartrop &amp; Ms Kerryn Wendy Chisholm &lt;Fund On The Beach S/F A/C&gt;</u> Mr Bartrop is a joint registered holder and beneficiary of this holding.
<b>Date of change</b>	23 December 2022

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+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

<p><b>No. of securities held prior to change</b></p>	<p><u>Troppo Resources Pty Ltd</u>  2,905,748 Shares</p> <p>377,292 unlisted options at \$0.40 expiring on 14 July 2026</p> <p><u>Seaside Property Investments Pty Limited</u>  845,510 Shares</p> <p>125,919 unlisted options at \$0.40 expiring on 14 July 2026</p> <p><u>Mr Stephen Bruce Bartrop &amp; Ms Kerryn Wendy Chisholm &lt;Fund On The Beach S/F A/C&gt;</u>  5,871,392 shares</p> <p>5,922,566 unlisted options at \$0.40 expiring on 14 July 2026</p>
<p><b>Class</b></p>	<p>As above.</p>
<p><b>Number acquired</b></p>	<p>1,000,000 Shares</p>
<p><b>Number disposed</b></p>	<p>Nil.</p>
<p><b>Value/Consideration</b>  Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>\$0.10 per share (\$100,000)</p>
<p><b>No. of securities held after change</b></p>	<p><u>Troppo Resources Pty Ltd</u>  2,905,748 Shares</p> <p>377,292 Unlisted Options at \$0.40 expiring on 14 July 2026</p> <p><u>Seaside Property Investments Pty Limited</u>  1,845,510 Shares</p> <p>125,919 Unlisted Options at \$0.40 expiring on 14 July 2026</p> <p><u>Mr Stephen Bruce Bartrop &amp; Ms Kerryn Wendy Chisholm &lt;Fund On The Beach S/F A/C&gt;</u>  5,871,392 Shares</p> <p>5,922,566 Unlisted Options at \$0.40 expiring on 14 July 2026</p>
<p><b>Nature of change</b>  Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Shares issued to Seaside Property Investments Pty Ltd following participation in a placement approved by shareholders at the 2022 AGM.</p>

+ See chapter 19 for defined terms.

**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	No interest in contracts.
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
<b>Interest after change</b>	N/A

**Part 3 – <sup>+</sup>Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	N/A as no securities traded.
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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<sup>+</sup> See chapter 19 for defined terms.

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

<b>Name of entity</b>	R3D RESOURCES LIMITED (ASX:R3D)
<b>ABN</b>	53 111 398 040

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Jihad Malaeb
<b>Date of last notice</b>	30 May 2022

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	<u>Mr Jihad Malaeb &lt;Ayoub Malaeb A/C&gt;</u> Mr Malaeb is the registered holder of the securities.
<b>Date of change</b>	23 December 2022
<b>No. of securities held prior to change</b>	<u>Mr Jihad Malaeb &lt;Ayoub Malaeb A/C&gt;</u> 4,500,000 Shares.
<b>Class</b>	As above.
<b>Number acquired</b>	1,000,000 Shares  1 Convertible Note with a face value of \$500,000 convertible into 3,333,334 Shares
<b>Number disposed</b>	Nil.
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	1,000,000 Shares: \$0.10 per share (\$100,000) 1 Convertible Note: \$500,000
<b>No. of securities held after change</b>	<u>Mr Jihad Malaeb &lt;Ayoub Malaeb A/C&gt;</u> 5,500,000 Shares 1 Convertible Note with a face value of \$500,000 convertible into 3,333,334 Shares

+ See chapter 19 for defined terms.

## Appendix 3Y Change of Director's Interest Notice

<p><b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>1,000,000 Shares: Shares issued to Mr Jihad Malaeb ATF Ayoub Malaeb following participation in a placement approved by shareholders at the 2022 AGM.</p> <p>1 Convertible Note: Note issued to Mr Jihad Malaeb ATF Ayoub Malaeb replacing an earlier loan from Mr Malaeb of \$500,000 as approved by shareholders at the 2022 AGM.</p>
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### Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of “notifiable interest of a director” should be disclosed in this part.

<b>Detail of contract</b>	No interest in contracts.
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A
<b>Interest after change</b>	N/A

### Part 3 – <sup>+</sup>Closed period

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	N/A as no securities traded.
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

<sup>+</sup> See chapter 19 for defined terms.

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Introduced 30/09/01 Amended 01/01/11

<b>Name of entity</b>	R3D RESOURCES LIMITED (ASX:R3D)
<b>ABN</b>	53 111 398 040

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Bruce Hills
<b>Date of last notice</b>	30 May 2022

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Direct and Indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	<p><u>Bruce Hills Pty Ltd &lt;Bruce Hills Super Fund A/C&gt;</u> Mr Hills is both a controller and beneficiary of this holding.</p> <p><u>Bruce Hills Pty Ltd &lt;Hills Calugay Family A/C&gt;</u> Mr Hills is both a controller and beneficiary of this holding.</p>
<b>Date of change</b>	13 December 2022
<b>No. of securities held prior to change</b>	<p><u>Bruce Hills</u> 3,039 Shares</p> <p>507 Unlisted Options at \$0.40 expiring on 14 July 2026</p> <p><u>Bruce Hills Pty Ltd &lt;Bruce Hills Super Fund A/C&gt;</u> 2,133,272 Shares</p> <p>1,355,546 Unlisted Options at \$0.40 expiring on 14 July 2026</p> <p><u>Bruce Hills Pty Ltd &lt;Hills Calugay Family A/C&gt;</u> 1,138,526 Shares</p> <p>1,189,755 Unlisted Options at \$0.40 expiring on 14 July 2026</p>

+ See chapter 19 for defined terms.



**Appendix 3Y**  
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<b>Class</b>	As above.
<b>Number acquired</b>	200,000 Shares
<b>Number disposed</b>	Nil.
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$0.10 per share (\$20,000)
<b>No. of securities held after change</b>	<p><u>Bruce Hills</u> 3,039 Shares</p> <p>507 Unlisted Options at \$0.40 expiring on 14 July 2026</p> <p><u>Bruce Hills Pty Ltd &lt;Bruce Hills Super Fund A/C&gt;</u> 2,133,272 Shares</p> <p>1,355,546 Unlisted Options at \$0.40 expiring on 14 July 2026</p> <p><u>Bruce Hills Pty Ltd &lt;Hills Calugay Family A/C&gt;</u> 1,338,526 Shares</p> <p>1,189,755 Unlisted Options at \$0.40 expiring on 14 July 2026</p>
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Shares issued to Bruce Hills Pty Ltd <Hills Calugay Family A/C> following participation in a placement approved by shareholders at the 2022 AGM.

**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	No interest in contracts.
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	N/A
<b>Interest acquired</b>	N/A

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# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

<b>Name of entity</b>	R3D RESOURCES LIMITED (ASX:R3D)
<b>ABN</b>	53 111 398 040

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Michael Thirnbeck
<b>Date of last notice</b>	30 May 2022

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Direct
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	None.
<b>Date of change</b>	13 December 2022
<b>No. of securities held prior to change</b>	1,200,000 Shares  1,200,000 Unlisted Options with an exercise price of \$0.40, expiring on 14 July 2026
<b>Class</b>	As above.
<b>Number acquired</b>	400,000 Shares
<b>Number disposed</b>	Nil.
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$0.10 per share (\$40,000)
<b>No. of securities held after change</b>	1,600,000 Shares  1,200,000 Unlisted Options with an exercise price of \$0.40, expiring on 14 July 2026
<b>Nature of change</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Shares issued to Mr Thirnbeck following participation in a placement approved by shareholders at the 2022 AGM.

+ See chapter 19 for defined terms.

## Appendix 3Y Change of Director's Interest Notice

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### Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	No interest in contracts.
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
<b>Interest after change</b>	N/A

### Part 3 – +Closed period

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	N/A as no securities traded.
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

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<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A
<b>Interest after change</b>	N/A

**Part 3 – +Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	N/A as no securities traded.
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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