



SHARE PLACEMENT - ASX LISTING RULE 7.1A.4(B) & 3.10.5A NOTICE & CLEANSING NOTICE

Further to the Appendix 3B released by Red River Resources Limited (ASX: RVR) (“Red River” or “Company”) earlier today, the Company confirms that it has issued and allotted 76,100,000 fully paid ordinary shares (**Shares**) at \$0.185 per Share to institutional investors and strategic, professional and sophisticated investors (**Placement**).

The Placement Shares will rank equally with existing Shares on issue and are being issued under the Company’s 15% placement capacity and 10% placement facility in accordance with ASX Listing Rule 7.1 and 7.1A respectively.

As required by section 708A(6) of the *Corporations Act 2001* (Cth) (**Corporations Act**), the Company advises:

1. the Company issued the Shares without a disclosure under Part 6D.2 of the Act;
2. this notice is being given under section 708A(5)(e) of the Corporations Act;
3. as at the date of this notice, the Company has complied with:
 - (a) the provisions of Chapter 2M of the Act as they apply to the Company; and
 - (b) section 674 of the Corporations Act; and
 - (c) there is no information that is ‘excluded information’ (within the meaning of sections 708A(7) and 708A(8) of the Corporations Act).

For the purposes of ASX Listing Rule 3.10.5A and ASX Listing Rule 7.1A.4(B), the Company advises that:

- of the 76,100,000 Shares issued, 30,370,834 were issued in accordance with ASX Listing Rule 7.1A (“LR 7.1A Placement”) to raise a total of \$5,639,930.
- the 7.1A Placement of 30,370,834 Shares represented 7.97% of the expanded Shares on issue (i.e. immediately after the issue of Shares pursuant to Rule 7.1), resulting in a dilution to the existing holders of ordinary Shares by that amount;
- the Company considered the 7.1A Placement in conjunction to the 7.1 Placement as the most efficient and expedient method for raising the funds required by the Company, given the additional costs involved in undertaking a pro-rata offer and the limited level of participation from existing shareholders in the Company’s recent share purchase plan;
- the 7.1A Placement was not underwritten; and
- A brokers’ fee of 6% (+GST) of the total issue price of those 30,370,834 Shares was payable (i.e. approximately \$372,000).

On behalf of the Board,

Mel Palancian
Managing Director
Red River Resources Limited



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