

17 August 2020

Dear Shareholder

General Meeting

Cradle Resources Limited (ASX: CXX) (**Cradle or the Company**) is scheduled to hold a General Meeting (**Meeting**) at 11:00am (WST) on Friday, 18 September 2020.

Shareholders are being asked to approve two resolutions in relation to the Transactions, details which are set out in the Notice of Meeting:

1. Approval of Buy-Back Agreement; and
2. Approval of disposal of the Consideration Shares

As required by ASX Listing Rule 10.1, the Directors commissioned the Independent Expert to prepare a report on the Transactions to ascertain whether they are fair and reasonable.

The Independent Expert has concluded that the Transactions are fair and reasonable for Shareholders.

The Board of Cradle, having reviewed the Independent Expert Report, recommend that Shareholders vote in favour of the resolutions.

Due to the COVID-19 pandemic, the Meeting will be held virtually. There will not be a physical meeting where shareholders can attend in person. In accordance with the temporary modifications to the *Corporations Act 2001* (Cth) under the *Corporations (Coronavirus Economic Response) Determination (No. 1) 2020*, the Company is not sending hard copies of the Notice of Meeting (**Notice**) to shareholders. The Notice can be viewed and downloaded from the Company's website www.cradleresources.com.au. A copy of the Notice is also available on the Company's ASX market announcements page.

Enclosed with this letter is your Proxy Form. We encourage shareholders to read carefully and entirely the Notice and to vote by completing the proxy form and sending it back. This can be sent back via post, fax, email, online or by hand. The Company intends to conduct a poll on the resolutions in the Notice using the proxies filed prior to the Meeting and for Shareholders to be able to attend the Meeting virtually by teleconference.

The Meeting will be accessible to all Shareholders via teleconference, which will allow Shareholders to listen to and observe the Meeting. If you wish to attend the virtual Meeting, please contact the Company Secretary via info@cradleresources.com.au by no later than Wednesday, 16 September 2020 to complete the registration process and obtain access details. Shareholders should note that the teleconference will not provide for a voting mechanism during the Meeting.

Shareholders are asked to submit questions that relate to the formal items of business in the Notice in advance of the Meeting to the Company. Questions must be submitted by emailing the Company Secretary at info@cradleresources.com.au by no later than Wednesday, 16 September 2020. The Chairperson will attempt to respond to the questions during the Meeting. Shareholders are limited to a maximum of two questions each per resolution.

This announcement has been approved by the Board of Cradle.

Yours sincerely



Grant Davey
Executive Director