

5th August 2025

HERENCIA – £400,000 SEED CAPITAL RAISE

Herencia Resources Plc is pleased to offer existing shareholders an opportunity to participate in a seed capital investment round to raise £400,000 with funds being used to:

1. Increase our ownership to **100%** of the Great Caesar Gold Mining Leases in North Queensland, Australia;
 - a. Balance due to Joint Venture Partner AUD \$500,000.
2. Complete stages one & two of the exploration program in Quarters 3 & 4 of 2025.
 - Initial Stage 1 Exploration Program based on
 - Drilling along 260m of Great Caesar outcrop strike length
 - 20 holes targeting depths of 12m, 18m, 30m and 60m depth.
 - 540m total
 - Drilling High Grade Gossanous target at “The Tunnel” hand mined stope
 - 2 holes targeting 30m depth
 - 60m total
 - Total Drilling 600m
 - AUD \$180,000 including drilling, assays, support staff costs, mobilisation, demobilisation
 - Secondary Exploration Program to infill drill the Great Caesar outcrop
 - Focused program to set up measured and indicated resource status
 - 400m drilling
 - AUD \$120,000.

This is the first step in the process of progressively establishing a resource base of adequate scale to relist Herencia Resources on the London Stock Exchange Alternative Investment Market (AIM). Further details of this strategy are laid out in the attached letter.

1. Commencement date of Seed Capital Raise	5 th August 2025
2. Closure date for commitment to Share Subscription	15 th September 2025
3. Closure date for payment of funds	15 th September 2025
4. Shares on Issue prior to this Capital Raise - Ordinary	14,717,762
5. Shares on issue prior to this Capital Raise – Deferred	4,266,609
6. Number of Shares being Issued – Ordinary	16,000,000
7. Total number of ordinary shares on issue after this raise	30,717,762
8. Total number of deferred shares on issue after this raise	4,266,609
9. Issue share price	10.0 Pence per Share*

*: For each share subscribed for at 10.0 pence per share, the Company will issue three bonus shares from its share premium reserve account.

To participate: please completed the attached application forms and return them to the company secretary via email. You will need to arrange Electronic Funds Transfer of funds to the following account:

In Australia

Name: Herencia Resources Plc
Bank: ANZ Bank
BSB: 016 002
Account Number: 181094367

In the UK

Name: Carl Dumbrell FCA
Bank: HSBC
Sort Code: 40-07-30
Account Number: 32217597

Important Information:

- Investors will receive a receipt of payment for their investment immediately after the closure of this seed capital raise.
- All share placements are to be ratified at the 2025 Herencia Resources Annual General Meeting to be held prior to the 30th September 2025.
- Share Certificates will be issued upon receipt of funds.

For Further Information Contact:

Carl Dumbrell
Ph +61 402 277 282

carl@herenciaresources.com

Graham Duncan
Ph +44 7549 005681

g.duncan@graham-duncan.com

ACCEPTANCE FORM

To: Herencia Resources PLC

Attention: Carl Dumbrell
Email: carl@herenciaresources.com

We hereby immediately and irrevocably agree to a subscription of investment in new shares in the Company on the terms and conditions set out in your Offer dated 5th August 2025 and as summarised below:

	Subscription Amount (Minimum £2000)
HERENCIA SHARE PLACEMENT	£

We confirm and unconditionally agree to:

1. be bound by the Constitution of HER and all the terms and conditions as set out in your Offer and we understand that upon acceptance, the Offer and the commitment to subscribe for the Firm Allocation is irrevocable;
2. lodge with the Company the Firm Allocation – Application Form(s) asap and subscription monies to be payable to Company (“**HERENCIA RESOURCES PLC**”)
3. We additionally confirm that we fully comply with Section 708 of the Corporations Act 2001 (Cth) and all relevant anti money-laundering legislation and are eligible to participate in this Offer.

PLEASE COMPLETE AND SIGN BELOW

Applicant (full name, incorporation and registration):
Contact Name:
Telephone:
Address:
E-mail:

Signed for and on behalf of the Applicant by a duly Authorised Representative of the Applicant

Name:	
Title:	Signature:
Company:	Date:

By filling out and lodging this Application Form and Application Money the Applicant hereby:

1. applies for the amount specified in this Application Form
2. agrees to be bound by all terms and conditions of the Offer as detailed in the letter of offer from Herencia Resources PLC and the Constitution of the Company;
3. confirms that any allotment of Shares by the Company to the Applicant will comply fully with the Corporations Act 2001 (Cth) including the relevant provisions of section 708;

4. authorises an Authorised Representative of the Company or the Applicant to complete or amend this Application Form where necessary to correct any errors or omissions

COMPLETED FORMS MUST BE LODGED WITH PAYMENT