



R3D Resources Limited | ACN: 111 398 040 | ASX: R3D

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4 February 2021

R3D Resources Commences Formal Takeover of Tartana Resources

R3D Resources Limited (ASX: R3D) (R3D or Company) advises that it is making an all scrip takeover bid for 100% of the fully paid ordinary shares and 100% of the options in Tartana Resources Limited (**Bid**).

On 8 December 2020 the Company advised that it proposed to acquire Tartana Resources, an Australian mineral exploration and development company with copper, zinc and gold assets in north Queensland and western Tasmania (**Acquisition**).

R3D Shareholders approved the Acquisition at the AGM on 27 January 2021.

The essential terms of the Bid are an offer by R3D to Tartana Shareholders and Tartana Optionholders of:

- one (1) R3D Share per each Tartana Share held by a Tartana Share Holder
- one (1) R3D Option per each five (5) Tartana Shares held by a Tartana Share Holder
- one (1) R3D Option per each Tartana Option held by a Tartana Option Holder

provided that:

- R3D completes a 1 for 4 consolidation
- There is a minimum 90% acceptance of Tartana Shares on issue
- R3D will be re-listed on the ASX and the quotation of R3D Shares will occur within 20 business days after Completion
- R3D successfully completing a Public Offer to raise \$4.25 million.
- The ASX granting a waiver in relation to the application of Chapter 9 of the ASX Rules resulting in the securities of Tartana Security Holders being treated not less favourably than if Tartana were undertaking a direct initial public offering under Chapter 1 of the ASX Rules.

Investors in both Tartana Resources do not need to take any action in relation to the Bid at the present time. The indicative timetable in relation to the Bid is set out below:

Key Event	Date
Lodgement of R3D Resources Bidders Statement with ASX, ASIC and Tartana Resources	5 February 2021
Dispatch of Bidder's Statement and Offer Opens	19 February 2021
Offer Closes (unless extended)	22 March 2021

For further information, please contact:

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ASX release authorised by Chairman, Daniel Yeo.