



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

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29 January 2021

R3D Business Update & Appendix 4C

R3D Resources Limited (ASX: R3D) (formerly R3D Resources Limited) (**R3D Resources** or **Company**) provides an update on the Company's operations and business activity, as well as the Appendix 4C for the December 2020 quarter.

Change of Name

Following shareholder approval at the AGM held on 27 January 2021, the Company has changed its name to R3D Resources Limited. The ticker code 'R3D' will remain unchanged. In accordance with ASX's standard notice protocol, it is expected that the new company name will be effective on ASX from Monday, 1 February 2021.

Activities

The principal activities of the Company during the reporting period were advancing the re-quotations of the Company's Shares on the ASX through a Reverse Takeover of Tartana Resources Limited (**Tartana**).

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

Through the Acquisition, the objective of R3D Resources is to become a significant copper-gold explorer and developer in the Chillagoe Region in North Queensland.

The following presents a revised indicative timetable (subject to ASX approval) to Completion of the Acquisition and re-quotations of the Company's Shares on the ASX.

Prospectus Date	Wednesday, 3 February 2021
Offers opens	Wednesday, 10 February 2021
Takeover Closing Date	Monday, 22 March 2021
Receipt of ASX confirmation that Chapters 1 and 2 requirements satisfied / Offer expected to Close	Wednesday, 10 March 2021
Effective Date of Consolidation	Friday, 12 March 2021
Allot securities to successful applicants	Wednesday, 17 March 2021
Completion of Consolidation	Tuesday, 23 March 2021
Completion of Acquisition	Tuesday, 23 March 2021
Expected date for dispatch of shareholding statements	Wednesday, 24 March 2021
Reinstatement of the Company to the Official List of the ASX and re-commencement of trading on ASX	Wednesday, 30 March 2021

Public Offer

R3D Resources will lodge a Prospectus with ASIC on or around 3 February 2021 inviting investors to apply for 21,250,000 Shares at an issue price of \$0.20 per Share to raise a minimum of \$4,250,000 with attaching Options on a 1 for 5 basis, exercisable at \$0.40 within 5 years from the date of issue (**Offer**).

Priority Offer

R3D Resources and Tartana Shareholders will be given priority for an allocation of 10,000 Shares if they submit a valid Application for at least 10,000 Shares.

R3D Resources and Tartana Shareholders may apply for more Shares under the Priority Offer and will be given preference over other subscribers except to the extent necessary to meet the spread requirements of the Listing Rules.

The Offer will be made in, or accompanied by, a copy of the Prospectus. If R3D Resources Shareholders wish to acquire additional R3D Resources securities, they will need to complete the application form that is in the prospectus.

Corporate

On 8 January 2021, the Company advised the resignation of Florence Fang as CEO of the Company. Pending Completion of the Acquisition, Non-Executive Chairman, Daniel Yeo has assumed responsibilities as acting CEO.

On 27 January 2021 the Company held its AGM where all resolutions were passed by an overwhelming majority (ASX: 27/1/21, Results of Meeting).

For further information, please contact:

E: sydneyhq@r3d.com.au

ASX release authorised by Chairman, Daniel Yeo.

Appendix 4C

Quarterly cash flow report for entities subject to Listing Rule 4.7B

Name of entity

R3D Global Limited

ABN

53 111 398 040

Quarter ended ("current quarter")

31 December 2020

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (6 months) \$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers	131	280
1.2 Payments for		
(a) research and development	-	-
(b) product manufacturing and operating costs	-	-
(c) advertising and marketing	-	-
(d) leased assets	-	-
(e) staff costs	(58)	(92)
(f) administration and corporate costs	(295)	(381)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	-	-
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Government grants and tax incentives	-	-
1.8 Other (provide details if material)		
- legal costs	(17)	(17)
1.9 Net cash from / (used in) operating activities	(239)	(210)
2. Cash flows from investing activities		
2.1 Payments to acquire or for:		
(a) entities	-	-
(b) businesses	-	-
(c) property, plant and equipment	-	-
(d) investments	-	-
(e) intellectual property	-	-

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (6 months) \$A'000
(f) other non-current assets	-	-
2.2 Proceeds from disposal of:		
(a) entities	-	-
(b) businesses	-	-
(c) property, plant and equipment	-	-
(d) investments	-	-
(e) intellectual property	-	-
(f) other non-current assets	-	-
2.3 Cash flows from loans to other entities	-	-
2.4 Dividends received (see note 3)	-	-
2.5 Other (provide details if material)	-	-
2.6 Net cash from / (used in) investing activities	-	-

3. Cash flows from financing activities		
-3.1 Proceeds from issues of equity securities (excluding convertible debt securities)	-	-
3.2 Proceeds from issue of convertible debt securities	-	-
3.3 Proceeds from exercise of options	-	-
3.4 Transaction costs related to issues of equity securities or convertible debt securities	-	-
3.5 Proceeds from borrowings	-	250
3.6 Repayment of borrowings	-	-
3.7 Transaction costs related to loans and borrowings	-	-
3.8 Dividends paid	-	-
3.9 Other (provide details if material)	-	-
3.10 Net cash from / (used in) financing activities	-	250

4. Net increase / (decrease) in cash and cash equivalents for the period		
4.1 Cash and cash equivalents at beginning of period	410	131
4.2 Net cash from / (used in) operating activities (item 1.9 above)	(239)	(210)
4.3 Net cash from / (used in) investing activities (item 2.6 above)	-	-

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (6 months) \$A'000
4.4	Net cash from / (used in) financing activities (item 3.10 above)	-	250
4.5	Effect of movement in exchange rates on cash held	(3)	(3)
4.6	Cash and cash equivalents at end of period	168	168

5.	Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1	Bank balances	168	410
5.2	Call deposits	-	-
5.3	Bank overdrafts	-	-
5.4	Other (provide details)	-	-
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	168	410

6.	Payments to related parties of the entity and their associates	Current quarter \$A'000
6.1	Aggregate amount of payments to related parties and their associates included in item 1	-
6.2	Aggregate amount of payments to related parties and their associates included in item 2	-
<i>Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments.</i>		

7. Financing facilities <i>Note: the term "facility" includes all forms of financing arrangements available to the entity. Add notes as necessary for an understanding of the sources of finance available to the entity.</i>	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
7.1 Loan facilities	250	250
7.2 Credit standby arrangements	-	-
7.3 Other (please specify)	-	-
7.4 Total financing facilities	250	250
7.5 Unused financing facilities available at quarter end		-
7.6 Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.		

8. Estimated cash available for future operating activities	\$A'000
8.1 Net cash from / (used in) operating activities (item 1.9)	(239)
8.2 Cash and cash equivalents at quarter end (item 4.6)	168
8.3 Unused finance facilities available at quarter end (item 7.5)	-
8.4 Total available funding (item 8.2 + item 8.3)	168
8.5 Estimated quarters of funding available (item 8.4 divided by item 8.1)	<1
<i>Note: if the entity has reported positive net operating cash flows in item 1.9, answer item 8.5 as "N/A". Otherwise, a figure for the estimated quarters of funding available must be included in item 8.5.</i>	
8.6 If item 8.5 is less than 2 quarters, please provide answers to the following questions:	
8.6.1 Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?	
Answer: No. Operating cash flows will increase following acquisition of Tartana Resources, to be funded through a \$4.25 million Public Offer.	
8.6.2 Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?	
Answer: Yes. The Company is about to embark on a \$4.25 million Public Offer, which the Company is confident will be successful.	

8.6.3 Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?

Answer: Shareholders approved a number of resolutions at its AGM on 27 January 2021 including a change in scale and activities, with a successful Public Offer, the Company is confident it will be able to meet its new business objectives.

Note: where item 8.5 is less than 2 quarters, all of questions 8.6.1, 8.6.2 and 8.6.3 above must be answered.

Compliance statement

- 1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
- 2 This statement gives a true and fair view of the matters disclosed.

Date: 29 January 2021

Authorised by: Daniel Yeo, Executive Chairman and Acting CEO
(Name of body or officer authorising release – see note 4)

Notes

1. This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.
2. If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, *AASB 107: Statement of Cash Flows* apply to this report. If this quarterly cash flow report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standard applies to this report.
3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.
4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [name of board committee – eg Audit and Risk Committee]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".
5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.