



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

169 Blues Point Road McMahons Point NSW 2060 Australia | T +61 2 9392 8032

ASX Announcement

12 July 2021

Tartana Resources Limited Takeover Offer – Status of Defeating Conditions

For the purposes of section 630(4) and 650F of the *Corporations Act 2001* (Cth), R3D Resources Limited (**R3D**) encloses, by way of service, the notice of the status of the defeating and other conditions to the off-market takeover offer of all of the shares and options in Tartana Resources Limited (**Tartana**).

R3D advises all Tartana shareholders that the offers are now unconditional and will close at 7:00pm (Sydney Time) on 31 July 2021.

This announcement is authorised by the Board of R3D.



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Notice of Fulfilment of defeating condition under Section 630(4) and 650F of the Corporations Act 2001 (Cth)

To: Tartana Resources Limited (ACN 126 905 726) (**Tartana**); and
Australian Securities and Investments Commission (**ASIC**).

For the purposes of section 630(4) and 650F of the Corporations Act 2001 (Cth) (**Corporations Act**), R3D Resources Limited (ACN 119 111 398 040) (**R3D Resources**), gives notice in relation to the offers made under its takeover bid for all of the ordinary shares and options in Tartana Resources Limited (**Tartana**) and contained in its R3D bidder's statement dated 5 February 2021, the First Supplementary Bidder Statement dated 8 April 2021, and Second Supplementary Bidder Statement dated 17 April 2021 (**Bidder's Statement**).

Terms defined in the Bidder's Statement have the same meaning when used in this notice.

The defeating conditions contained in section 14.4 and 14.5 of the Bidder's Statement relating to:

- The ASX approving the reinstatement of R3D to Official Quotation;
- 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; and
- R3D successfully completing a Public Offer to raise \$4.25 million.

have been fulfilled.

Further, each condition in section 14.2 (**Regulatory Approval**), 14.3 (**No restraint adversely affecting the Offer**), section 14.6 (**No Tartana Prescribed Occurrence**), 14.7 (**No Tartana Material Adverse Change**) and section 14.8 (**Representations**) have been waived.

The condition in section 14.1 (**Minimum acceptance condition**) was fulfilled on 26 March 2021.

Accordingly, the Offer is now free of all conditions.

R3D Resources has received acceptances with respect to Tartana Shares of 99.83% and Tartana Options of 100%.

For further information regarding the offers, please refer to the Bidder's Statement which was sent to Tartana shareholders on 19 February 2021 and is available on the ASX.

Dated: 12 July 2021

A handwritten signature in black ink, appearing to read 'Daniel Yeo Chin Tuan', with a small dot below it.

Signed for and on behalf of
R3D Resources Limited

Daniel Yeo Chin Tuan,
Chairman