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REALM RESOURCES LIMITED

ASX/Media Release

20 August 2013

**NOTE: ISSUE PRICE HAS BEEN CHANGED FROM \$0.0032 TO
\$0.004 FROM PREVIOUS DOCUMENTS**

**RRP ANNOUNCES \$7 MILLION PARTIALLY UNDERWRITTEN PRO-RATA
RENOUNCEABLE ENTITLEMENT OFFER**

Realm Resources Limited ("RRP") today announced that it is undertaking a partially underwritten pro-rata renounceable entitlement offer of 37 new shares for every 9 existing ordinary shares in the issued capital of RRP ("Share") held as at 7.00pm (AEST) on 28 August 2013 ("Record Date") at an issue price of \$0.004 per Share ("Entitlement Offer"). The Entitlement Offer will open at 10:00am (AEST) on 30 August 2013 and close at 5:00pm (AEST) on 13 September 2013.

Price

The issue price of \$0.004 per Share represents a discount of:

- 20% to the closing price of Shares on 19 August 2013 (being the last day before announcement of the Entitlement Offer); and
- 4.7% to the theoretical ex-rights price ("TERP").

Entitlement

Eligible shareholders will be entitled to subscribe for 37 new Shares for every 9 existing Shares ("Entitlement") held as at 7.00pm (AEST) on the Record Date. New Shares issued under the Entitlement Offer will be fully paid and will rank equally in all respects with existing Shares on issue.

Renounceability

The Entitlement Offer is renounceable and entitlements may be traded on the ASX or otherwise transferred if eligible shareholders do not wish to take up some or all of the new Shares to which they are entitled.

Additional Shares

Eligible shareholders may also apply for Shares in excess of their Entitlement which are not taken up under the Entitlement Offer ("Additional Shares"). RRP will issue Additional Shares to those eligible shareholders who apply for Additional Shares on a pro-rata basis. The directors reserve the right to place any Additional Shares which are not subscribed for by eligible shareholders and do not form part of the underwritten Shares at their discretion within three months of the closing date of the Entitlement Offer.

Underwriting

Under the terms of an underwriting agreement entered into between RRP and the Underwriter Veritas Securities Limited (the “Underwriter”) has agreed to underwrite the Entitlement Offer to the extent of 1,500,000,000 Shares or A\$6 million. Taurus Funds Management Pty Limited (“TFM”) will sub-underwrite the Entitlement Offer to the same extent pursuant to a sub-underwriting agreement with the Underwriter. TFM currently holds 31.86% of Shares in RRP, and may hold up to 84.9% of the issued capital of RRP at the completion of the Entitlement Offer if it is not fully subscribed.

Eligibility

Entitlements can only be exercised by shareholders with a registered address in Australia or New Zealand, and certain persons in Singapore, Hong Kong or the United Kingdom provided that, in each case, such person is not in the United States and is not acting for the account or benefit of a person in the United States.

Persons in the United States and persons acting for the account or benefit of persons in the United States will not be eligible to purchase or trade Entitlements on the ASX or take up or exercise Entitlements purchased on the ASX or transferred from another person. If holders at the end of the trading period do not meet the eligibility criteria, they will not be able to exercise the Entitlements and, as a result, they may receive no value for them.

For further details on who is an eligible shareholder, please refer to the investor presentation the Offer Booklet, scheduled to be despatched on 30 August 2013.

Timetable

Entitlement Offer	Date
"Ex" date rights trading starts	22 August 2013
Record Date for eligibility to participate in the Entitlement Offer	28 August 2013
Offer Booklet despatched	30 August 2013
Rights trading ends	6 September 2013
Acceptances close	13 September 2013
ASX notified of under subscriptions	17 September 2013
Eligible shareholders may apply for any Additional Shares	19 September 2013
Issue date	20 September 2013

All dates are in 2013 and times refer to Australian Eastern Standard Time (“AEST”). The timetable is indicative only. RRP, in conjunction with the Underwriter, reserves the right to amend any or all of these dates and times, to accept late applications either generally or, in particular cases, to withdraw the Entitlement Offer without prior notice subject to the Corporations Act, the ASX Listing Rules and other applicable laws. The commencement of quotation and trading of Entitlements and new Shares is subject to ASX confirmation.

Further information



Further details on the Entitlement Offer (including eligibility and underwriting) will be included in the Investor Presentation which has been lodged with ASX today and in the Offer Booklet.

Shareholder enquiries

If you have any enquiries, please contact:

Richard Rossiter, Executive Chairman or Theo Renard Finance Director, +61 2 9252 2186



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This announcement does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States. No action has been, or will be, taken to register, qualify or otherwise permit a public offering of the New Shares in any jurisdiction outside Australia or New Zealand. In particular, neither the Entitlements nor the New Shares referred to herein have been, nor will be, registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") or under the securities laws of any state or other jurisdiction of the United States. Accordingly, the Entitlements may not be issued to, purchased or traded by, or taken up or exercised by, and the Entitlements and New Shares may not be offered or sold to, persons in the United States or persons who are acting for account or benefit of persons in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable U.S. state securities laws. The Entitlements and the New Shares to be offered and sold in the Retail Entitlement Offer may only be offered and sold outside the United States in 'offshore transactions' (as defined in Rule 902(h) under the Securities Act) in reliance on Regulation S under the Securities Act.

This announcement contains certain forward-looking statements. Forward-looking statements include those containing words such as "anticipate", "believe", "expect", "project", "forecast", "estimate", "likely", "intend", "should", "could", "may", "target", "plan", "consider", "foresee", "aim", "will" and other similar expressions. Any forward-looking statements, opinions and estimates provided in this announcement are based on assumptions and contingencies which are subject to change without notice and involve known and unknown risks and uncertainties and other factors which are beyond the control of RRP. This includes any statements about market and industry trends, which are based on interpretations of current market conditions. This announcement includes forward looking statements in relation to RRP's future financial results.

Actual results, performance or achievements may vary materially from any projections and forward-looking statements and the assumptions on which those statements are based. Readers are cautioned not to place undue reliance on forward-looking statements and RRP assumes no obligation to update such information.

The provision of this document is not, and should not be considered as, financial product advice. The information in this document is general information only, and does not take into account your individual objectives, taxation position, financial situation or needs. If you are unsure of your position, please contact your accountant, tax adviser, stockbroker or other professional adviser.

REALM RESOURCES LTD

Entitlement Offer

INVESTOR PRESENTATION

20 August 2013

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Important notice and disclaimer

This presentation may not be distributed or released in the United States.

This presentation has been prepared by Realm Resources Limited ABN 98 008 124 025 (**RRP**). This presentation has been prepared, in part, in relation to a pro-rata renounceable entitlement offer (with entitlements trading) of new ordinary shares in RRP (New Shares), to be made to eligible shareholders of RRP, under section 708AA of the Corporations Act 2001 (Cth) (**Corporations Act**) as notionally modified by Australian Securities and Investments Commission (ASIC) Class Order 06/35 and other relief (together, the **Entitlement Offer**).

RRP reserves the right to vary the dates of the Entitlement Offer or to withdraw the Entitlement Offer without prior notice.

Summary information

This presentation contains summary information about RRP, its subsidiaries and their activities which is current as at 20, August 2013. The information in this presentation is of a general nature and does not purport to be complete nor does it contain all the information which a prospective investor may require in evaluating a possible investment in RRP or that would be required in a prospectus or product disclosure statement prepared in accordance with the requirements of the Corporations Act. It has been prepared by RRP with due care but no representation or warranty, express or implied, is provided in relation to the accuracy or completeness of the information.

Statements in this presentation are made only as of the date of this presentation unless otherwise stated and the information in this presentation remains subject to change without notice. RRP is not responsible for updating, nor undertakes to update, this presentation. The information in this presentation should be read in conjunction with RRP's other periodic and continuous disclosure announcements lodged with the Australian Securities Exchange (ASX), which are available at www.asx.com.au.

Items depicted in photographs and diagrams are not assets of RRP, unless stated.

Important notice and disclaimer

Not an offer

This presentation is not a prospectus, product disclosure statement or other offering document under Australian law or any other law. This presentation is for information purposes only and is not an invitation or offer of securities for subscription, purchase or sale in any jurisdiction (and will not be lodged with the U.S. Securities and Exchange Commission).

The offer booklet for the Entitlement Offer will be available following its lodgement with ASX on or about 30, August 2013 (**Offer Booklet**). Any eligible shareholder who wishes to participate in the Entitlement Offer should consider the Offer Booklet **and** will need to apply in accordance with the instructions contained in the Offer Booklet and the entitlement and application form.

This presentation does not constitute investment or financial product advice (nor tax, accounting or legal advice) or any recommendation to acquire entitlements in respect of New Shares (**Entitlements**) or New Shares and does not and will not form any part of any contract for the acquisition of Entitlements or New Shares.

The information in this presentation does not constitute an offer in any jurisdiction in which, or to any person to whom, it would not be lawful to make such an offer. No action has been taken to register or qualify the Entitlement Offer, or otherwise permit a public offering of New Shares, in any jurisdiction outside of Australia **and** New Zealand in particular, this presentation may not be released or distributed in the United States. This presentation does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States. Neither the New Shares nor the Entitlements have been, or will be, registered under the U.S. Securities Act of 1933, as amended (the **Securities Act**) or the securities laws of any state or other jurisdiction of the United States. Accordingly, the Entitlements may not be issued to, purchased or traded by, or taken up or exercised by, and the New Shares may not be offered or sold, directly or indirectly, to persons in the United States or persons who are acting for the account or benefit of a person in the United States, unless they are offered and sold in a transaction exempt from, or not subject to, the registration requirements of the Securities Act and any other applicable state securities laws.

The distribution of this presentation (including an electronic copy) outside Australia **and** New Zealand may be restricted by law. If you come into possession of this presentation, you should observe such restrictions and should seek your own advice on such restrictions. Any non-compliance with these restrictions may contravene applicable securities laws. Refer to the 'International offer restrictions' section of this presentation for more information.

Not financial product advice

Each recipient of this presentation should make its own enquiries and investigations regarding all information in this presentation including but not limited to the assumptions, uncertainties and contingencies which may affect future operations of RRP and the impact that different future outcomes may have on RRP.

It has been prepared without taking into account the objectives, financial or tax situation or needs of individuals. Before making an investment decision, prospective investors should consider the appropriateness of the information having regard to their own objectives, financial and tax situation and needs and seek legal and taxation advice appropriate for their jurisdiction. RRP is not licensed to provide financial product advice in respect of an investment in New Shares. Cooling off rights do not apply to the acquisition of New Shares.

Important notice and disclaimer

Investment risk

An investment in RRP shares is subject to known and unknown risks, some of which are beyond the control of RRP. RRP does not guarantee any particular rate of return or the performance of RRP nor does it guarantee any particular tax treatment. Investors should have regard to the risk factors outlined in this presentation when making their investment decision.

Financial data

All dollar values are in Australian dollars (AU\$ or AUD) unless otherwise stated. Investors should note that this presentation contains pro forma financial information which has not been subject to audit or review. The pro forma financial information and past information provided in this presentation is for illustrative purposes only and is not represented as being indicative of RRP's views on its future financial condition and/or performance. The pro forma financial information has been derived by RRP from financial information prepared in accordance with the measurement and recognition requirements, but not the disclosure requirements, of applicable accounting standards and other mandatory reporting requirements in Australia.

Future performance

This presentation contains certain 'forward-looking statements'. Forward-looking statements include those containing words such as: 'anticipate', 'believe', 'expect', 'project', 'forecast', 'estimate', 'likely', 'intend', 'should', 'could', 'may', 'target', 'plan', 'consider', 'foresee', 'aim', 'will' and other similar expressions. Any forward-looking statements, opinions and estimates provided in this presentation are based on assumptions and contingencies which are subject to change without notice and involve known and unknown risks and uncertainties and other factors which are beyond the control of RRP, including the risks and uncertainties described in the 'Key risks' section of this presentation. This includes any statements about market and industry trends, which are based on interpretations of current market conditions.

Forward-looking statements may include indications, projections, forecasts and guidance on sales, earnings, dividends and other estimates. Forward-looking statements are provided as a general guide only and should not be relied upon as an indication or guarantee of future performance. Actual results, performance or achievements may differ materially from those expressed or implied in such statements any projections and assumptions on which those statements are based. These statements may assume the success of RRP's business strategies. The success of any of these strategies is subject to uncertainties and contingencies beyond RRP's control, and no assurance can be given that any of the strategies will be effective or that the anticipated benefits from the strategies will be realised in the period for which the forward-looking statement may have been prepared or otherwise. Readers are cautioned not to place undue reliance on forward-looking statements and except as required by law or regulation, RRP assumes no obligation to update these forward-looking statements.

To the maximum extent permitted by law, the directors of RRP, RRP, the underwriter and any of its related bodies corporate and affiliates, and their officers, partners, employees, agents, associates and advisers disclaim any obligations or undertaking to release any updates or revisions to the information in this presentation to reflect any change in expectations or assumptions, do not make any representation or warranty, express or implied, as to the accuracy, reliability or completeness of such information, or likelihood of fulfillment of any forward-looking statement or any event or results expressed or implied in any forward-looking statement, and disclaim all responsibility and liability for these forward-looking statements (including, without limitation, liability for negligence).

Past performance

Investors should note that past performance, including past share price performance and pro forma historical information are included for illustrative purposes only, and cannot be relied upon as an indicator of (and provides no guidance as to) future RRP performance, including future financial position or share price performance.

Important notice and disclaimer

Disclaimer

Neither the underwriter, nor any of its or RRP's respective advisers or any of their respective affiliates, related bodies corporate, directors, officers, partners, employees and agents have authorised, permitted or caused the issue, submission, dispatch or provision of this presentation and, except to the extent referred to in this presentation, none of them makes or purports to make any statement in this presentation and there is no statement in this presentation which is based on any statement by any of them.

For the avoidance of doubt, the underwriter and its respective advisers, affiliates, related bodies corporate, directors, officers, partners, employees and agents have not made or purported to make any statement in this presentation and there is no statement in this presentation which is based on any statement by any of them.

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To the maximum extent permitted by law, the directors of RRP, RRP, the underwriter and their respective advisers, affiliates, related bodies corporate, directors, officers, partners, employees and agents make no representation or warranty, express or implied, as to the currency, accuracy, reliability or completeness of information in this presentation and, with regards to the underwriter, it and its advisers, affiliates, related bodies corporate, directors, officers, partners, employees and agents take no responsibility for any part of this presentation or the Entitlement Offer.

The underwriter and its advisers, affiliates, related bodies corporate, directors, officers, partners, employees and agents make no recommendations as to whether you or your related parties should participate in the Entitlement Offer nor do they make any representations or warranties to you concerning the Entitlement Offer, and you represent, warrant and agree that you have not relied on any statements made by the underwriter, or its advisers, affiliates, related bodies corporate, directors, officers, partners, employees or agents in relation to the Entitlement Offer and you further expressly disclaim that you are in a fiduciary relationship with any of them.

Acceptance

By attending an investor presentation or briefing, or accepting, accessing or reviewing this document, you represent and warrant that you are entitled to receive this presentation in accordance with the restrictions set out above and you acknowledge and agree to the terms set out above.

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Executive summary

- Entitlement offer
- Use of proceeds and rationale
- Financial update and outlook
- Summary of key risks
- Q&A

Appendices

- i. Key risks
- ii. International selling restrictions
- iii. Restrictions on eligibility to exercise and trade entitlements
- iv. Contacts

Executive summary

Equity raising

- Partially underwritten pro rata renounceable entitlement offer to raise gross proceeds of approximately up to \$7 million
- Entitlements offered on a 37 for 9 basis at \$0.004 per share (approximately 1,750,000,000 New Shares) to eligible shareholders
- 20% discount to the average market price of shares over the 5 days before announcement of the Entitlement Offer.

Use of proceeds

- Proceeds will be used to:
 - Repay the \$5 million Taurus Funds Management (“TFM”) Convertible Note
 - Progress the selection of strategic investors and off-takers for RRP’s Indonesian coal project as well as investigate a potential SGX listing
 - Fund current and future growth and business development initiatives

Rationale for the Entitlement Offer

- To repay TFM Convertible Note and remove debt obligation, thereby simplifying RRP’s capital structure which will assist in discussions with potential strategic and project funders
- To give all shareholders an equal opportunity to participate on similar terms
- To fund work for completion of final licensing of the Katingan Ria Project

Executive summary

Financial update

- Audited results for the 12 months to 31 December 2012
 - Revenue: \$4.3 million
 - EBITDA: (\$9 million)
 - Loss for the year: (\$9.1 million)
- RRP expects to report a reduction in losses for the six months ending 30 June 2013
- Alumicor – discussions are currently underway with Hulammin to improve current tolling arrangement as well as increase volume throughput at Alumicor. Alumicor is a volume dependent business, increased volumes improve profitability and cash flow
- Since the 1st quarter of 2013 expenditure on the Katingan Ria project has been significantly reduced as geological and feasibility study work has been completed

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Overview of the Entitlement Offer¹

Offer size	- Partially underwritten pro rata renounceable entitlement offer with entitlements trading² to raise approximately \$7 million - Approximately 1,750,000,000 New Shares to be issued
Offer Price	\$0.004 per New Share, representing a: 20% discount to last closing price of \$0.005 per share on the day before announcement of the Entitlement Offer; 20% discount to the average market price of shares over the 5 days before announcement of the Entitlement Offer 4.7% discount to TERP³
Offer	- Entitlement Offer open to eligible shareholders in Australia, or New Zealand and certain categories of investors in Singapore, Hong Kong and the United Kingdom from 20, August 2013 to 13, September 2013 - Entitlements trade on market from 22, August 2013 to 6, September 2013² - Eligible shareholders may apply for additional Entitlements not taken up
Ranking	New Shares will rank equally with existing shares from the date of allotment
Record Date	7:00pm on 28, August 2013
Underwriting	Partially underwritten by Veritas Securities Limited

Notes:

1. All times refer to Australian Eastern Standard Time. Dates and Times are indicative only and are subject to change.
2. Refer to page 34 for restrictions on eligibility criteria to trade and exercise entitlements.
3. Theoretical Ex-Rights Price (TERP) is the theoretical price at which RRP shares should trade immediately after the ex-date for the Entitlement Offer. TERP is a theoretical calculation only: the actual price at which RRP's shares will trade immediately after the ex-date will depend on many factors and may not be equal to TERP. TERP is calculated with reference to RRP's closing share price on 19, August 2013.

Key dates¹

Event	Date
Announcement Date	20 August 2013
Entitlements commence trading	22 August 2013
Record date	28 August 2013
Offer Booklet despatched	30 August 2013
Entitlements trading on market ends	6 September 2013
Entitlement Offer closes	13 September 2013
Shortfall application date	19 September 2013
Allotment of New Shares	20 September 2013
New Shares under Entitlement Offer commence trading on a normal settlement basis	20 September 2013

Notes: All times refer to Australian Eastern Standard Time. Dates and Times are indicative only and are subject to change.

Underwriting

Underwriting

The Entitlement Offer will be underwritten by Veritas Securities Limited (the Underwriter) to the extent of 1,500,000,000 New Shares or A\$6 million under the terms of an underwriting agreement entered into between RRP and the Underwriter. Taurus Funds Management (“TFM”) will sub-underwrite the Entitlement Offer to the same extent pursuant to a sub-underwriting agreement with the Underwriter. TFM currently holds 31.86% of the issued capital in RRP, and may significantly increase its holding if the Entitlement Offer is not fully subscribed (see the table below).

In determining to proceed with the Entitlement Offer (including the terms of the underwriting and sub-underwriting arrangements), Directors of RRP relied on TFM’s commitment not to propose or support a delisting or capital consolidation of RRP within fourteen months of the completion of the Offer. This commitment is recorded in the terms of the underwriting and sub-underwriting agreements.

TFM owns 31.86% of the issued capital of the Company. TFM has entered into an agreement to sub-underwrite the Entitlement Offer. The following table sets out the ownership TFM may have after completion of the Entitlements Offer based on the assumptions that TFM take up their full entitlements and with differing levels of acceptances by the remaining shareholders:

Current Issued Capital: 425,808,576	
Acceptance by existing shareholders	TFM Shareholding and percentage of issued capital assuming up-to \$7 million raised
0%	1,635,655,713 Ordinary Shares 84.9%
15%	1,635,655,713 Ordinary Shares 77.1%
25%	1,587,442,963 Ordinary Shares 73.0%
50%	1,289,230,463 Ordinary Shares 59.2%
75%	991,017,713 Ordinary Shares 45.5%
100%	692,804,963 Ordinary Shares 31.8%

Underwriting

Underwriting Agreement

RRP has entered into an underwriting agreement with the Underwriter pursuant to which the Underwriter will underwrite the Entitlement Offer in an amount of A\$6 million (**Underwriting Agreement**).

(a) **Fees**

Underwriting fees of 6% are payable to the Underwriter under the terms of the Underwriting Agreement. In addition, RRP must pay, or reimburse the Underwriter for reasonable costs and expenses incurred by it of and incidental to the Entitlement Offer, including but not limited to:

- costs and expenses in respect of the Underwriting Agreement; and
- any stamp duty payable in respect of the Underwriting Agreement.

(b) **The Underwriter's obligation**

If valid applications are not received for 1,500,000,000 New Shares by the close of business on the closing date of the Entitlement Offer and the Underwriting Agreement has not been terminated following a termination event, the Underwriter must lodge or cause to be lodged valid applications for the shortfall shares, being the number of shares that, together with valid applications, will result in the issue of 1,500,000,000 new shares to raise \$6 million.

Underwriting

(c) Termination Events

TFM may exercise certain termination rights at any time during the Issue Period. Circumstances that may give rise to a termination event include (Termination Events):

- the Underwriter becomes aware of any information in the Offer Documents which is untrue, incorrect or misleading in its contents in a material manner or the Underwriter becomes aware of any material omission from or non-disclosure in the Offer Documents;
- any material default by RRP or any material subsidiary in the performance of its obligations under this Agreement or by any party in the performance of its obligations under any agreement referred to in the Offer Documents;
- a contravention by RRP or any material subsidiary of any provision of the constitution or any material subsidiary, the Corporations Act, any legislation relating to the taxation of the Commonwealth of Australia or any State or Territory of Australia or the Listing Rules,
- any adverse change occurs in the assets, liabilities, financial position or performance, profits, losses or prospects of RRP or any material subsidiary (insofar as the position in relation to that material subsidiary affects the overall position of RRP), including any adverse change in the assets, liabilities, financial position or performance, profits, losses or prospects of RRP from those respectively disclosed in the Offer Documents, which such change has, does, will or is likely to have, a material adverse effect;
- any legal action is commenced or threatened against RRP or any material subsidiary which, if successful, could, or any current pending legal action is determined with the result that it will, result in an adverse change in the financial position or performance, profits, losses or prospects of RRP or any material subsidiary (insofar as the position in relation to that material subsidiary affects the overall position of RRP), which such action has, does, will or is likely to have, a material adverse effect;
- any judgment, order or decree for the payment of money in excess of A\$1,000,000 has been rendered against RRP or any material subsidiary and has not been discharged;
- there is introduced in the parliament of the Commonwealth of Australia or the parliament of any State or Territory of Australia or a public announcement is made by the Federal Government or the Government of any State or Territory of Australia or by any responsible Minister of such Government or by the Commissioner of Taxation or by any other person authorised so to do of any prospective law or intention to introduce such prospective law or if any such Government or Commissioner of Taxation or the Reserve Bank of Australia adopt any new regulations or policy which in any case prohibits, restricts or regulates capital issues, provided that nothing in this paragraph refers to any proposed legislation, the substance or content of which has been publicly announced on or prior to the date of this Agreement;

Underwriting

- at any time during the issue period other than as part of, and for the purposes of achieving, the Agreed Purpose:
 - RRP or a material subsidiary of RRP is wound up;
 - a meeting is called to consider a resolution for the winding up of RRP or a material subsidiary of RRP;
 - RRP or a material subsidiary of RRP enters into a scheme of arrangement for the benefit of its creditors; or
 - RRP or a material subsidiary of RRP is placed in administration or a receiver and manager of any of its assets is appointed;
- any of the following notifications are made:
 - the ASIC issues an order under section 739 of the Corporations Act;
 - an application is made to the ASIC for an order under Par 9.5 in relation to the Prospectus or the ASIC commences an investigation or hearing under Part 3 of the Australian Securities and Investments Commission Act 1989 (Cwlth) in relation to the Offer Documents;
 - any person gives a notice under section 733(3) of the Corporations Act or any person who has previously consented to the inclusion of its name in the Offer Documents (or any supplementary Offer Documents) or to be named in the Offer Documents withdraws that consent;
 - any person gives a notice under section 730 of the Corporations Act in relation to the Prospectus; or
 - the Takeovers Panel makes a declaration that circumstances in relation to the affairs of RRP are unacceptable circumstances under Pt 6.10 of the Corporations Act, or an application for such a declaration is made to the Takeovers Panel to make, and that application is not dismissed within 30 days of being made or such longer period as the Underwriter may agree; or
 - there occurs a new circumstance that has arisen since the offer Documents were lodged that would have been required to be included in the offer Documents if it had arisen before the Offer Documents was lodged in relation to RRP or any material subsidiary within the meaning of section 719 and RRP does not lodge supplementary Offer Documents within a reasonable time of becoming aware of such new circumstance; or
 - except for the issue to be made pursuant to the Offer Documents and any executive director and officers options approved by the remuneration committee and the directors of RRP and, as required by the Corporations Act or the Listing Rules, approved by the shareholders of RRP, if before the date of the allotment of the New Shares RRP or any of its subsidiaries should issue or allot any shares, options or other securities of any nature (including, but not limited to, warrants) without the prior written approval of the Underwriter.

(d) Indemnity

RRP has also agreed to indemnify the Underwriter and its officers, against any claim, proceedings, damage, costs or expenses arising from any false or misleading statement in, or any material omission from, the Offer Documents, and certain other wrongful conduct by RRP.

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- **Use of proceeds and rationale**
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Use of Proceeds

	\$6M raised	\$6.5M raised	\$7M raised
Repay Taurus Funds Management Equity Linked Convertible Note	5M	5M	5M
Finalise selection strategic investor/take-off partner	0.1M	0.1M	0.1M
Finalise project licensing	0.1M	0.1M	0.1M
General Corporate	0.8M	1.3M	1.8M
	\$6M	\$6.5M	\$7M

- Simplifies RRP's capital structure
 - Simplifies discussions with potential investors and funders
 - Removes refinancing risk
- Post the Entitlement Offer, RRP will, if the Entitlement Offer is fully subscribed, have an additional \$2 million in cash, that will be used as follows:
 - Finalise selection of strategic investor / off-take partners for the Indonesian Coal Project
 - Finalise project licensing
 - General corporate purposes

Rationale

- \$2 million in corporate funds will allow:
 - RRP and its partners to complete selection of strategic investor / off-take partner for the Katingan Ria Project
 - RRP and its partners to complete the licensing on the Katingan Ria project taking it closer to production
 - RRP to fully explore a Singapore listing on the Catalist Exchange in Singapore of it's wholly owned Singaporean subsidiary; Kalres Private Limited (consideration of a potential listing is still in the preliminary stages and would be subject to various regulatory requirements)

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Pro forma impact on income statement

(A\$ million)	12 Months to 31 December 2012 (audited)	Pro forma 31 December 2012
Revenue from continuing operations	4.3	4.3
Cash Operating Expenses	(12.8)	(12.8)
EBITDA	(8.4)	(8.4)
Depreciation and Amortisation	(0.4)	(0.4)
EBIT	(8.8)	(8.8)
Profit Before Tax	(8.9)	(8.8)
Income Tax Expense	(0.2)	(0.2)
Underlying Net Profit	(9.1)	(9.0)

Pro forma impact on balance sheet

(A\$ million)	31 December 2012 (audited)	Impact of the Entitlement Offer	Pro forma 31 December 2012
Assets			
Cash and funds on deposit	2.5	1.6	4.1
Other current assets	0.6		0.6
Total current assets	3.1	1.6	4.7
Non-current assets			
Exploration and evaluation assets	15.1		15.1
Other non-current assets	2.2		2.2
Total non-current assets	17.3		17.3
Total Assets	20.4		22.0
Liabilities and equity			
Current liabilities			
Borrowings	6.4	(5.1)	1.3
Other current liabilities	0.7		0.7
Total current liabilities	7.1	(5.1)	2.0
Total non-current liabilities	0.1		0.1
Total Liabilities	7.2	(5.1)	2.1
Net Assets	13.2	6.7	19.9
Equity			
Issued capital	40.4	6.7	47.1
Retained earnings and reserves	(27.6)		(27.6)
Non-controlling interest	0.4		0.4
Total equity	13.2	6.7	19.9

Outlook

- Katingan Ria Project Funding
 - RRP has opened a comprehensive data room to interested parties. RRP is currently in discussions with several parties that have expressed an interest in:
 - Investing in the project through the Singaporean Holding Company
 - Offering pre-payment finance
 - Off-take
 - Providing logistics solutions
- Catalyst Listing
 - RRP is in discussions with Singaporean advisers with a view to the possible of listing its wholly owned Singaporean subsidiary on the Catalyst Exchange in Singapore (These discussions are still at a preliminary stage and any listing would be subject to a number of regulatory requirements)
- Aluminium Business
 - Alumicor is in discussions with Hualamin to:
 - Improve the tolling arrangement/fee
 - Increase throughput
 - Both these initiatives, if successful, will improve profitability and cash flow generation at Alumicor
- Platinum business
 - The Rooderand transaction continues towards completion with Chrometco (CMO). RRP will receive additional shares in CMO.
 - The Eastern Limb platinum properties are under negotiation.

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Summary of key risks

The Entitlement Offer and the New Shares will be subject to a number of risks including:

- Entitlement Issue Risk
 - Underwriting/Control
 - Reduced Liquidity
 - Implications of Shareholders not taking up their Entitlements
 - Potential De-listing of RRP
 - Compulsory acquisition by TFM
- Operational Risks
 - Strength of Natural Resources and Coal sector
 - Achievement of forecasts
 - Dependence on key management personnel
 - Requirements for unforeseen capital expenditure
 - Current and future funding requirements
 - Project Risks
 - Country risk
 - Legislative and regulatory changes
- Acquisition risks
- General risks
 - Market
 - Domestic and global economic conditions
 - Asset impairment
 - Changes in accounting policy
 - Taxation
 - Litigation
- Risks associated with renouncing entitlements under the Entitlement offer

See Appendix I for details of key risks

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Key risks

This section discusses the key risks attaching to an investment in RRP, which may affect the future operating and financial performance of RRP and the value of RRP shares. Before investing in RRP shares, you should consider whether this investment is suitable for you having regard to publicly available information (including this presentation), your personal circumstances and following consultation with financial or other professional advisers. Additional risks and uncertainties that RRP is unaware of, or that it currently considers to be immaterial, may also become important factors that adversely affect RRP's operating and financial performance.

- Entitlement Issue Risk
 - Underwriting
 - The Entitlement Issue is being partially underwritten by the Underwriter. Investors should be aware of the terms of the Underwriting Agreement as outlined in Page 12, which includes certain termination events that may not be within the control of RRP.
 - Investors should be aware that if the Underwriter terminates the Underwriting Agreement the RRP Board of Directors will be required to meet and to determine whether the Entitlement Offer can or should continue.
 - Potential control transaction and reduced liquidity
 - As is demonstrated in Page 12 of this Presentation, TFM as sub-underwriter has the potential to significantly increase its ownership of the issued capital of the Company. TFM may hold up to 84.9% of the issued capital of RRP and may gain control over TFM without paying any "control premium". Further, an increase in TFM's shareholding may adversely affect the liquidity of RRP shares (that is, the ability of shareholders to trade their shares) and have a consequential adverse effect on the market price of RRP shares.
 - Implications of Shareholders not taking up their Entitlements
 - Existing RRP shareholders' interests will be significantly diluted if they do not take up their Entitlements. Shareholders may be able to sell their Entitlements on the ASX. However the ability to realise value for Entitlements is subject to there being demand for the Entitlement.
 - Potential De-listing of RRP
 - If TFM's interest in the Ordinary Shares becomes such that the ASX is not satisfied that there remains an orderly and liquid market in the securities, quotation of the Ordinary Shares on the ASX may be suspended and, ultimately, RRP removed from the ASX official list. However, as stated on slide 12, TFM has represented to the Board of RRP that it will not support a delisting within 14 months of the completion of the Entitlement Offer.
 - Compulsory acquisition by TFM
 - If TFM becomes a "90% holder", as defined in section 664A of the Corporations Act, of ordinary shares in RRP, it may have the right to compulsorily acquire all the remaining ordinary shares that neither TFM nor any related bodies corporate of TFM has full beneficial interests in. TFM's ability to undertake such a compulsory acquisition will be dependent on it complying with the provisions of the Corporations Act and any other applicable laws. TFM will not have the ability to become a "90% holder" as a result of the Entitlement Offer but may, subject to the Corporations Act, subsequently increase its holdings of shares in the Company.

Key risks

- Operational Risks
 - Strength of natural resources and coal sector
 - RRP's future is influenced by the general state of the resources sector and in particular the coal market
 - Achievement of forecasts
 - RRP has based its business plans on a mine plan and financial model, the achievement of which is dependent on a number of factors, some of which are outside RRP's control (e.g. license delays, coal price, wages fuel, material exchange rates and other inputs).
 - Dependence on key management personnel
 - The operating and financial performance of RRP is largely dependent on its ability to retain and attract key management personnel. Whilst RRP makes every effort to retain key management personnel, there can be no guarantee that it will be able to do so. Any loss of key management personnel could adversely affect RRP's business, results of operations or financial conditions and performance.
 - Requirements for unforeseen capital expenditure
 - RRP's business may require significant unforeseen capital expenditures
 - Current and future funding requirements
 - RRP's ability to complete current and future project development. To the extent that additional equity or debt funding is not available from time to time on acceptable terms, or at all, RRP may not be able to take advantage of acquisition and other growth opportunities, develop new ideas.

Key risks

- Project Risks
 - The Katingan Ria project is subject to key project risks; a key risk being the logistics, in particular river haulage. The Katingan River is seasonal and the periods where the river is unavailable may be greater or lesser than estimated
 - Additionally, the project is subject to:
 - Environmental risks
 - Social and Community risk
- Country risk
 - The financial performance of each of RRP's foreign operations may be adversely impacted by current or future fiscal or regulatory regimes, local laws and regulations or changes to the economic, political, judicial, administrative and/or security climate, policies or conditions in those geographies.
- Legislative and regulatory changes
 - RRP's business is affected by a range of industry specific and general legal and regulatory controls. Changes in these types of controls can have an adverse effect on RRP's financial performance. Further, any major shift in regulatory policy may impact on the profitability of RRP.
- Acquisition risks
 - Completion risk
 - The viability of the Katingan Ria project is subject to completion of all licensing and securing adequate investment or off-take agreements and funding.

Key risks

- General risks
 - Market
 - The market price of RRP shares will fluctuate due to various factors, many of which are non-specific to RRP, including recommendations by brokers and analysts, Australian and international general economic conditions, inflation rates, interest rates, changes in government, fiscal, monetary and regulatory policies, global geopolitical events and hostilities and acts of terrorism, demand for listed securities and investor perceptions. In the future, these factors may cause RRP shares to trade at a lower price and/or cause the value of New Shares to rise or fall below the Issue Price. Stock markets, including the ASX, have exhibited increased volatility in recent times as a result of economic conditions. Continued volatility could negatively impact the value of RRP shares.
 - Exchange rate risk
 - RRP operates internationally and faces foreign exchange rate risks associated with foreign currency denominated debt, input costs and offshore earnings.
 - Domestic and global economic conditions
 - The financial performance of RRP could be affected by changes in economic conditions in Australia and overseas. Such changes include:
 - Changes in underlying cost structures for labour and service charges;
 - Changes in fiscal, monetary or regulatory policy by governments or government agencies or instrumentalities, including in relation to inflation and interest rates, which may impact the profitability of RRP or a general fall in the demand for RRP's products;
 - Declines in aggregate investment and economic output in Australia or in key offshore regions; and
 - National or international political and economic instability or the instability of national or international financial markets including as a result of terrorist acts or war or the recent dislocation in credit and capital markets.
 - Asset impairment
 - The RRP board regularly monitors impairment risk. Consistent with accounting standards, RRP is periodically required to assess the carrying value of its assets. Where the value of an asset is deemed to be less than its carrying value, RRP is obliged to recognise an impairment charge in its profit and loss account. Impairment charges can be significant and operate to reduce the level of a company's profits and potentially, its capacity to pay dividends. Impairment charges are a non-cash item.

Key risks

- Changes in accounting policy
 - Accounting standards may change. This may affect the reported earnings of RRP and its reported financial position from time to time.
- Taxation
 - Future changes in taxation law, including changes in interpretation or application of the law by the courts or taxation authorities in Australia, or other relevant jurisdictions in which RRP operates, may affect taxation treatment of an investment in RRP shares or the holding and disposal of those shares. Further, changes in tax law, or changes in the way tax law is expected to be interpreted, in the various jurisdictions in which RRP operates, may impact the future tax liabilities of RRP.
- Litigation
 - As with all businesses, RRP is exposed to potential legal and other claims or disputes in the course of its business. Although RRP seeks to minimise the risk of such claims arising, and their impact if they do arise, such claims will arise from time to time and could adversely affect RRP's business, results of operations or financial condition and performance.

Key risks

- Risks associated with renouncing entitlements under the Entitlement offer
 - Prices obtainable for entitlements may rise and fall over the entitlement trading period. If you sell your entitlements at one stage in the entitlement trading period, you may receive a higher or lower price than a shareholder who sells their entitlements at a different stage in the entitlement trading period. There is no guarantee that there will be a viable market during, or on any particular day in, the entitlement trading period, on which to sell entitlements on market. You should note that if you sell, or do not take up, all or part of your entitlement, then your percentage shareholding will be diluted by not participating to the full extent in the Entitlement Offer and you will not be exposed to future increases or decreases in our share price in respect of the New Shares which could have been issued to you had you taken up all of your entitlement. The tax consequences from selling entitlements or from doing nothing may be different. Before selling entitlements or choosing to do nothing in respect of entitlements, you should seek independent tax advice and may wish to refer to the tax disclosure contained in the offer booklet which will provide further information on potential taxation implications for Australian shareholders.

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International selling restrictions

This document does not constitute an offer of entitlements (Entitlements) or New Shares of RRP in any jurisdiction in which it would be unlawful. Entitlements and New Shares may not be offered or sold in any country outside Australia except to the extent permitted below.

Hong Kong

WARNING: This document has not been, and will not be, registered as a prospectus under the Companies Ordinance (Cap. 32) of Hong Kong (the Companies Ordinance), nor has it been authorised by the Securities and Futures Commission in Hong Kong pursuant to the Securities and Futures Ordinance (Cap. 571) of the Laws of Hong Kong (the SFO). No action has been taken in Hong Kong to authorise or register this document or to permit the distribution of this document or any documents issued in connection with it. Accordingly, the Entitlements and the New Shares have not been and will not be offered or sold in Hong Kong other than to "professional investors" (as defined in the SFO).

No advertisement, invitation or document relating to the Entitlements and the New Shares has been or will be issued, or has been or will be in the possession of any person for the purpose of issue, in Hong Kong or elsewhere that is directed at, or the contents of which are likely to be accessed or read by, the public of Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than with respect to Entitlements and the New Shares that are or are intended to be disposed of only to persons outside Hong Kong or only to professional investors (as defined in the SFO and any rules made under that ordinance). No person allotted Entitlements or New Shares may sell, or offer to sell, such securities in circumstances that amount to an offer to the public in Hong Kong within six months following the date of issue of such securities.

The contents of this document have not been reviewed by any Hong Kong regulatory authority. You are advised to exercise caution in relation to the Entitlement Offer. If you are in doubt about any contents of this document, you should obtain independent professional advice.

International selling restrictions

New Zealand

This document has not been registered, filed with or approved by any New Zealand regulatory authority under the Securities Act 1978 (New Zealand). The Entitlements and the New Shares in the Entitlement Offer are not being offered to the public in New Zealand other than to existing shareholders of the Company with registered addresses in New Zealand to whom the Entitlement Offer is being made in reliance on the Securities Act (Overseas Companies) Exemption Notice 2013 (New Zealand). Other than in the Entitlement Offer, New Shares may be offered and sold in New Zealand only to:

- persons whose principal business is the investment of money or who, in the course of and for the purposes of their business, habitually invest money; or
- persons who are each required to (i) pay a minimum subscription price of at least NZ\$500,000 for the securities before allotment or (ii) have previously paid a minimum subscription price of at least NZ\$500,000 for securities of the Company (initial securities) in a single transaction before the allotment of such initial securities and such allotment was not more than 18 months prior to the date of this document.

Singapore

This document and any other materials relating to the Entitlements and the New Shares have not been, and will not be, lodged or registered as a prospectus in Singapore with the Monetary Authority of Singapore. Accordingly, this document and any other document or materials in connection with the offer or sale, or invitation for subscription or purchase, of Entitlements and New Shares, may not be issued, circulated or distributed, nor may the Entitlements and New Shares be offered or sold, or be made the subject of an invitation for subscription or purchase, whether directly or indirectly, to persons in Singapore except pursuant to and in accordance with exemptions in Subdivision (4) Division 1, Part XIII of the Securities and Futures Act, Chapter 289 of Singapore (the SFA), or as otherwise pursuant to, and in accordance with the conditions of any other applicable provisions of the SFA.

This document has been given to you on the basis that you are (i) an existing holder of the Company's shares, (ii) an "institutional investor" (as defined in the SFA) or (iii) a "relevant person" (as defined in section 275(2) of the SFA). In the event that you are not an investor falling within any of the categories set out above, please return this document immediately. You may not forward or circulate this document to any other person in Singapore.

Any offer is not made to you with a view to the Entitlements or the New Shares being subsequently offered for sale to any other party. There are on-sale restrictions in Singapore that may be applicable to investors who acquire Entitlements or New Shares. As such, investors are advised to acquaint themselves with the SFA provisions relating to resale restrictions in Singapore and comply accordingly.

International selling restrictions

United Kingdom

Neither the information in this document nor any other document relating to the Entitlement Offer has been delivered for approval to the Financial Services Authority in the United Kingdom and no prospectus (within the meaning of section 85 of the Financial Services and Markets Act 2000, as amended (FSMA)) has been published or is intended to be published in respect of the Entitlements or the New Shares. This document is issued on a confidential basis to "qualified investors" (within the meaning of section 86(7) of FSMA) in the United Kingdom, and these securities may not be offered or sold in the United Kingdom by means of this document, any accompanying letter or any other document, except in circumstances which do not require the publication of a prospectus pursuant to section 86(1) FSMA. This document should not be distributed, published or reproduced, in whole or in part, nor may its contents be disclosed by recipients to any other person in the United Kingdom.

Any invitation or inducement to engage in investment activity (within the meaning of section 21 of FSMA) received in connection with the issue or sale of the Entitlements or the New Shares has only been communicated or caused to be communicated and will only be communicated or caused to be communicated in the United Kingdom in circumstances in which section 21(1) of FSMA does not apply to the Company.

In the United Kingdom, this document is being distributed only to, and is directed at, persons (i) who have professional experience in matters relating to investments falling within Article 19(5) (investment professionals) of the Financial Services and Markets Act 2000 (Financial Promotions) Order 2005 (FPO), (ii) who fall within the categories of persons referred to in Article 49(2)(a) to (d) (high net worth companies, unincorporated associations, etc.) of the FPO or (iii) to whom it may otherwise be lawfully communicated (together, relevant persons). The investments to which this document relates are available only to, and any invitation, offer or agreement to purchase will be engaged in only with, relevant persons. Any person who is not a relevant person should not act or rely on this document or any of its contents.

United States

This document may not be released or distributed in the United States. This document does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States. Any securities described in this document have not been, and will not be, registered under the US Securities Act of 1933 and may not be offered or sold in the United States except in transactions exempt from, or not subject to, registration under the US Securities Act and applicable US state securities laws.

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Restrictions on eligibility to exercise or trade entitlements

The entitlements may only be exercised by persons with addresses in Australia or New Zealand and certain categories of investors in Hong Kong, Singapore and the United Kingdom. Persons in the United States and persons acting for the account or benefit of a person in the United States will not be eligible to purchase or trade entitlements on market, or take up or exercise entitlements purchased on market or transferred from another person. It is the responsibility of purchasers of entitlements to inform themselves of the eligibility criteria for exercise. If holders of entitlements after the end of the trading period do not meet the eligibility criteria, they will not be able to exercise the entitlements. Further details on restrictions on eligibility criteria to exercise entitlements will be included in the retail offer booklet to be lodged with the Market Operator on or about 30, August 2013.

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