



Receipt of notice of intention to make takeover offer – Take No Action

Company Announcements
ASX Limited
By Electronic Lodgement

Summary


Realm Resources Ltd (ASX:RRP) ("**Realm**" or the "**Company**") notes the announcement lodged with the ASX on Friday, 9 February 2018 outlining the intention of T2 Resources Fund Pty Limited on behalf of Taurus Resources No.2 L.P. and Taurus Resources No.2 Trust (together "**Taurus**") to make an unsolicited, conditional off-market takeover offer to purchase all of the issued shares in Realm that it does not already own for \$0.90 cash per share ("**Proposed Takeover**").

Realm shareholders are advised to **TAKE NO ACTION** at this stage in relation to the Proposed Takeover or in response to any document that may be received from Taurus in relation to the Proposed Takeover, including any Bidder's Statement, until they receive further guidance from the Company.

Background Information

On 15 December 2017, Realm received an indicative, confidential, conditional, non-binding and incomplete proposal from entities associated with Taurus to acquire 100% of the issued capital of the Company that it did not already own for \$0.90 cash per share via a scheme of arrangement. This proposal was subject to certain conditions including the completion of satisfactory due diligence and Foreign Investment Review Board approval.

The offer was rejected on the basis that the proposed offer price was considered to be inadequate and at a level that the Company considered undervalued the shares of Realm. Subsequently, the requested due diligence information was made available to



assist Taurus in improving the terms of the offer by increasing the offer price and removing the conditionality associated with the offer.

Next Steps

The Board of Realm has established an independent sub-committee comprised of Board and management representatives who are not associated with Taurus ("**Sub-Committee**") to consider any proposals received from Taurus. The Sub-Committee will consider any proposals in comparison with alternative liquidity options available to the Company.

As a consequence of the Proposed Takeover, the ability of Realm to re-comply with the ASX's admission and quotation requirements is limited. However, Realm will continue to progress the re-listing process so that in the event where the Proposed Takeover is not progressed, lapses or is withdrawn, the Company is in a position to re-list its securities to ordinary trading on the ASX.

Taurus is required to lodge a Bidder's Statement with ASIC, ASX and the Company and then subsequently dispatch to Realm shareholders by 9 April 2018. The Company will then provide a Target's Statement within 15 days of the despatch of the Bidder's Statement to shareholders. The Target's Statement will be accompanied by a report from an independent expert stating whether, in the independent expert's opinion, the takeover offer is fair and reasonable.

For further information please contact:

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About Realm

Information on Realm Resources Limited is available on the Company's website at www.realmresources.com.au.