

1 August 2018

**To** The Directors  
Realm Resources Limited  
c/o Maddocks (Stuart Naphali)  
Angel Place  
Level 27, 123 Pitt Street  
Sydney NSW 2000

**BY EMAIL:** [Stuart.Naphali@maddocks.com.au](mailto:Stuart.Naphali@maddocks.com.au)

Market Announcements Office  
ASX Limited  
Exchange Centre  
20 Bridge Street  
Sydney NSW 2000

**BY ELECTRONIC LODGEMENT**

**T2 Resources Fund Pty Limited ("Bidder") - Form 604: Notice of change of interests of substantial holder**

We refer to the Original Bidder's Statement dated 23 February 2018 and the Replacement Bidder's Statement dated 14 March 2018. We are the Australian legal advisors of the Bidder.

**Attached** is a Form 604 Notice of Change of Interests of Substantial Holder in relation to the Bidder's holding in Realm Resources Limited.

Yours faithfully



**Daniel Natale | Partner**  
**King & Wood Mallesons**

**This communication and any attachments are confidential and may be privileged.**

## Form 604

Corporations Act 2001  
Section 671B

### Notice of change of interests of substantial holder

To Company Name/Scheme Realm Resources Limited ("Company")

ACN/ARSN 008 124 025

#### 1. Details of substantial holder (1)

Name T2 Resources Fund Pty Limited ("Bidder"), its holding entities and its associates

ACN/ARSN (if applicable) 624 330 696

There was a change in the interests of the substantial holder on

01 / 08 / 2018

The previous notice was given to the company on

30 / 07 / 2018

The previous notice was dated

30 / 07 / 2018

#### 2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

| Class of securities (4) | Previous notice             |                  | Present notice              |                  |
|-------------------------|-----------------------------|------------------|-----------------------------|------------------|
|                         | Person's votes              | Voting power (5) | Person's votes              | Voting power (5) |
| Ordinary shares         | 234,544,382 ordinary shares | 92.73%           | 239,025,712 ordinary shares | 94.50%           |

#### 3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

| Date of change | Person whose relevant interest changed   | Nature of change (6)   | Consideration given in relation to change (7)                          | Class and number of securities affected | Person's votes affected |
|----------------|--|--|--|---|-------------------------|
| 30 / 07 / 2018 | <p>Bidder</p> <p>Taurus Funds Management Pty Ltd as trustee for the Taurus Resources No. 2 Trust ("T2 Trust")</p> <p>Taurus Resources Limited No. 2 GP LLC as general partner of Taurus Resources No. 2 LP ("T2 LP")</p> <p>Taurus Funds Management Pty Ltd ("Taurus Funds")</p> <p>Taurus SM Holdings Pty Limited ("Taurus SM")</p> <p>M.D. Sass Finstrat Taurus Holdings, LLC ("Finstrat")</p> | Change arising as a result of acceptances of the Bidder's takeover bid | A\$1.00 per ordinary share plus \$0.35 compensation per ordinary share | 4,481,330 ordinary shares               | 4,481,330               |

#### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

| Holder of relevant interest | Registered holder of securities                         | Person entitled to be registered as holder (8)          | Nature of relevant interest (6)  | Class and number of securities | Person's votes |
|-----------------------------|---|---|--|--------------------------------|----------------|
| Bidder                      | Various   | Bidder  | Acceptances under the takeover bid   | 12,422,715 ordinary shares     | 12,422,715     |
| Bidder                      | Bidder  | Bidder  | Relevant interest in shares by virtue of section 608(1) of the <i>Corporations Act 2001</i> (Cth) as the registered holder   | 14,288,717 ordinary shares     | 14,288,717     |
| T2 Trust                    | Bidder  | Bidder  | Relevant interest in shares by virtue of section 608(3) of the <i>Corporations Act 2001</i> (Cth)  | 26,711,432 ordinary shares     | 26,711,432     |
| T2 LP                       | JP Morgan Nominees Australia                            | JP Morgan Nominees Australia                            | Relevant interest in shares by virtue of section 608(1)(b) and (c) of the <i>Corporations Act 2001</i> (Cth)   | 212,314,280 ordinary shares    | 212,314,280    |
| T2 LP                       | Bidder  | Bidder  | Relevant interest in shares by virtue of section 608(3) of the <i>Corporations Act 2001</i> (Cth)  | 26,711,432 ordinary shares     | 26,711,432     |
| Taurus Funds                | Bidder and JP Morgan Nominees Australia (as applicable) | Bidder and JP Morgan Nominees Australia (as applicable) | Relevant interest in shares by virtue of section 608(1)(b) and (c) of the <i>Corporations Act 2001</i> (Cth) in its capacity as the trustee of the Taurus Resources No. 2 Trust and the investment manager of the Taurus Resources No. 2 Trust and T2 LP | 239,025,712 ordinary shares    | 239,025,712    |
| Taurus SM                   | Bidder and JP Morgan Nominees Australia (as applicable) | Bidder and JP Morgan Nominees Australia (as applicable) | Relevant interest in shares by virtue of section 608(3) of the <i>Corporations Act 2001</i> (Cth) as Taurus SM holds a controlling interest in Taurus Funds  | 239,025,712 ordinary shares    | 239,025,712    |
| Finstrat                    | Bidder and JP Morgan Nominees Australia (as applicable) | Bidder and JP Morgan Nominees Australia (as applicable) | Relevant interest in shares by virtue of section 608(3)(a) of the <i>Corporations Act 2001</i> (Cth) as Finstrat holds more than 20% of the voting shares in Taurus SM   | 239,025,712 ordinary shares    | 239,025,712    |

#### 5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

| Name and ACN/ARSN (if applicable) | Nature of association |
|-----------------------------------|-----------------------|
| N/A                               | N/A                   |
|                                   |                       |

**6. Addresses**

The addresses of persons named in this form are as follows:

| Name   | Address   |
|--|---|
| Bidder and all parties other than M.D. Sass Finstrat Taurus Holdings, LLC and JP Morgan Nominees Australia | c/o Taurus Funds Management Pty Limited at Suite 4101, Level 41, Gateway, 1 Macquarie Place |
| M.D. Sass Finstrat Taurus Holdings, LLC  | 1185 Avenue of Americas, New York, New York 10036, United States                            |
| JP Morgan Nominees Australia   | Locked Bag 20049 Melbourne VIC 3001   |

**Signature**

print name

*Daniel Natale*

capacity Attorney

sign here



date 01 / 08 / 2018

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant interests (eg a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.