



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

Level 5, 52 Phillip Street, Sydney NSW 2000 Australia | T +61 2 9251 7177 | F +61 2 9251 7500

17 March 2021

**Readmission and Takeover Offer Update – Extension of Takeover Offer**

R3D Resources Limited (ASX: R3D) (**R3D Resources** or **Company**) refers to its prospectus dated 8 February 2021 as supplemented by its supplementary prospectus dated 10 March 2021 (together, the **Prospectus**) and its bidder's statement dated 5 February 2021 (**Bidder's Statement**) in respect of its all-scrip takeover offer for 100% of the fully paid shares and options in Tartana Resources Limited (**Tartana**) (**Takeover Offers**).

ASX Limited (**ASX**) has advised R3D Resources that it has declined R3D Resource's application for readmission (**Readmission**) as contemplated under the Prospectus and the Bidder's Statement. This means that the capital raising under the Prospectus will not proceed and all monies submitted under it will be refunded.

ASX's concerns primarily relate to matters not associated with Tartana's operations.

Whilst the Company is disappointed with this outcome, directors are confident that ASX concerns can be adequately addressed.

The Company continues to consider that a combination of it and the Tartana business makes strategic and operational sense. Accordingly, the Company is keen on proceeding with a new application for admission together with a new prospectus in due course.

The Company is presently considering the timing, processes and approvals necessary to do so, and will provide further updates as to progress.

As far as the Takeover Offers is concerned, the Company intends to extend the offers for the period necessary to accommodate a successful Readmission. It will provide any shareholders who have accepted into the Takeover Offers an opportunity to withdraw those acceptances if they so choose.

Attached is the Supplementary Prospectus which gives effect to the withdrawal of the Public Offer.

**For further information, please contact:**

Henry Kinstlinger  
Company Secretary

[henry@r3d.com.au](mailto:henry@r3d.com.au)

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ASX release authorised by the Board



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### **SECOND SUPPLEMENTARY PROSPECTUS**

**Dated 17 March 2021**

This is a supplementary prospectus dated 17 March 2021 prepared by R3D Resources Limited (formerly R3D Global Limited) (“**R3D Resources**” or “**Company**”) (“**Second Supplementary Prospectus**”) to the prospectus dated 8 February 2021 (“**Prospectus**”) as supplemented by a supplementary prospectus dated 10 March 2021 (**First Supplementary Prospectus**).

Neither the ASIC nor ASX take any responsibility for the content of this Second Supplementary Prospectus. A copy of this Second Supplementary Prospectus was lodged with the ASIC on 17 March 2021.

This Second Supplementary Prospectus must be read together with the Prospectus and the First Supplementary Prospectus. Other than as set out below, all details in relation to the Prospectus (as supplemented by the First Supplementary Prospectus) remain unchanged. Terms and abbreviations defined in the Prospectus (as supplemented by the First Supplementary Prospectus) have the same meaning in this Second Supplementary Prospectus.

All references to ‘the Prospectus’ in this Second Supplementary Prospectus are references to the Prospectus as supplemented by the First Supplementary Prospectus.

To the extent of a conflict between the Prospectus and this Second Supplementary Prospectus, this Second Supplementary Prospectus will prevail.

This Second Supplementary Prospectus is available electronically, copies of which can be downloaded from the website of the Company at [www.r3d.com.au](http://www.r3d.com.au). A hard copy is also available free of charge by contacting the Company on +61 2 9251 7177.

This is an important document and should be read in its entirety. If you do not understand it, you should consult your professional advisers without delay.

#### **Withdrawal of Offer**

Following advice that ASX Limited (**ASX**) has declined R3D Resource's application for readmission as contemplated under the Prospectus, the Company has decided to withdraw the Offer and refund all Application Monies received from applicants. This Second Supplementary Prospectus has the effect of formal withdrawal of the Offer.

The Company continues to consider that a combination of it and the Tartana business makes strategic and operational sense. Accordingly, the Company is keen on proceeding with a new application for admission together with a new prospectus in due course.

No securities have been, or will be, issued on the basis of the Prospectus. The expiry date of the Prospectus is brought forward to the date of this Second Supplementary Prospectus.

#### **Refund of Application Monies**

All Application Monies received by the Company will be refunded to applicants as soon as practicable (indicatively, by 24 March 2021). There is no need for applicants to request a refund.

The Company will refund Application Monies by sending a cheque to the relevant applicant's address as specified in its Entitlement and Acceptance Form or by electronic payment where details have been provided.

This is a supplementary prospectus dated 17 March 2021 prepared by R3D Resources Limited (**Second Supplementary Prospectus**) to the prospectus dated 8 February 2021 (**Prospectus**) as supplemented by the First Supplementary Prospectus dated 10 March 2021. It supplements and should be read together with the Prospectus.



## DIRECTORS' AUTHORISATION & RESPONSIBILITY STATEMENT

The Directors of the Company who authorised the issue of this Supplementary Prospectus accept responsibility for the information contained in this Supplementary Prospectus.

In accordance with Section 720 of the Corporations Act, each Director has consented to the signature, issue and lodgement of this Supplementary Prospectus and has not withdrawn that consent before lodgement.

A handwritten signature in blue ink, appearing to read 'Daniel Yeo'.

Daniel Yeo  
Chairman

For and on behalf of  
R3D Resources Limited