

23 February 2018

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

**By facsimile: 1300 135 638**

Dear Sir / Madam

**Takeover bid by T2 Resources Fund Pty Limited (“Bidder”) for all the shares in Realm Resources Limited (“Target”)**

We refer to the Bidder’s Statement dated 23 February 2018. We are the Australian legal advisors of the Bidder.

**Attached** is a Form 603 Notice of Initial Substantial Holder in relation to the Bidder’s holding in the Target.

Yours faithfully



**Chloe Johnston | Associate (Admitted in Scotland, not admitted in Australia)**

**King & Wood Mallesons**

T +61 2 9296 2331 | M +61 488 038 455

[chloe.johnston@au.kwm.com](mailto:chloe.johnston@au.kwm.com)

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

**Form 603**Corporations Act 2001  
Section 671B**Notice of initial substantial holder**To Company Name/Scheme Realm Resources LimitedACN/ARSN 008 124 025**1. Details of substantial holder (1)**Name T2 Resources Fund Pty Limited ("Bidder"), its holding entities and its associatesACN/ARSN (if applicable) 624 330 696The holder became a substantial holder on N/A – notice lodged  
in consequence of a  
takeover bid dated  
23 February 2018**2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary	217,064,841 Ordinary Shares	217,064,841	85.16%

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Bidder	Relevant interest in shares by virtue of section 608(8) of the <i>Corporations Act 2001 (Cth)</i>	4,750,561 Ordinary Shares
Taurus Funds Management Pty Ltd as trustee of Taurus Resources No. 2 Trust	Relevant interest in shares held by virtue of section 608(1)(b) and (c) of the <i>Corporations Act 2001 (Cth)</i>	4,750,561 Ordinary Shares
Taurus Resources Limited No. 2 GP LLC as general partner of Taurus Resources No. 2 LP ("T2 LP")	Relevant interest in shares by virtue of section 608(1)(b) and (c) of the <i>Corporations Act 2001 (Cth)</i>	212,314,280 Ordinary Shares

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Taurus Funds Management Pty Ltd as trustee of Taurus Resources No. 2 Trust	JP Morgan Nominees Australia	JP Morgan Nominees Australia	4,750,561 Ordinary Shares
Taurus Resources Limited No. 2 GP LLC as general partner of Taurus Resources No. 2 LP	JP Morgan Nominees Australia	JP Morgan Nominees Australia	212,314,280 Ordinary Shares

**5. Consideration**

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)	Class and number of securities
On 12 February 2013, T2 LP and T2 Trust entered into options deeds with the Company pursuant to which they were issued with 100,000,000 options (in aggregate) with an exercise price of \$0.05 (on a post consolidation basis, the exercise price was \$0.50 and the number of options was 10,000,000). In accordance with those option deeds, T2 Trust and T2 LP exercised those options on 30 January 2018 and were issued with 10,000,000 shares (in aggregate) on 12 February 2018 at the exercise price of \$0.50.			

**6. Associates**

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Taurus Funds Management Pty Ltd, as trustee of the Taurus Resources No. 2 Trust	Associates by virtue of section 12(2)(c)
Taurus Resources Limited No. 2 GP LLC as general partner of Taurus Resources No. 2 LP	Associates by virtue of section 12(2)(c)

**7. Addresses**

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

Name	Address
Bidder and all parties other than JP Morgan Nominees Australia	c/o Taurus Funds Management Limited at Suite 4101, Level 41, Gateway, 1 Macquarie Place
JP Morgan Nominees Australia	Locked Bag 20049 Melbourne VIC 3001

**Signature**

print name DAVID SLIARKM capacity Attorney

sign here  date 23/02/2018