

15 March 2018

The Manager  
Company Announcements Office  
Australian Securities Exchange  
Exchange Centre  
20 Bridge Street  
Sydney NSW 2000

**Electronic lodgement**

Dear Sir/Madam

**T2 Resources Fund Pty Limited – takeover bid for the entire issued share capital of Realm Resources Limited (“Takeover”)**

In accordance with section 647(3)(a)(ii) of the *Corporations Act 2001* (Cth) (as modified by ASIC Class Order [CO 13/528]), please find attached a copy of T2 Resources Fund Pty Limited’s second supplementary bidder’s statement in relation to the Takeover (“**Second Supplementary Bidder’s Statement**”).

The Second Supplementary Bidder’s Statement was lodged with the Australian Securities & Investments Commission and sent to Realm Resources Limited earlier today.

Yours faithfully



**David Eliakim | Partner**  
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## SECOND SUPPLEMENTARY BIDDER'S STATEMENT

If you are in any doubt as to how to act,  
you should consult your professional adviser as soon as possible.

**in respect of the Offer by:**

T2 RESOURCES FUND PTY LIMITED

to purchase all of your shares in:

**Realm Resources Limited**

ACN 008 124 025

For each Realm Share you will receive \$0.90 cash

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Legal Advisor

KING&WOOD  
MALLESONS

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This document is the second supplementary bidder's statement ("**Second Supplement**") to the Bidder's Statement dated 23 February 2018 ("**Original Bidder's Statement**") issued by T2 Resources Fund Pty Limited (ACN 624 330 696) ("**Bidder**") and lodged with the Australian Securities and Investments Commission ("**ASIC**") on 23 February 2018, in relation to the off-market takeover bid by T2 Resources Fund Pty Limited ("**Offer**") for all the ordinary shares in Realm Resources Limited (ACN 008 124 025), as supplemented by the Bidder's first supplementary bidder's statement dated 14 March 2018 ("**First Supplement**") which attaches the replacement bidder's statement dated 14 March 2018 ("**Replacement Bidder's Statement**").

This Second Supplement is to be read together with the First Supplement and the Original Bidder's Statement. Unless the context requires otherwise, defined terms in the Original Bidder's Statement (as supplemented by the First Supplement) have the same meaning in this Second Supplement. This Second Supplement prevails to the extent of any inconsistency with the First Supplement and the Original Bidder's Statement.

This Second Supplement is dated 15 March 2018 and a copy of this Second Supplement was lodged with ASIC on that date. Neither ASIC nor any of its officers takes any responsibility for the contents of this Second Supplement.

## 1 Sources of Cash Consideration

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As noted in section 6.3(b) of the Replacement Bidder's Statement (cash available from T2 Trust and T2 LP for the Offer), the vast majority by value of the investors in T2 Trust and T2 LP are third party passive institutional investors. Further to that disclosure, the Bidder notes that the interests of directors and employees of the Bidder Group (including interests associated with Mr Gordon Galt and Mr Michael Davies, who are nominee Realm Directors of the Bidder Group) and M.D. Sass Finstrat Taurus Holdings, LLC make up approximately 4.1% of the total commitments of the T2 Fund.

## 2 Amendments to Replacement Bidder's Statement

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The Replacement Bidder's Statement is amended as follows:

- 2.1 Bidder's Letter: Replacing the last sentence in the third paragraph under the heading "Liquidity option" of the Bidder's Letter with the following:

*While the decision to apply for a removal of Realm from the official list of the ASX lies with the Board of Realm, the Bidder intends to actively encourage the Board of Realm to apply for the removal of Realm from the official list to the extent it is able to do so consistently with ASX guidance and subject to the fiduciary duties of any nominees of the Bidder Group on Realm's Board.*

- 2.2 Section 3.2 (the Bidder Group overview): Replacing the second sentence in the first paragraph of section 3.2 with the following:

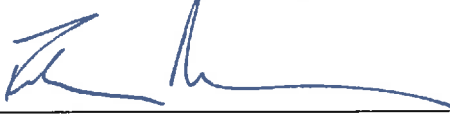
*On or around the date of this Bidder's Statement, T2 Trust transferred the legal and beneficial interest in the 1.88% of Realm Shares which it owned to the Bidder.*

### 3 Authorisation

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This Second Supplement has been approved by a resolution passed by all of the directors of T2 Resources Fund Pty Limited.

**Signed** by Rohan Menon of the Bidder in accordance with section 351 of the Corporations Act on behalf of T2 Resources Fund Pty Limited.



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**Rohan Menon**  
Director