

15 April 2019

Our Ref: JLM:JBZ:PHO004/4001

By Hand

ASX Limited
Level 4, Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

Notice of compulsory acquisition of shares in Anchor Resources Limited following completion of off-market takeover bid

As you are aware, we act for Phoenix Bridge International Holdings Group Investment Co., Limited (**Phoenix Bridge**).

We refer to the off-market takeover bid made by Phoenix Bridge for all of the shares in Anchor Resources Limited (ACN 122 751 419) (**Anchor Shares**) pursuant to its Bidder's Statement dated 8 March 2019 (**Takeover Bid**).

In accordance with section 661B(1)(d) of the *Corporations Act 2001* (Cth), we **enclose**, for your attention, the following documents lodged by Phoenix Bridge with the Australian Securities & Investments Commission today in exercise of its rights of compulsory acquisition of all of the Anchor Shares that were not the subject of an acceptance of the Takeover Bid:

- (a) a duly-signed ASIC Form 6021 ('Notice of compulsory acquisition following takeover bid'), dated 15 April 2019; and
- (b) a pro-forma version of the cover letter that will be sent to each relevant registered holder of Anchor Shares together with the notice pages of the ASIC Form 6021.

Yours faithfully



Jeff Mansfield
Partner
Direct Line: +61 2 8915 1016
Direct Fax: +61 2 8916 2016
Email: jeff.mansfield@addisonslawyers.com.au

Cover page: Notice of compulsory acquisition following takeover bid

If there is insufficient space in any section of the form, you may attach an annexure and submit as part of this lodgement

Lodgement details

Who should ASIC contact if there is a query about this form?

Name

Jeff Mansfield, Partner

ASIC registered agent number (if applicable)

3363

Company/entity name

Addisons

ACN/ABN/ARBN/ARSN

55 365 334 124

Telephone number

(02) 8915 1016

Postal address

Level 12, 60 Carrington Street

Sydney NSW 2000

Email address (optional)

jeff.mansfield@addisonslawyers.com.au

How to complete this form

1. Complete this COVER page and the notice pages.
2. Send copies of notice pages to holders. **DO NOT INCLUDE THIS COVER PAGE or GUIDE.**
3. Lodge COVER page and notice pages with ASIC.

Lodgement

Send completed and signed form to:
Australian Securities and Investments Commission,
PO Box 9827 in your capital city.

Or lodge the form in person at an ASIC Service Centre
(see www.asic.gov.au/servicecentres)

For more information

Web www.asic.gov.au

Need help? www.asic.gov.au/question

Telephone 1300 300 630

Notice of compulsory acquisition following takeover bid

Notice

To each holder of:

Description of class of securities to which the bid relates

Ordinary Shares
(‘Bid Class Securities’)

in

Name of target company or body

Name (‘the Company’)

Anchor Resources Limited

ACN/ARBN/ARSN

122 751 419

Tick applicable box(es)

- ☐ and each holder of securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid related.
- ☐ and each holder of non-transferable securities issued under an employee incentive scheme referred to in paragraph 2.

Name of bidder

1. Under a takeover bid offers were made by

Phoenix Bridge International Holdings Group Investment Co., Limited

in respect of the acquisition of Bid Class Securities in the company.

The offers

Tick one box

- ☒ closed
- ☐ are scheduled to close

Date offers closed or are scheduled to close

on

Date

1 1 / 0 4 1 9
[D] [D] [M] [M] [Y] [Y]

Tick applicable box(es).
(see subsection 661A(4) and (4A))

2. You are, as at the date of this notice, the holder of one or more of the following

- ☒ securities in respect of which the takeover offer was made, but have not accepted the offer. (If you have accepted the offer but have received this notice you do not need to do anything in response to this notice—the bidder will acquire your securities under the offer.)
- ☐ securities to which the bid related issued after the end of the offer period and before the date of this notice
- ☐ securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid related
- ☐ securities issued under an employee incentive scheme to which restrictions on transfer apply under the company’s constitution or the terms of issue, being

Description of securities

Description of securities

- ☐ the following securities in the bid class in which the bidder has a relevant interest

3. The bidder gives you notice under subsection 661B(1) of the Corporations Act 2001 (‘the Act’) that the bidder has become entitled pursuant to subsection

Tick one box

- ☒ 661A(1)
- ☐ 661A(3)

of the Act to compulsorily acquire your securities and desires to acquire those securities.

Continued... Notice

4. Under section 661D of the Act, you have the right, by notice in writing given to the bidder within one month after this notice is lodged with ASIC, to ask the bidder for a written statement of the names and addresses of everyone else the bidder has given this notice to.

Date of lodgement

This notice was lodged with ASIC on

Date

1	5	/	0	4	/	1	9
[D	D]		[M	M]		[Y	Y]

Insert paragraph 4A only where alternative forms of consideration were offered under the bid.

- 4A. You are entitled, within one month after being given this notice (see paragraph 8), or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is the later, by notice in writing to the bidder, to elect which of the following forms of consideration will apply to the acquisition of your securities:

Details of alternative terms

If you do not elect which of the alternative forms of consideration will apply to the acquisition of your securities, the form of consideration that will apply will be:

Set out the terms that will apply

5. Under section 661E of the Act, you have the right, within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is later, to apply to the Court for an order that the securities not be compulsorily acquired.
6. The bidder is entitled and bound to acquire the securities on the terms that applied under the takeover bid immediately before
7. Unless the Court otherwise orders, on application made by you under section 661E of the Act within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement under section 661D (as referred to in paragraph 4 of this notice), whichever is the later, the bidder must comply with paragraph 6 of this notice.
8. A notice sent by post to you is taken to be given to you 3 days after it is posted.

Tick one box

- ☐ this notice was given.
- ☒ the end of the offer period.

Signature

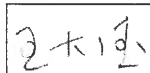
Name of person signing

Dade Wang

Capacity

Director

Signature



Date signed

1	5	/	0	4	/	1	9
[D	D]		[M	M]		[Y	Y]

15 April 2019



[*Insert name and address of each Anchor Shareholder]

Dear Sir/Madam

Compulsory acquisition of remaining ordinary shares in Anchor Resources Limited following completion of off-market takeover bid

As you may be aware, Phoenix Bridge International Holdings Group Investment Co., Limited (**Phoenix Bridge**) made an offer to acquire all of the ordinary shares in Anchor Resources Limited (ACN 122 751 419) (**Anchor Shares**) pursuant to a Bidder's Statement dated 8 March 2019 (**Takeover Offer**).

The Takeover Offer closed at 7.00pm (AEDT) on Thursday 11 April 2019.

Our records indicate that Phoenix Bridge has **not** received a valid acceptance of the Takeover Offer from you in respect of any of the Anchor Shares registered in your name.

As Phoenix Bridge had acquired a relevant interest in more than 90% (by number) of all Anchor Shares pursuant to acceptances of the Takeover Offer, Phoenix Bridge is now entitled to, and intends to, acquire all of your Anchor Shares.

In exercise of its rights of compulsory acquisition, **enclosed**, by way of service pursuant to section 661B(1)(c) of the *Corporations Act 2001* (Cth), is a Notice of Compulsory Acquisition following Takeover Bid, dated 15 April 2019.

Your Anchor Shares will be compulsorily acquired at the same price offered under the Takeover Offer, being A\$0.02 per Anchor Share.

The compulsory acquisition process, which is subject to the applicable requirements of the *Corporations Act 2001* (Cth), is likely to take approximately 4 to 6 weeks, but may take longer. For further information on the compulsory acquisition, please see page 10 of the Bidder's Statement for our response to the question "*What happens if you do not accept the Offer?*".

Yours faithfully

Dade Wang
Sole Director
Phoenix Bridge International Holdings Group Investment Co., Limited