

3 July 2014

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FOR IMMEDIATE RELEASE

ASX Markets Announcements Office
ASX Limited

Dear Sir/Madam

**Takeover bid by Ochre Industries Pty Limited for Gondwana Resources Limited –
Completion of dispatch**

We act for Ochre Industries Pty Limited ACN 162 416 408 (**Bidder**), a wholly owned subsidiary of Ochre Group Holdings Limited ACN 008 877 745.

We **enclose** a copy of Bidder's notice under items 7, 8 and 9 of section 633(1) of the *Corporations Act 2001* (Cth) (**Act**) that Bidder's bidder's statement dated 19 June 2014 (incorporating an offer document dated 3 July 2014) and its first supplementary bidder's statement dated 2 July 2014, in relation to the off-market takeover bid for Gondwana Resources Limited ABN 72 008 915 311 (together the **Bidder's Statement**) has been sent as required by item 6 of section 633(1) of the Act.

The offer set out in the Bidder's Statement (as supplemented) is dated 3 July 2014 and closes at 5.00pm (AWST) on 4 August 2014 unless extended or withdrawn.

Yours faithfully
MINTER ELLISON



Ron Forster
Partner

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Partner responsible: Ron Forster Direct phone: +61 2 9921 4293
Our reference: RWF:1076917



CORPORATIONS ACT 2001 (CTH)

NOTICE BY

OCHRE INDUSTRIES PTY LIMITED ACN 162 416 408

UNDER ITEMS 7, 8 AND 9 OF SECTION 633(1)

COMPLETION OF DISPATCH

TO: Gondwana Resources Limited ABN 72 008 915 311

Australian Securities and Investments Commission

Australian Stock Exchange Limited

TAKE NOTICE that the bidder's statement dated 19 June 2014 (incorporating an offer document dated 3 July 2014) and the first supplementary bidder's statement dated 2 July 2014 of Ochre Industries Pty Limited ACN 162 416 408 (including relevant acceptance forms), in relation to the off-market takeover bid for Gondwana Resources Limited ABN 72 008 915 311 (together the **Bidder's Statement**) has been sent as required by item 6 of section 633(1) of the *Corporations Act 2001* (Cth).

The dispatch of the Bidder's Statement as required by item 6 of section 633(1) of the *Corporations Act 2001* (Cth) was completed on 3 July 2014.

In the case of holders of Gondwana Options (as defined in the Bidder's Statement) they have also been sent a letter in the form annexed and marked 'A'.

DATE: 3 July 2014

Nathan Featherby

Director

Ochre Industries Pty Limited



LETTER TO OPTIONHOLDERS



3 July 2014

[Mr Sam Sample
Unit 11
111 Sample Street
Sampletown, NSW, 2001]

Dear Optionholder

Takeover bid by Ochre Industries Pty Limited for Gondwana Resources Limited

Ochre Industries Pty Limited ACN 162 416 408 (**Ochre**), a wholly owned subsidiary of Ochre Group Holdings Limited ACN 008 877 745, has made a takeover bid for all of the fully paid ordinary shares in Gondwana Resources Limited (**Gondwana**). Ochre has prepared and lodged with ASIC a bidder's statement dated 19 June 2014 (**Bidder's Statement**) and a first supplementary bidder's statement dated 2 July 2014 (**First Supplementary Bidder's Statement**) in relation to this takeover bid.

The **enclosed** Bidder's Statement and First Supplementary Bidder's Statement have been sent to you because you held Gondwana Options (as defined in the Bidder's Statement) as at the Record Date of 5.00pm (AWST) on Thursday, 26 June 2014.

If you exercise your Gondwana Options during the Offer Period (as defined in the Bidder's Statement) then Ochre's offer is extended to the Gondwana shares issued to you in consequence of you exercising your Gondwana Options.

If you choose to exercise your Gondwana Options, you should enquire with Security Transfer Registrars Pty Ltd by calling (08) 9315 2333 or emailing registrar@securitytransfers.com.au as to the receipt of the appropriate personalised acceptance form.

Signed:

Nathan Featherby
Director
Ochre Industries Pty Limited