

3 April 2017

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Our ref: 7601101.00001

The Manager, Company Announcements Office
ASX Limited
Exchange Centre
20 Bridge Street
Sydney NSW 2000

Dear Sir/Madam

Amex Resources Limited (AXZ)

Off-market bid by Waratah International (Asia) Limited – Supplementary Bidder's Statement

We act for Waratah International (Asia) Limited (**Waratah**).

We refer to Waratah's Bidder's Statement dated 16 March 2017 (**Bidder's Statement**) in relation to its off-market takeover bid for all the ordinary shares in Amex Resources Limited ABN 55 089 826 237 (**Amex**).

In accordance with section 647(3)(b) of the *Corporations Act 2001* (Cth), we enclose a copy of Waratah's Supplementary Bidder's Statement dated 3 April 2017.

The Supplementary Bidder's Statement was lodged with the Australian Securities and Investments Commission and sent to Amex today.

Yours faithfully
K&L Gates



Eric Fethers
Partner

This is an important document and requires your immediate attention.

If you are in any doubt as to how to act, you should consult your Broker, financial, legal or other professional adviser as soon as possible.

Supplementary Bidder's Statement

in relation to the off-market takeover bid by

Waratah International (Asia) Limited

to purchase ALL of the ordinary shares in

Amex Resources Limited
(ASX:AXZ)

for A\$0.50 cash per Amex Share

SUPPLEMENTARY BIDDER'S STATEMENT

1. INTRODUCTION

This document is a supplementary bidder's statement (**Supplementary Bidder's Statement**) to the Bidder's Statement issued by Waratah International (Asia) Limited (**Waratah**) dated 16 March 2017 in relation to its off-market takeover bid for all of the ordinary shares in Amex Resources Limited (**Amex**).

This Supplementary Bidder's Statement supplements and should be read together with, the Bidder's Statement. Unless the context requires otherwise, terms defined in the Bidder's Statement have the same meaning where used in this Supplementary Bidder's Statement.

This document is dated 4 April 2017, which is the date it was lodged with ASIC. Neither ASIC nor any of its officers takes any responsibility for the contents of this document.

2. NO INTENTION TO WAIVE MINIMUM ACCEPTANCE CONDITION

Waratah stated in Section 6.9(a) of the Bidder's Statement that it was a Condition of the Offer that Waratah and its associates have Relevant Interests in at least 90% of the aggregate of all the Amex Shares on issue (thereby becoming entitled to compulsorily acquire all of the outstanding Amex Shares under Part 6A.1 of the Corporations Act) (**Minimum Acceptance Condition**). It was further noted that in the event Waratah receives acceptances in respect of 80% of the Amex Shares, Waratah may waive the Minimum Acceptance Condition without Amex's consent.

Waratah advises that it will not waive the Minimum Acceptance Condition if Amex Shareholders together holding in aggregate more than 10% of Amex Shares (which Waratah and its associates do not have a Relevant Interest in) do not accept the Offer.

The Minimum Acceptance Condition is a condition subsequent to the Takeover Contract formed upon acceptance of the Offer. The non-fulfilment of such condition subsequent does not prevent a Takeover Contract to sell Amex Shares to Waratah being formed as a result of the acceptance of the Offer, but entitles Waratah by written notice to an accepting Amex Shareholder, to rescind the Takeover Contract resulting from their acceptance of the Offer.

If, at the end of the Offer Period Waratah and its associates obtain Relevant Interests in less than 90% of all Amex Shares, the Takeover Contracts will be automatically void.

3. HOW TO ACCEPT THE OFFER

If you have any questions relating to which Acceptance Form that you should complete and execute in order to accept the Offer, please contact:

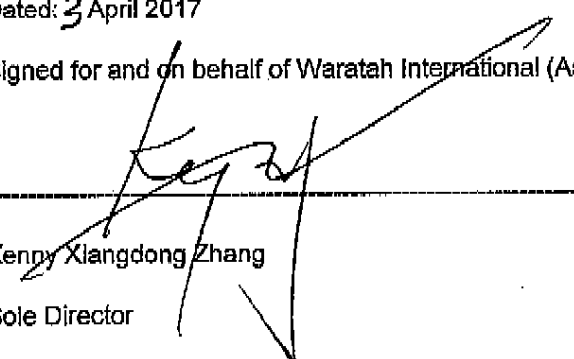
Security Transfer Australia Pty Ltd
Telephone: 1300 992 916
Fax: +61 8 9315 2233
Email: registrar@securitytransfer.com.au

APPROVAL OF SUPPLEMENTARY BIDDER'S STATEMENT

This Supplementary Bidder's Statement has been approved by a resolution of the sole Director of Waratah International (Asia) Limited.

Dated: 3 April 2017

Signed for and on behalf of Waratah International (Asia) Limited by:



Kenny Xiangdong Zhang

Sole Director