

**Form 604**  
Corporations Act 2001  
Section 671B

**Notice of change of interests of substantial holder**

To Company Name/Scheme Robust Resources Limited (**Robust**)

ACN/ARSN 122 238 813

**1. Details of substantial holder (1)**

Name Padiham Resources Pty Ltd (**Padiham**) and the persons listed in section 6 below (together, the **Bidders**).

ACN/ARSN (if applicable) 601 323 871

There was a change in the interests of the substantial holder on Between 26 September 2014 and 3 October 2014  
The previous notice was given to the company on 29 September 2014  
The previous notice was dated 29 September 2014

**2. Previous and present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

| Class of securities (4) | Previous notice |                  | Present notice |                  |
|-------------------------|-----------------|------------------|----------------|------------------|
|                         | Person's votes  | Voting power (5) | Person's votes | Voting power (5) |
| Ordinary shares         | 91,067,232      | 46.61%           | 97,913,116     | 50.12%           |

**3. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

| Date of change                                | Person whose relevant interest changed | Nature of change (6)                                                                                                                                                                                                | Consideration given in relation to change (7)                 | Class and number of securities affected | Person's votes affected |
|-----------------------------------------------|----------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------|-----------------------------------------|-------------------------|
| Between 26 September 2014 and 3 October 2014. | Padiham                                | Acquisition of relevant interest in Robust shares arising upon acceptances of offers dated 30 September 2014 for Robust shares contained in Padiham's Bidder's Statement dated 26 September 2014 ( <b>Offers</b> ). | \$0.49 per ordinary share, subject to the terms of the Offer. | 6,845,884 ordinary shares               | 3.51%                   |

#### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

| Holder of relevant interest | Registered holder of securities                    | Person entitled to be registered as holder (8) | Nature of relevant interest (6)                                                                                                                                                                                                                                           | Class and number of securities | Person's votes |
|-----------------------------|----------------------------------------------------|------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------|----------------|
| The Bidders                 | Robust shareholders who have accepted the Offers   | Padiham subject to the terms of the Offers     | Relevant interest under sections 608(1)(c) and 608(8) of the Corporations Act 2001 (the <b>Act</b> ) pursuant to the acceptances of the Offers. The shares which are the subject of the acceptances of the Offers have not yet been transferred into the name of Padiham. | 6,845,884 ordinary shares      | 6,845,884      |
| The Bidders                 | tp2 Limited ( <b>tp2</b> )                         | tp2                                            | In the case of tp2, as registered holder under section 608(1)(a) of the Act and in the case of the other Bidders as related bodies corporate pursuant to section 608(2) and 608(3).                                                                                       | 38,878,556 ordinary shares     | 38,878,556     |
| The Bidders                 | Droxford International Limited ( <b>Droxford</b> ) | Droxford                                       | In the case of Droxford, as registered holder under section 608(1)(a) of the Act and in the case of the other Bidders as related bodies corporate or associates pursuant to section 608(2) and 603(3).                                                                    | 52,188,676 ordinary shares     | 52,188,676     |

#### 5. Changes in association

The persons who have become associates (2) or, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

tp2 Limited, Techpacific Capital Partners Limited, Stanhill Capital Partners Holdings Limited, and Droxford International Limited, as related bodies corporate of Padiham.

#### 6. Addresses

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

| Name                                                                                              | Address                                                                                        |
|---------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------|
| Padiham Resources Pty Ltd                                                                         | 33 Junction Street, Sherwood QLD 4075                                                          |
| Droxford International Limited                                                                    | 151 Cavenagh Road #06-151, Cavenagh Court, Singapore 229628                                    |
| tp2 Limited, Techpacific Capital Partners Limited, and Stanhill Capital Partners Holdings Limited | NovaSage Incorporations (BVI) Limited, PO Box 4389, Road Town, Tortola, British Virgin Islands |

## Signature

print name Waseem Shiraz

capacity Director

sign here



Date 6 October 2014

### DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (e.g. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included on any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.