

LEVEL 19 AURORA PLACE 88 PHILLIP STREET SYDNEY
GPO BOX 521 SYDNEY NSW 2001 AUSTRALIA
DX 117 SYDNEY www.minterellison.com
T +61 2 9921 8888 F +61 2 9921 8123

FOR IMMEDIATE RELEASE

24 July 2014

ASX Market Announcements Office
ASX Limited

Dear Sir/Madam

Takeover bid by Ochre Industries Pty Limited for Gondwana Resources Limited – Extension of Offer Period

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 refer to the offer made under Bidder's off-market takeover bid for all of the ordinary shares in Gondwana Resources Limited ACN 008 915 311 (**Target**) (the **Offer**) pursuant to its bidder's statement dated 19 June 2014 as supplemented by its first supplementary bidder's statement dated 2 July 2014 (together the **Bidder's Statement**).

Bidder advises that the offer period in relation to its off-market takeover bid for all of the ordinary shares in Target has been extended by 17 days from 5.00pm (AWST) on 4 August 2014 to **5.00pm (AWST) on 21 August 2014**.

Please refer to the **attached** Notice of Extension of Offer Period issued pursuant to section 650D of the *Corporations Act 2001* (Cth) (**Act**). This notice was lodged with ASIC today in accordance with section 650D(1)(b) of the Act. This notice was also served on Gondwana and dispatched to all holders of Gondwana shares to whom an Offer was made under the Bid in accordance with section 650D(1)(c) of the Act.

Yours faithfully
MINTER ELLISON



Ron Forster
Partner

Contact:	Kylie Quinlivan Direct phone: +61 2 9921 4992 Direct fax: +61 2 9921 8193
Email:	Kylie.Quinlivan@minterellison.com
Partner responsible:	Ron Forster Direct phone: +61 2 9921 4293
Our reference:	RWF:1076917

MINTER ELLISON GROUP AND ASSOCIATED OFFICES

ADELAIDE AUCKLAND BEIJING BRISBANE CANBERRA DARWIN GOLD COAST HONG KONG
LONDON MELBOURNE PERTH SHANGHAI SYDNEY ULAANBAATAR WELLINGTON



CORPORATIONS ACT 2001 (CTH)

NOTICE BY

OCHRE INDUSTRIES PTY LIMITED ACN 162 416 408

UNDER SECTION 650D

EXTENSION OF OFFER PERIOD

TO: Australian Securities and Investments Commission

Australian Stock Exchange Limited

Gondwana Resources Limited ABN 72 008 915 311

Each holder of Gondwana shares to whom the Offer referred to below has been made

This is a notice given by Ochre Industries Pty Limited ACN 162 416 408 (**Ochre**) in relation to the offer made under its off-market takeover bid for all of the ordinary shares in Gondwana Resources Limited ACN 008 915 311 (**Gondwana**) (the **Offer**) pursuant to its bidder's statement dated 19 June 2014 as supplemented by its first supplementary bidder's statement dated 2 July 2014 (together the **Bidder's Statement**).

In accordance with section 650D(1) of the *Corporations Act 2001* (Cth) (**Act**), Ochre gives notice that it varies the Bidder's Statement and the Offer by:

- (a) extending the period during which the Offer will remain open so that **the offer will now close at 5.00pm (AWST) on Thursday, 21 August 2014** (unless further extended);
- (b) varying the offer closing date where referred to as "4 August 2014" to "21 August 2014" throughout the Bidder's Statement and in particular at:
 - (i) page 1 'Key Dates' of the Bidder's Statement;
 - (ii) page 4 'Offer Period' of the Bidder's Statement;
 - (iii) page 7 'When does the Offer open and close' of the Bidder's Statement; and
 - (iv) sections 11.4(b), 11.16(b), 11.17 and 11.18(b), of the Bidder's Statement.

Unless the context otherwise requires, defined terms in this notice have the same meaning as in the Bidder's Statement.

A copy of this notice was lodged with ASIC today, 24 July 2014. ASIC takes no responsibility for the contents of this notice.

DATE: 24 July 2014

APPROVED by resolution passed by directors of Ochre Industries Pty Limited on 23 July 2014 as required under section 650D(3A) of the *Corporations Act 2001*, as amended by ASIC Class Order 13/521.