



INTERRA RESOURCES LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 197300166Z)

NOTICE OF EXPIRY OF PIGGYBACK WARRANTS

TO ALL HOLDERS OF PIGGYBACK WARRANTS TO SUBSCRIBE FOR NEW SHARES IN INTERRA RESOURCES LIMITED (the "Company")

THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in doubt as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

Holders of the Company's Piggyback Warrants ("Warrantholders") who have sold their Piggyback Warrants should immediately upon receipt of a copy of this notice, send it to the purchaser or the bank, stockbroker or agent through whom the sale was effected for onward transmission to the purchaser.

In this Notice, the term "Warrants" refers to all warrants issued by the Company, the terms of which are constituted in the deed poll executed by the Company on 24 November 2014 and the term "Piggyback Warrants" refers to all additional free warrants issued by the Company pursuant to the exercise of the Warrants, the terms of which are constituted in the deed poll also executed by the Company on 24 November 2014.

EXPIRY OF PIGGYBACK WARRANTS ON TUESDAY, 29 DECEMBER 2015 AT 5.00 P.M.

Warrantholders are reminded that in accordance with the terms and conditions of the Piggyback Warrants, the rights to subscribe for new ordinary shares in the capital of the Company (the "New Shares") comprised in the Piggyback Warrants will expire at **5.00 p.m. on Tuesday, 29 December 2015 after which time, any subscription rights comprised in the Piggyback Warrants which have not been exercised will lapse and the Piggyback Warrants will cease to be valid for any purpose whatsoever.**

In addition, Warrantholders are reminded that the Piggyback Warrants shall not be listed and traded on the Singapore Exchange Securities Trading Limited.

EXERCISE PRICE

The exercise price of the Piggyback Warrants is S\$0.175 for each New Share (the "Exercise Price").

PROCEDURE FOR EXERCISE OF PIGGYBACK WARRANTS

Warrantholders who wish to exercise their subscription rights must do so in accordance with the terms and conditions of the Piggyback Warrants. In order to exercise the Piggyback Warrants, a Warrantholder must complete and sign the exercise notice relating to the Piggyback Warrants in the prescribed form (the "Exercise Notice").

The completed Exercise Notice must be delivered to the Warrant Agent not later than **5.00 p.m. on 29 December 2015** together with the following:-

1. the relevant Piggyback Warrant certificate(s) in respect of the requisite number of Piggyback Warrants registered in the Warrantholder's own name;
2. such evidence (if any, including evidence of nationality) as the Warrant Agent may require to determine the due execution of the Exercise Notice by or on behalf of the exercising Warrantholder (including any joint Warrantholder);
3. payment of:
 - (a) any fees or expenses payable to CDP and of any stamp, issue, registration or other similar taxes or duties arising on the exercise of the relevant Piggyback Warrants; and
 - (b) the expenses for, and the submission of any necessary documents required in order to effect, the registration of the New Shares in the name of the exercising Warrantholder or CDP (as the case may be) and the delivery of the certificate(s) for such New Shares and any property or other securities to be

delivered upon exercise of the relevant Piggyback Warrants to the place specified by the exercising Warrantholder in the Exercise Notice or to CDP (as the case may be); and

4. a remittance (in Singapore currency) by banker's draft or by cashier's order drawn on a bank operating in Singapore, in favour of **"INTERRA RESOURCES LIMITED"**, for the full amount (free of any foreign exchange commissions, remittance charges or other deductions) equal to the aggregate Exercise Price payable in respect of the Piggyback Warrants exercised. The name of the exercising Warrantholder, the number of Piggyback Warrants being exercised and the certificate number of the relevant Piggyback Warrant certificate should be clearly written on the reverse side of the banker's draft or cashier's order.

If the Warrantholders are not in Singapore, the person exercising the Piggyback Warrants on behalf of such Warrantholders must produce to the Warrant Agent, a Power of Attorney from such Warrantholder authorising the due execution of the Exercise Notice by such person for and on behalf of such Warrantholder (including every joint holder, if any).

Any New Shares arising from such exercise of the Piggyback Warrants shall rank *pari passu* in all respects with the then existing ordinary shares of the Company save for any dividends, rights, allotments or other distributions, the record date for which falls before the relevant exercise date of the Piggyback Warrants. Record date in this context means, in relation to any dividends, rights, allotments or other distribution, the date at the close of business (or such other time as may have been notified by the Company) on which shareholders of the Company must be registered in order to participate in such dividends, rights, allotments or other distributions.

Copies of the Exercise Notice have been sent to all Warrantholders whose names appear in the Register of Warrantholders as at **9 December 2015**. Copies of the Exercise Notice are also obtainable from the Warrant Agent, M & C Services Private Limited, as follows:-

M & C SERVICES PRIVATE LIMITED
Address: 112 Robinson Road #05-01 Singapore 068902
Telephone Numbers: 6228 0507 / 6228 0597
Business Hours: 8.45 a.m. to 5.45 p.m. from Mondays to Fridays
(Closed on Saturdays, Sundays and Public Holidays)

Where the Piggyback Warrants are sold by the Warrantholders, purchasers of Piggyback Warrants who have not been registered as holders of Piggyback Warrants and who wish to exercise the Piggyback Warrants must lodge with the Warrant Agent the relevant Piggyback Warrant certificate(s), the relevant transfer(s) duly executed, the registration fee, the duly completed and signed Exercise Notice and other relevant documents together with the requisite payment for the aggregate Exercise Price payable in respect of the Piggyback Warrants exercised in the manner above before **5.00 p.m. on 29 December 2015**.

BY ORDER OF THE BOARD

Adrian Chan Pengee
Company Secretary
9 December 2015