

3 DECEMBER 2020

EFFECTUATION OF DEED OF COMPANY ARRANGEMENT

We, Richard Scott Tucker and John Allan Bumbak of KordaMentha, in our capacity as joint and several deed administrators ('**Deed Administrators**') of Alita Resources Limited (subject to Deed of Company Arrangement) ('**Alita**' or the '**Company**') wish to update shareholders on certain matters as set out below.

Effectuation of the DoCA

As announced on 17 December 2019, Alita executed a Deed of Company Arrangement ('**DoCA**') on 17 December 2019.

The DoCA was to effectuate following satisfaction of certain conditions precedent, including conditions relating to the transfer of all of the shares in Alita ('**Shares**') to the DoCA proponent, Liatam Mining Pty Ltd ('**Proponent**').

On the application by the Proponent, on 24 November 2020 the Supreme Court of Western Australia made Orders (copy attached) varying the terms of the DoCA such that no transfer of Shares was required in connection with effectuation of the DoCA. Following the Court orders, the Proponent directed the Deed Administrators not to transfer the Shares.

Accordingly, approvals from the Australian Securities and Investments Commission, and from the Foreign Investment Review Board will no longer be required. The remaining conditions precedent to effectuation of the DoCA have been completed or waived in accordance with its terms, and the DoCA will effectuate on Thursday, 3 December 2020, and our appointment as Deed Administrators will terminate.

By operation of the DoCA creditor claims have been transferred to two Creditors' Trusts, and such liabilities owed by Alita have been extinguished. Following the effectuation of the DoCA, Alita's only creditor will be its financier, China Hydrogen Energy Ltd of circa AUD 47 million. Alita continues to hold the Bald Hill Mine, and its associated infrastructure, including the mining licenses.

Appointment of Directors

The Deed Administrators have appointed two independent directors to Alita in accordance with powers granted in the DoCA with effect from 26 November 2020 ('**New Directors**'). The New Directors are:

- David Pile
- Fergus Jockel.

The New Directors' powers are suspended until effectuation of the DoCA on 3 December 2020, and they will take control of Alita and its affairs from 4 December 2020.

For the avoidance of doubt, due diligence on the New Directors to be performed by Alita's Continuing Sponsor, PrimePartners Corporate Finance Pte. Ltd. has yet to commence as at the date of this announcement. The information relating to the New Directors would be contained in the Appendix 7F appointment announcements of the New Directors pursuant to Catalyst Rule 704(6), which would be finalised and released in due course.

Financial reporting relief

The Company has been operating under financial reporting relief granted by the Australian Securities and Investments Commission on 31 March 2020 (refer to announcement dated 8 April 2020).

Following effectuation of the DoCA, the deferral period for the financial reporting relief will end and Alita will again be subject to financial reporting requirements, the details of which will be determined by the Company in consultation with all relevant professionals and regulatory bodies.

Continued suspension

The securities of the Company will remain in suspension until further notice.

The Company would update through further announcements, as and when there are material developments in respect of, *inter alia*, the future business direction of the Company, the appointment of directors to the Company's board and the composition of the board committees.

Authorised by:

Richard Tucker
Deed Administrator
Alita Resources Limited (Subject to Deed of Company Arrangement)

Media Contact: Jennifer Kirk, +61 431 961 209.



IN THE SUPREME COURT OF WESTERN AUSTRALIA

COR/251/2019

EX PARTE:

Richard Scott TUCKER as joint and several administrator of ALITA RESOURCES LIMITED (SUBJECT TO DEED OF COMPANY ARRANGEMENT) (ACN 147 393 735) -and-

First named First Plaintiff

John Allan BUMBAK as joint and several administrator of ALITA RESOURCES LIMITED (SUBJECT TO DEED OF COMPANY ARRANGEMENT) (ACN 147 393 735) -and-

Second named First Plaintiff

Richard Scott TUCKER as joint and several administrator of TAWANA RESOURCES PTY LTD (SUBJECT TO DEED OF COMPANY ARRANGEMENT) (ACN 085 166 721) -and-

First named Second Plaintiff

John Allan BUMBAK as joint and several administrator of TAWANA RESOURCES PTY LTD (SUBJECT TO DEED OF COMPANY ARRANGEMENT) (ACN 085 166 721) -and-

Second named Second Plaintiff

Richard Scott TUCKER as joint and several administrator of LITHCO NO.2 PTY LTD (SUBJECT TO DEED OF COMPANY ARRANGEMENT) (ACN 612 726 922) -and-

First named Third Plaintiff

John Allan BUMBAK as joint and several administrator of LITHCO NO.2 PTY LTD (SUBJECT TO DEED OF COMPANY ARRANGEMENT) (ACN 612 726 922)

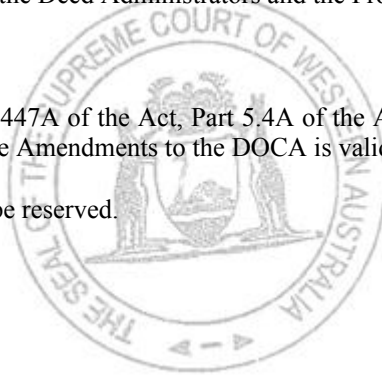
Second named Third Plaintiff

**ORDER OF MASTER SANDERSON
MADE 24 November 2020**

UPON THE APPLICATION of Liatam Mining Pty Ltd (interested party) by interlocutory process filed 18 November 2020, AND UPON HEARING Mr J

Abberton of counsel for the interested party, Mr P Edgar of counsel for the plaintiffs and Mr K de Kerloy of counsel for SMS Innovative Mining Pty Ltd, a creditor, IT IS ORDERED THAT:

1. Pursuant to section 447A of the Act, Part 5.3A of the Corporations Act 2001 (Cth) (Act) is to operate in relation to the Companies as if section 445A of the Act provided that the DOCA may be varied by an order of the Court.
2. Pursuant to section 445A of the Act as so varied and applied to the Companies, the DOCA be amended by:
 - (i) deleting clause 8.3.1;
 - (ii) amending clause 8.4.4 to read "Subject to clause 8.4.6, the Deed Administrators must transfer the Alita Shares to the Proponent (or its nominee or as it directs) in accordance with the orders of the Court"; and
 - (iii) inserting a new clause 8.4.6 which reads "The Deed Administrators are not required to transfer the Alita Shares in the manner required by clause 8.4.4 if the Proponent directs the Deed Administrators in writing not to transfer the Alita Shares"; and
 - (iv) amending the date in clause 7.3, from "31 March 2020 (or such other date as the Deed Administrators and the Proponent may agree in writing)" to "30 November 2020 (or such other date as the Deed Administrators and the Proponent may agree in writing)",
(Amendments).
3. Pursuant to section 447A of the Act, Part 5.4A of the Act is to operate in relation to such that the DOCA including the Amendments to the DOCA is valid.
4. The costs of today be reserved.



BY THE COURT

MASTER C SANDERSON