

## ALLIANCE MINERAL ASSETS LIMITED

(Incorporated in Australia on 6 December 2010)  
(Company Registration no. ACN 147 393 735)



# Implementation of the Scheme

The Board of Directors (“**Board**”) of Alliance Mineral Assets Limited (“**Company**”) refers to its previous announcements in relation to the proposed merger of equals with Tawana Resources NL (“**Tawana**”) pursuant to a scheme of arrangement (“**Scheme**”), with the last announcement dated 5 December 2018.

The Board is pleased to inform shareholders that the Scheme, as approved by the Company’s shareholders at the extraordinary general meeting held on 21 September 2018, shareholders of Tawana at the Scheme Meeting held on 27 November 2018 and the Federal Court of Australia on 3 December 2018, has been implemented today.

### **I. Issuance and Allotment of New Shares**

Pursuant to the Scheme, the Company has acquired 100% of the ordinary shares in Tawana. The shareholders of Tawana (other than Tawana’s ineligible shareholders as defined under the Scheme) have today been allotted and issued 1.1 shares in the Company (“**Shares**”) for every 1 share in Tawana held at the record date, being 7 December 2018. The Company’s Shares which would otherwise have been issued to the ineligible shareholders of Tawana were issued to the sale agent to sell on behalf of the ineligible shareholders pursuant to the terms of the Scheme. Accordingly, 635,896,010 fully paid new Shares have been allotted and issued by the Company pursuant to the Scheme.

Of the 635,896,010 Shares allotted and issued, **1,305,700** Shares were transferred from the ASX to be listed and quoted on the Catalist of the SGX-ST, these Shares will commence trading with effect from 9.00 a.m. on or around 18 December 2018.

The Company has also allotted and issued 9,929,494 Shares to the optionholders of Tawana in consideration for the cancellation of all of Tawana's outstanding options.

Following the issuance and allotment of the new Shares, the total number of issued Shares of the Company has increased from 659,471,907 Shares to 1,305,297,411 Shares.

### **II. Change in Registered Office**

The registered address of the Company has also been changed from **Lakeside Corporate Building Unit 6, 24 Parkland Road, Osborne Park WA 6017, Australia** to **Level 3, 20 Parkland Road, Osborne Park, WA 6017, Australia** with effect from 14 December 2018.

### **III Change in Joint Company Secretaries**

Alexei Fedotov and Joanna Kiernan have been appointed as joint company secretaries with immediate effect in place of Shaun Menezes and Fiona Leaw who have ceased to be joint company secretaries of the Company.

### **IV Composition of Board and Board Committees**

Following the implementation of the Scheme, Pauline Gately, Shaun Menezes, Mahtani Bhagwandas and Chan Hung Chiu Eddy have each resigned as Directors of the Company with immediate effect. Mark Turner, Mark Calderwood, Robert Vassie, Vicki Xie, Geoffrey McNamara and Chan Ming Fai have been appointed as Directors of the Company

The Board of Directors and Board Committees will now comprise the following members:-

<b>Board of Directors</b>	
<b>Name</b>	<b>Designation</b>
Mark Turner	Independent Non-Executive Chairman
Mark Calderwood	Managing Director and CEO
Robert Vassie	Independent Non-Executive Director
Vicki Xie	Non-Executive Director
Geoffrey McNamara	Independent Non-Executive Director
Chan Ming Fai	Non-Executive Director
Ong Kian Guan	Independent Non-Executive Director

<b>Audit and Risk Committee</b>	
<b>Name</b>	<b>Designation</b>
Robert Vassie	Chairman
Ong Kian Guan	Member
Mark Turner	Member

<b>Nominating and Remuneration Committee</b>	
<b>Name</b>	<b>Designation</b>
Geoffrey McNamara	Chairman
Mark Turner	Member
Robert Vassie	Member

The announcements pursuant to Rule 704(6) of the Catalist Rules of the SGX-ST relating to the above resignations and appointments will be released separately.

The Board considers Mr Mark Turner, Mr Robert Vassie and Mr Geoffrey McNamara to be independent for the purposes of Rule 704(7) of the Catalist Rules of the SGX-ST.

#### **BY ORDER OF THE BOARD**

Mark Calderwood  
Managing Director  
14 December 2018

*This announcement has been prepared by Alliance Mineral Assets Limited (the "**Company**") and its contents have been reviewed by PrimePartners Corporate Finance Pte. Ltd. (the "**Sponsor**"), for compliance with the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") Listing Manual Section B: Rules of Catalist. The Sponsor has not verified the contents of this announcement.*

*This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.*

*The contact person for the Sponsor is Ms Gillian Goh, Director, Head of Continuing Sponsorship (Mailing Address: at 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318 and E-mail: sponsorship@ppcf.com.sg).*