

18 December 2018

## RAMELIUS DECLARES OFFER FOR EXPLAURUM UNCONDITIONAL

### HIGHLIGHTS

- Ramelius offer now **UNCONDITIONAL**
- Investors who previously accepted will receive Offer consideration within 14 days
- Investors who accept from now will receive Offer Consideration on or before the earlier of 1 month from acceptance and 21 days after the end of the offer period

Ramelius Resources Limited (ASX:RMS) (**Ramelius**) is pleased to advise that today it has declared its Offer for all the ordinary shares in Explaurum Limited (ASX:EXU) (**Explaurum**) free from all conditions set out in section 12.8 of its Bidder's Statement dated 10 September 2018 (as supplemented). Accordingly, the Offer is now **unconditional**. A formal notice prepared in accordance with section 650F of the *Corporations Act 2001* (Cth) was provided to Explaurum today and is attached to this announcement (**Notice**).

Under Ramelius' best and final Offer, Explaurum Shareholders will receive one (1) Ramelius Share for every (4) Explaurum Shares held plus A\$0.02 cash for every Explaurum Share held.

Those Explaurum Shareholders who have already accepted the Offer prior to the date of this announcement will receive their Offer Consideration within 14 days. Those Explaurum Shareholders who accept the Offer between now and the proposed close of the Offer, on 25 January 2019 (unless further extended), will receive their Offer Consideration on or before the earlier of one month after the date of acceptance and 21 days after the end of the Offer Period (in accordance with section 12.6 of the Bidder's Statement).

At the date of this announcement, Ramelius has received acceptances that total 29.68% of the voting power in Explaurum.

For further information contact:

### Investor enquiries:

**Mark Zeptner**

Managing Director  
Ramelius Resources Ltd  
Ph: +61 8 9202 1127

**Tim Manners**

Chief Financial Officer  
Ramelius Resources Ltd  
Ph: + 61 8 9202 1127

**Duncan Gordon**

Executive Director  
Adelaide Equity Partners  
Ph: +61 404 006 444

### Media enquiries:

**Luke Forrestal**

Senior Account Director  
Media & Capital Partners  
Ph: +61 411 479 144

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### ISSUED CAPITAL

Ordinary Shares: 528M

### DIRECTORS

**NON-EXECUTIVE CHAIRMAN:**

Kevin Lines

**MANAGING DIRECTOR:**

Mark Zeptner

**NON-EXECUTIVE DIRECTORS:**

Michael Bohm

David Southam

[www.rameliusresources.com.au](http://www.rameliusresources.com.au)

RAMELIUS RESOURCES LIMITED

**Registered Office**

Level 1, 130 Royal Street  
East Perth, WA 6004  
Tel +61 8 9202 1127  
PO Box 6070  
East Perth, WA 6892

## ABOUT RAMELIUS



**Figure 1:** Ramelius' Operations & Development Project Locations

Ramelius owns and operates the Mt Magnet, Edna May and Vivien gold mines, all of which are located in Western Australia (refer Figure 1).

Ore from the high-grade Vivien underground mine, located near Leinster, is hauled to the Mt Magnet processing plant where it is blended with ore from both underground and open pit sources at Mt Magnet.

The Edna May operation, purchased from Evolution Mining in October 2017, is currently feeding the adjacent processing plant with ore from stockpiles whilst both an underground (Edna May) and open pit (Greenfinch) operation are being developed.

The Marda Gold Project, agreed to be purchased by Ramelius from Black Oak Minerals (Administrators Appointed) in September 2018, is expected to settle in January 2019. Marda is planned to be mined and the ore hauled to the Edna May processing plant.

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**RAMELIUS RESOURCES LIMITED**

**ACN 001 717 540**

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**Notice under section 650F *Corporations Act 2001* (Cth)**

**Notice that defeating conditions freed**

**To** ASX Limited (**ASX**)

Explaurum Limited (ACN 114 175 138) (**Explaurum**)

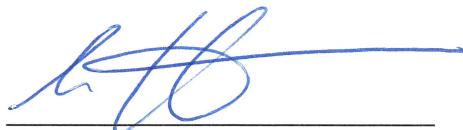
This is a notice given by Ramelius Resources Limited (ACN 001 717 540) (**Ramelius**) in relation to the offer dated 25 September 2018 (as varied by notices dated 18 October 2018, 13 November 2018 and 13 December 2018) made under its off-market takeover bid to acquire all the ordinary shares in Explaurum pursuant to its bidder's statement dated 10 September 2018 (as supplemented) (**Bidder's Statement**).

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

For the purposes of section 650F of the *Corporations Act 2001* (Cth), Ramelius gives notice and declares that:

- (i) its Offer, and each contract resulting from acceptance of the Offer, is free from all the conditions set out in section 12.8 of the Bidder's Statement. Accordingly, the Offer is now unconditional; and
- (ii) as at the date of this notice, Ramelius' voting power in Explaurum Limited (ACN 114 175 138) was 29.68% (comprising 142,859,329 shares out of a total 481,412,320 shares currently on issue in Explaurum).

**Date:** 18 December 2018



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**Mark Zeptner**  
**Managing Director**  
**For and on behalf of Ramelius Resources Limited**