



Tiger Resources Limited (Formerly Subject to Deed of Company Arrangement)
ACN 077 110 304
(Tiger)

Financial reporting and AGM relief

I refer to the appointment of Rob Brauer and I as voluntary administrators of Tiger on 5 November 2020, our subsequent appointment as Deed Administrators on 19 February 2021 and effectuation of Tiger's Deed of Company Arrangement (**DOCA**) on 19 November 2021.

During the course of the DOCA the Australian Securities Investment Commission (**ASIC**) granted Tiger relief from:

- financial reporting obligations pursuant to section 340(1) of the Corporations Act 2001 (*Cth*) (**Act**) for the full financial year accounts ending 31 December 2019, and 2020 as well as half year reports (including Auditors' Report and Directors' Statement) for the six month period ending 30 June 2020 and 31 December 2020; and
- the obligation to hold annual general meetings under section 250N of the Act for the financial years ending 31 December 2019 and 31 December 2020.

A copy of the relief instruments (ASIC Instrument 21-0669 and 21-0668) are attached at Annexure A.

I have not previously circulated notice of this relief as I was continuing to liaise with ASIC regarding certain aspects of the relief instrument and I expected they would be revised. However, due to effectuation of the DOCA the instruments no longer require amending. Accordingly, pursuant to the terms of the instrument I am now providing notice of the instruments, notwithstanding the fact that the DOCA has effectuated.

If you have any queries please contact Antoine Cleuet of my staff on (08) 6363 7635 or via email at acleuet@mcrathnicol.com.

Rob Kirman

Annexures:

Annexure A: ASIC Instrument 21-0669 and ASIC Instrument 21-0668



Annexure A:

ASIC Instrument 21-0669 – Order under subsection 340(1)

ASIC Instrument 21-0668 – Exemption under subsection 250PAB(4)

**Australian Securities and Investments Commission
Corporations Act 2001 - Subsection 340(1) - Order**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsection 340(1) of the *Corporations Act 2001* (the *Act*).

Title

2. This Order is ASIC Instrument 21-0669.

Commencement

3. This instrument commences on the day it is signed.

Order

4. Tiger Resources Limited (subject to deed of company arrangement) ACN 077 110 304 (the *Company*) does not have to comply with any of the following obligations under Part 2M.3 of the Act:

- (a) report to members of the Company under section 314 within the time required by section 315;
- (b) send reports to a member of the Company in accordance with a request under subsection 316(1) within the time required by subsection 316(2);
- (c) lodge reports with ASIC under subsection 319(1) within the time required by subsection 319(3); and
- (d) lodge half-year reports with ASIC under subsection 320(1) within the time required by that subsection;

in relation to:

- (e) the financial year ending 31 December 2020; and
- (f) a financial year or half-year of the Company ending during the deferral period.

This paragraph applies until the last day of the deferral period.

5. The Company does not have to comply with an obligation under Part 2M.3 of the Act of a kind specified in paragraph 4 in relation to:

- (a) the financial year of the Company ending 31 December 2019; and
- (b) the half-year of the Company ending 30 June 2020;

only to the extent that the Part would have imposed, but for this paragraph 5, a continuing obligation on the Company from the date of this instrument.

This paragraph applies until the last day of the deferral period.

Conditions

6. The Company:
- (a) must comply with any obligation to which paragraphs 4 and 5 apply by no later than the last day of the deferral period;
 - (b) must arrange for a notice explaining the relief granted by this instrument to be published:
 - (i) both:
 - (A) in a prominent place on the Company's website (if any); and
 - (B) in a place that is readily accessible on a website maintained by the External Administrator or any external administrator appointed after the External Administrator; and

Note: If the external administrator is a member of a firm then the firm's website will satisfy the requirement in (B).
 - (c) must have adequate arrangements in place to answer, within a reasonable period of time and without charge, any reasonable questions asked by a member of the Company about the external administration or any later external administration or managing controllership occurring after the appointment of the External Administrator during the deferral period; and
 - (d) must immediately notify ASIC in writing if the External Administrator ceases to exercise all or most of the management powers and functions of the Company.
7. The Company need not comply with the condition specified in subparagraph 6(a) (other than an obligation to lodge referred to in subparagraph 4(c)) if, by no later than the last day of the deferral period, the Company arranges for a prescribed notice to be published:
- (a) both:
 - (i) in a prominent place on the Company's website (if any); and
 - (i) in a place that is readily accessible on a website maintained by the External Administrator or any external administrator appointed after the External Administrator.
8. This order will cease to apply in relation to the half-years or financial years of the Company from the date of any failure to comply with a condition in paragraph 6 (subject to paragraph 7) in relation to the half-years or the financial years.
9. To avoid doubt, subject to paragraph 7, if an obligation to which paragraph 6 applies has not been complied with by the day after the end of the deferral period or the day after this order ceases to apply under paragraph 8, whichever occurs first, this order has no application from that date to any continuing obligation.

Interpretation:

In this instrument:

deferral period means the period starting on the date of this instrument and ending on whichever is the earlier of:

- (a) 29 July 2022; or
- (b) the date on which a disclosure document is lodged with ASIC in relation to any offer for issue or sale of securities that needs disclosure to investors under Chapter 6D of the Act; or

Note: Where a company is undertaking public fundraising for a recapitalisation, up-to-date financial reports are information that is reasonably required by investors in a disclosure document lodged under s710.

- (d) the date the Company ceases to be under external administration; or

Note: A company that has been granted an individual deferral, must comply with any deferred financial reporting obligations in accordance with the Corporations Act or obtain further deferral relief before the deferral expires, except where a liquidator is appointed or the company ceases.

- (e) the date on which a liquidator is appointed to the Company.

external administration means where an external administrator has been appointed to the Company.

External Administration means the deed of company arrangement in respect of the Company that was executed on 19 February 2021, appointing Robert Conry Brauer and Robert Michael Kirman of McGrathNicol as deed administrators.

external administrator means:

- (a) an administrator of the Company appointed under section 436A, 436B or 436C of the Act;
- (b) where the Company has executed a deed of company arrangement that has not yet terminated, the administrator of the deed appointed under Part 5.3A of the Act;
- (c) a provisional liquidator of the Company; or
- (d) a managing controller appointed in relation to property of the Company.

prescribed notice means a notice that contains statements to the following effect:

- (a) the reports for the relevant financial year of the Company have been lodged with ASIC; and
- (b) the Company will send copies of the reports to a member of the Company free of charge if the member asks for the reports in writing; and
- (c) the reports are available for download on the relevant website together with a hypertext link to the reports.

Dated this 29th day of July 2021



Signed by Ebony Jackson
as a delegate of the Australian Securities and Investments Commission

**Australian Securities and Investments Commission
Corporations Act 2001 – Subsection 250PAB(4) – Exemption**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsection 250PAB(4) of the Corporations Act 2001 (the *Act*).

Title

2. This instrument is ASIC Instrument 21-0668.

Commencement

3. This instrument commences on the day it is signed.

Exemptions

4. Tiger Resources Limited (subject to deed of company arrangement) ACN 077 110 304 (the *Company*) does not have to comply with the obligation to hold an annual general meeting (*AGM*) under section 250N of the Act:

- (a) at least once in each calendar year; and
- (b) within 5 months after the end of its financial year;

in relation to the 2021 calendar year and the Company's financial year ending 31 December 2020.

5. The Company does not have to comply with an obligation under section 250N of the Act in relation to the 2020 calendar year and the Company's financial year ending 31 December 2019 but only to the extent that section 250N of the Act would have imposed, but for this paragraph 5, a continuing obligation on the Company from the date of appointment of the Voluntary Administrators.

Where this instrument applies

6. This instrument applies where, as at the date of the instrument, the Company is subject to the Deed of Company Arrangement the effectuation of which is conditional upon:
 - (a) obtaining leave of the Court to transfer the Company's share capital for no consideration pursuant to section 444GA of the Act;
 - (b) obtaining relief from section 606 of the Act from ASIC for the Deed of Company Arrangement proponent to acquire 100% of the equity in the Company; and
 - (c) obtaining relevant government approvals for the transaction from the Democratic Republic of Congo.

Conditions

7. The Company must:

- (a) arrange for a notice explaining the relief granted by this instrument to be published both:
 - (i) in a prominent place on the Company's website (if any); and
 - (ii) in a place that is readily accessible on a website maintained by the Deed Administrators; and
- (b) have adequate arrangements in place to answer, within a reasonable period of time and without charge, any reasonable questions asked by a member of the Company about the Deed of Company Arrangement.

Interpretation:

In this instrument:

Deed Administrators has the meaning given in paragraph (b) of the definition of *administrator* in section 9 of the Act, being Mr Robert Conry Brauer and Mr Robert Michael Kirman who were appointed joint and several administrators of the Deed of Company Arrangement on 19 February 2021.

Deed of Company Arrangement means the deed of company arrangement that was executed on 19 February 2021 appointing Mr Robert Conry Brauer and Mr Robert Michael Kirman of McGrathNicol as deed administrators.

Voluntary Administrators means Mr Robert Conry Brauer and Mr Robert Michael Kirman of McGrathNicol who were appointed joint and several administrators of the Company on 5 November 2020.

Dated this 29th day of July 2021



Signed by Ebony Jackson
as a delegate of the Australian Securities and Investments Commission