

SYDNEY • MELBOURNE • BRISBANE



6 February 2012

Companies Announcements Office
ASX Ltd
Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

Senior Associate
Direct Line
Email
Partner
Our Ref

Toby Yiu
(02) 8083 0494
toby.yiu@holdingredlich.com.au
Darren Pereira
DAP:TCY:11650062

By facsimile: 1300 135 638
Number of pages: 6

Dear Sir/Madam

**Takeover by LionGold Corp Ltd for Signature Metals Ltd (ASX:SBL)
Third Supplementary Bidder's Statement**

We act for LionGold Corp Ltd (**LionGold**) in relation to its off-market takeover bid for all the shares in Signature Metals Ltd.

In accordance with section 347(3)(a) of the *Corporations Act 2001* (Cth), we **attach** a copy of the third supplementary bidder's statement of LionGold dated 6 February 2012 (**Third Supplementary Bidder's Statement**), which supplements LionGold's bidder's statement dated 19 December 2011, first supplementary bidder's statement dated 11 January 2012 and second supplementary bidder's statement dated 20 January 2012.

A copy of the Third Supplementary Bidder's Statement will be lodged with the Australian Securities and Investments Commission and will be sent to Signature Metals Ltd today.

Yours faithfully

A handwritten signature in black ink, appearing to read 'Toby Yiu', with a long horizontal flourish extending to the right.

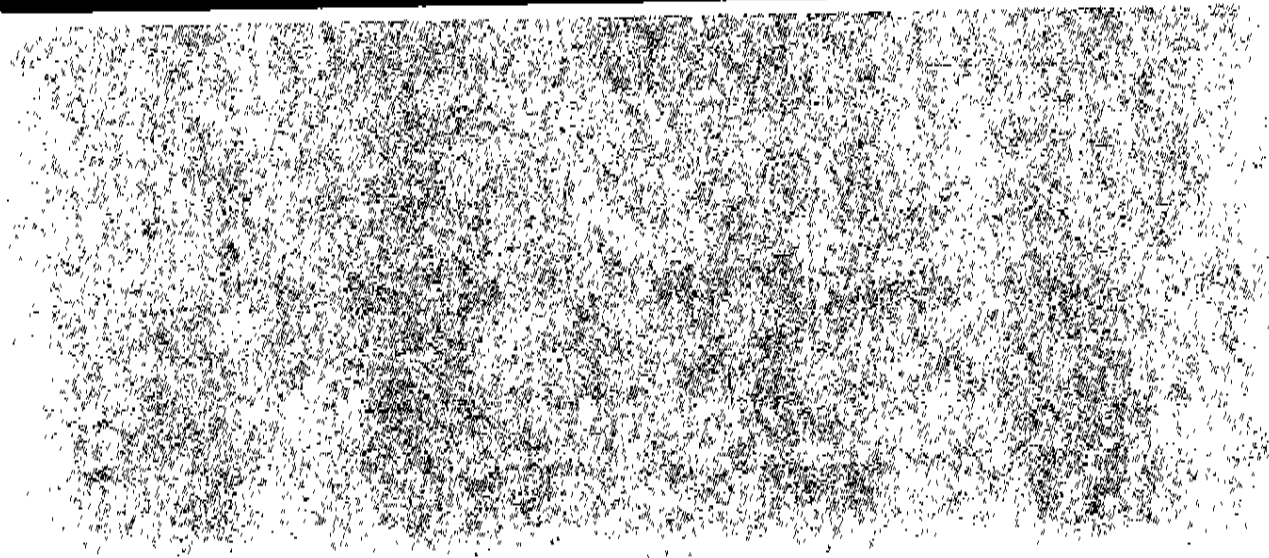
HOLDING REDLICH

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. YOU SHOULD READ IT IN ITS ENTIRETY. IF YOU ARE IN DOUBT AS TO HOW TO DEAL WITH THIS DOCUMENT, PLEASE CONSULT YOUR FINANCIAL, LEGAL OR OTHER PROFESSIONAL ADVISER.

LIONGOLD

CORP

THIRD SUPPLEMENTARY BIDDER'S STATEMENT



Third Supplementary Bidder's Statement

1 INTRODUCTION

This document is the third supplementary bidder's statement (**Third Supplementary Bidder's Statement**) to the bidder's statement dated 19 December 2011 (**Bidder's Statement**), the first supplementary bidder's statement dated 11 January 2012 (**First Supplementary Bidder's Statement**) and the second supplementary bidder's statement dated 20 January 2012 (**Second Supplementary Bidder's Statement**) issued by LionGold Corp Ltd (**LionGold**) in relation to its off-market takeover bid for all the shares in Signature Metals Ltd (**Signature**).

This Third Supplementary Bidder's Statement supplements and should be read together with the Bidder's Statement, First Supplementary Bidder's Statement and Second Supplementary Bidder's Statement.

This Third Supplementary Bidder's Statement is dated 6 February 2012, which is the date it was lodged with ASIC. Neither ASIC nor any of its officers take any responsibility for its contents.

Unless the context requires otherwise, terms defined in the Bidder's Statement have the same meaning in this Third Supplementary Bidder's Statement. See Section 12 (Glossary) of the Bidder's Statement.

2 FURTHER INFORMATION RELATING TO SALE AGREEMENT WITH ENCHANTE SERVICES INC

LionGold provides the following additional information in relation to the agreement disclosed at section 11.14(f) of the Bidder's Statement, being the agreement which LionGold has entered into with Enchante Services Inc (**Enchante**) to dispose of LionGold's investment in its associated company, Think Environmental Ltd and available-for-sale financial asset, Think Greenergy Ltd for a consideration of S\$8,600,000 and S\$16,000,000, respectively.

Enchante is a company incorporated in the Republic of Marshall Islands. Its sole beneficial owner is also the sole legal and beneficial owner and director of another entity, which previously acquired LionGold's interests in Flagship Ecosystems Investments Pte Ltd (**FESI**) and Luoyang Sing-yu Energy Company Limited on 24 March 2011 (**Luoyang**) for S\$8,200,000. FESI and Luoyang were companies under LionGold's EPC business.

As LionGold indicated at section 11.14(f) of the Bidder's Statement, these agreements are subject to shareholder approval at the SGM and once such approval is obtained, in accordance with their terms, the parties must proceed to completion and Enchante must pay LionGold the consideration of S\$8,600,000 and S\$16,000,000, respectively. Based on the above the LionGold Directors have no reason to believe that the consideration will not be paid when due.

There are no accounts or financial statements of Enchante that are publicly available for inspection.

3 ADDITIONAL INFORMATION ON LIONGOLD'S GOLD MINING PROJECTS

3.1 Funding

Please refer to section 6.1 of the Second Supplementary Bidder's Statement. As advised in the Second Supplementary Bidder's Statement, LionGold is in discussions with various parties regarding fundraising. LionGold advises that, at this stage, non-binding indicative term sheets have been prepared and circulated by the funder counterparties with a view to progressing negotiations. LionGold will make announcements, as required, on the progress of the fundraising on the SGX.

3.2 Allocation of funds – LionGold gold mining projects

Please refer to section 6.1 of the Second Supplementary Bidder's Statement. As previously advised, LionGold expects to receive S\$32,400,000 from certain disposals and LionGold intends to use part of these funds to finance its investments and operations in its gold mining business for the next 12 to 24 months. LionGold advises that its planned expenditure for its gold mining operations in Mali and Ghana is approximately US\$11,344,000, as set out below.

	Mali	Ghana
Mapping, trenching, pitting bulk sampling and drilling	US\$1,000,000	US\$2,000,000
Geophysics	US\$ 300,000	
Office administration		US\$800,000
Pre-Production operation costs		US\$3,000,000
Three APT RG Scrubbers		US\$3,740,000
APT IC 30 Unit		US\$360,000
Total	US\$1,444,000	US\$9,900,000

The sum of US\$1,444,000 planned for Mali is intended to be utilised to undertake advanced exploration of LionGold's site in Kelkoro, Mali. The sum of US\$9,900,000 planned for Ghana is intended to be utilised to acquire plant, equipment and machinery for ASWA's Kashmir project and Akropong projects in Ghana.

3.3 Allocation of funds – Signature gold mining projects

As at the date of this Third Supplementary Bidder's Statement, and subject to the Offer becoming unconditional, LionGold is not in a position to determine precisely how much of the funds LionGold expects to receive from disposals or from its fundraising exercise referred to above will be allocated to Signature's gold mining projects. In this regard, LionGold refers Signature Shareholders to Section 7.8 of the Bidder's Statement regarding its intentions for Signature. To this end, LionGold is aware of Signature's current cash flow requirements of its operations (as announced on the ASX) and subject to the qualification set out below, LionGold intends to make available to Signature sufficient funds raised from the fundraising referred to at section 3.1 (above) and from the asset disposals referred to at section 2 (above) to meet Signature's cash flow requirements in order to enable it to continue its operations as they are presently conducted.

LionGold's intentions expressed above are subject to the following:

- (a) the outcome of LionGold's intended review of Signature's operations, assets, structure and employees;
- (b) whether LionGold nominees comprise a majority of directors of the Signature Board;
- (c) the Offer becoming unconditional;
- (d) whether LionGold acquires more than 50% of Signature Shares;
- (e) the law, in particular in relation to related party transactions and conflicts of interests; and
- (f) the legal obligation of the Signature Directors to act for proper purposes and in the best interests of Signature Shareholders as a whole.

4 SUBSTANTIAL SHAREHOLDER INFORMATION – UPDATE

Please refer to section 4(b) of the Second Supplementary Bidder's Statement. Due to changes in LionGold's shareholding since the date of the Second Supplementary Bidder's Statement, the table is now updated as set out below.

Shareholder	Direct shareholding		Indirect shareholding	
	No. of Shares	%	No. of Shares	%
Aslasons Investment Ltd	69,250,000	9.47	9,297,077 (by virtue of 4,700,000 shares held by Dynamic Return Ltd and 4,597,077 shares held by Aslasons Eco Energy Fund LP)	1.27
Macquarie Bank Ltd	45,000,000	6.15		
Forte Services Limited (Tan Sri's associate)	40,000,000	5.47		
Venaton Holdings Ltd (Dato' Md Wira Dani Bin Abdul Daim's associate)	40,000,000	5.47		
Jared Lim Chih Li			73,847,077*	10.10
Dato Mohammed Azlan Bin Hashim			73,847,077*	10.10
Aslasons Capital Limited			73,847,077*	10.10
Aslasons Investment Managers Inc			73,847,077*	10.10

* This parcel of 73,847,077 LionGold shares is one and the same parcel of shares.

The only change in the substantial shareholders since the Second Supplementary Bidder's Statement has been the reduction of 300,000 shares in the interest (in the same parcel of shares) held by Jared Lim Chih Li, Dato Mohammed Azlan Bin Hashim, Aslasons Capital Limited and Aslasons Investment Managers Inc

5 UPDATE AS TO NEGOTIATIONS WITH BILL OLIVER

LionGold refers to Section 7.7 of the Bidder's Statement regarding Bill Oliver. LionGold advises that it has approached Mr Oliver and discussions will progress in due course.

APPROVAL OF THIRD SUPPLEMENTARY BIDDER'S STATEMENT

This Third Supplementary Bidder's Statement has been approved by a unanimous resolution passed by all the directors of LionGold.

Signed for and on behalf of LionGold by:



Choy Yin Wong
Director

Dated: 6 February 2012