

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holderTo Company Name/Scheme **Astro Resources NL**ACN/ARSN **ABN: 96 007 090 904****1. Details of substantial holder (1)**Name **MINING INVESTMENTS LIMITED, GUN CAPITAL MANAGEMENT PTY LTD AND MR ELIAS KHOURI**ACN/ARSN (if applicable) **ABN FOR GUN CAPITAL MANAGEMENT PTY LTD - 93 091 221 546**There was a change in the interests of the substantial holder on **30/10/2020**The previous notice was given to the company on **07/01/2019**The previous notice was dated **31/12/2018****2. Previous and present voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
FULLY PAID ORDINARY SHARES	300,545,772	23.63%	399,097,093	13.73%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
30 October 2020	Mining Investments Limited	Shares issued pursuant to resolution 5 of the Notice of General Meeting held on the 30 th October 2020	Conversion of a loan facility at a deemed price of \$0.0035 per share in accordance with Resolution 5 of the Notice of Meeting dated 21 September 2020.	50,220,571	50,220,571

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4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
MINING INVESTMENTS LIMITED	HSEC CUSTODY NOMINEES (AUSTRALIA) LIMITED	MINING INVESTMENTS LIMITED	REGISTERED HOLDER OF THE SECURITIES TAKEN UNDER SECTION 608 (3) OF THE CORPORATIONS ACT TO HAVE A RELEVANT INTEREST IN THE SHARES WHICH MR ELIAS KHOURI IS THE ULTIMATE OWNER OF MINING INVESTMENTS LIMITED .	ORDINARY SHARES	350,766,343
GUN CAPITAL MANAGEMNT PTY LTD	GUN CAPITAL MANAGEMENT PTY LTD	GUN CAPITAL MANAGEMENT PTY LTD	REGISTERED HOLDER OF THE SECURITIES TAKEN UNDER SECTION 608 (3) OF THE CORPORATIONS ACT TO HAVE A RELEVANT INTEREST IN THE SHARES WHICH MINING INVESTMENTS LIMITED IS THE REGISTERED OWENR	ORDINARY SHARES	2,000,000
CARAKHO HOLDINGS PTY LTD	CARAKHO HOLDINGS PTY LTD	ELIAS KHOURI AND HIS FAMILY	REGISTERED HOLDER OF THE SECURITIES TAKEN UNDER SECTION 608 (3) OF THE CORPORATIONS ACT TO HAVE A RELEVANT INTEREST IN THE SHARES WHICH MINING INVESTMENTS LIMITED IS THE REGISTERED OWENR	ORDINARY SHARES	46,330,750

5. Changes in association

The persons who have become associates (2) of, ceased to be asso ciates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Carakho Holding Pty Ltd	This is a family trust where the ultimate benefical owner of Mining Investments Limited, Elias Khouri is a potentia beneficiary
Gun Capital Management Pty Ltd	This is a company which is owned and controlled by Elias Khouri.

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
	Refer to the attached Annexure

Signature

print name **ELIAS KHOURI**

capacity **DIRECTOR**

sign here

date **03/11/2020**

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

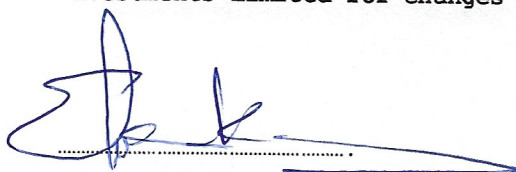
Appendix 1

MINING INVESTMENTS LIMITED AND MR ELIAS KHOURI

Item 6 Names and addresses to persons who form part of the form 604

Name	Address
Carakho Holding Pty Ltd	PO Box 408 Newport VIC 3015
Gun Capital Management Pty Ltd	PO Box 408 Newport VIC 3015
MINING INVESTMENTS LIMITED	P.O. BOX: 87, BYBLOS - LEBANON
ELIAS KHOURI	P.O. BOX: 87, BYBLOS - LEBANON

The above Appendix forms part of the Form 604 for Elias Khouri and Mining Investments Limited for changes occurring on 30 October 2020



Elias Khouri

Dated 5²⁰ November 2020

Dated: