



RESOURCE BASE LIMITED

Wednesday, 27 April 2022

The Listing Manager
ASX Market Announcements
ASX Limited

Re: Resource Base Limited – Sale of Unmarketable Parcel Facility

Dear Sir / Madam,

Resource Base Limited (**ASX:RBX**) (**Resource Base** or the **Company**) is pleased to advise that it has established an Unmarketable Parcel Sale Facility (**Facility**) for shareholders who hold less than A\$500 worth of fully paid, ordinary shares in the Company (**Shares**), (**Unmarketable Parcel**).

Based on the price of Shares at the close of trading on Tuesday, 26 April 2022 (**Record Date**) of A\$0.24, a holding of 2,083 Shares or less constitutes an Unmarketable Parcel.

The Company is offering the Facility to enable shareholders who hold an Unmarketable Parcel to sell their Shares without having to act through a broker or pay brokerage or handling fees. Resource Base will pay all costs associated with the sale and transfer of Shares through the Facility (excluding any tax consequences of the sale, which will be the responsibility of relevant shareholders).

Under the Company's Constitution, Shares must not be sold under the Facility for less than the simple average of the last sale prices of Shares sold on ASX for each of the ten trading days immediately preceding the date of any sale offer the Company receives for the Shares. Each shareholder will receive their proportionate share of the total sale proceeds for all Shares sold through the Facility without any brokerage or handling costs. As participating shareholders will receive an average price for their Shares, the price received may be different from the price appearing in news sources or quoted by ASX on any day and may not be the best price on the day the Shares are sold.

The sale of Unmarketable Parcels through the Facility will also benefit the Company, as it is expected to significantly reduce the administrative costs associated with maintaining a number of small shareholdings on the Company's share register.

In accordance with the Company's Constitution (**Constitution**) and the ASX Listing Rules, the attached letter and share retention form (**Retention Form**) will be sent to all shareholders who hold an Unmarketable Parcel on the Record Date.

Shareholders who hold an Unmarketable Parcel and wish to retain their Shares must "opt-out" of the Facility by returning their duly completed Retention Form to the Company's share registry (**Computershare Investor Services Pty Limited**) in accordance with the instructions on the Retention Form, by no later than 5:00pm (AEST) on Tuesday, 14 June 2022 (**Closing Time**). Any shareholder who holds an Unmarketable Parcel and does not return a duly completed Retention Form by the Closing Time will have their Shares sold through the Facility.



Resource Base has appointed an independent broker to sell the Shares under the Facility, and the proceeds from the sale of the Shares will be remitted to participating shareholders as soon as practicable following settlement of all Shares sold through the Facility. The key dates in relation to the Facility are set out below:

Event	Date
Record Date for establishing holders of Unmarketable Parcels	26 April 2022
ASX announcement regarding Unmarketable Parcels Sale Facility	27 April 2022
Letter and Retention Form despatched to shareholders holding an Unmarketable Parcel	2 May 2022
Closing Time for receipt of completed Retention Forms	14 June 2022

Resource Base reserves the right to change any of the dates referred to in this announcement or the enclosed letter and Retention Form, or to vary, cancel or delay the Facility or the sale of Shares at any time before Shares are sold, by making an announcement to ASX. The Company has the ability to establish the Facility and facilitate the sale of Unmarketable Parcels under clause 3 of the Constitution and rule 15.13 of the ASX Listing Rules.

The Company does not provide any recommendation or advice as to whether shareholders holding an Unmarketable Parcel should sell or retain their Shares. If you have any questions about the operation of the Facility, please contact the Company on +61 8 6102 8072. This announcement has been authorised for release to ASX by the Company's Board of Directors. If you have any queries in relation to this announcement, please do not hesitate to contact the Company Secretary at the number above.

Yours Sincerely,

Ailsa Osborne | CFO & Company Secretary

E: admin@resourcebase.com.au

T: +61 (8) 61028072



Wednesday, 27 April 2022

Re: Resource Base Limited – Sale of Unmarketable Parcel of Shares

Dear Shareholder,

Resource Base Limited (**ASX:RBX**) (**Resource Base** or the **Company**) is pleased to advise that it has established an Unmarketable Parcel Sale Facility (**Facility**) for shareholders who hold less than A\$500 worth of fully paid, ordinary shares in the Company (**Shares**), (**Unmarketable Parcel**).

Based on the price of Shares at the close of trading on Tuesday, 26 April 2022 (**Record Date**) of A\$0.24, a holding of 2,083 Shares or less constitutes an Unmarketable Parcel.

Resource Base appreciates that Unmarketable Parcels can be difficult or expensive to sell, so the Company is offering the Facility to enable shareholders who hold an Unmarketable Parcel to sell their Shares without having to act through a broker or pay brokerage or handling fees. The Company will pay all costs associated with the sale and transfer of Shares through the Facility (excluding any tax consequences of the sale, which will be the responsibility of relevant shareholders).

Under the Company's Constitution, Shares must not be sold under the Facility for less than the simple average of the last sale prices of Shares sold on ASX for each of the ten trading days immediately preceding the date of any sale offer the Company receives for the Shares. Each shareholder will receive their proportionate share of the total sale proceeds for all Shares sold through the Facility without any brokerage or handling costs. As participating shareholders will receive an average price for their Shares, the price received may be different from the price appearing in news sources or quoted by ASX on any day and may not be the best price on the day the Shares are sold.

The sale of Unmarketable Parcels through the Facility will also benefit the Company, as it is expected to significantly reduce the administrative costs associated with maintaining a number of small shareholdings on the Company's share register.

Resource Base has the ability to establish the Facility and facilitate the sale of Unmarketable Parcels under clause 3 of the Company's Constitution (Constitution) and rule 15.13 of the ASX Listing Rules.

WHY AM I RECEIVING THIS LETTER?

Our records indicate that you held an Unmarketable Parcel of Shares based on the price of Shares of A\$0.24 as at close of trade on the Record Date. Unless you advise the Company by 5:00pm (AEST) on Tuesday, 14 June 2022 (**Closing Time**) that you do **NOT** wish to sell your Shares, the Company intends to sell your Shares through the Facility in accordance with clause 3 of the Constitution and rule 15.13 of the ASX Listing Rules.

To advise the Company that you do **NOT** wish to sell your Shares, you must complete the share retention form (Retention Form) enclosed with this letter, and return it to the Company's share



registry, Computershare Limited (Computershare), in accordance with the instructions on the Retention Form, prior to the Closing Time.

If, at the Closing Time, the value of your Shares has increased such that you no longer have an Unmarketable Parcel (eg due to an increase in the market price of Shares or the number of Shares you hold), your Shares will **NOT** be sold.

If you have multiple holdings of Shares which, if aggregated, would not constitute an Unmarketable Parcel, you may contact Computershare at 1300 850 505 (within Australia) or +61 3 9415 4000 (outside Australia) to amalgamate your holdings. In these circumstances, your Shares will not be sold.

Please also note that pursuant to clause 3.15 of the Constitution and rule 15.13.5 of the ASX Listing Rules, the Company will not sell your Shares in the event that a third party announces a takeover offer for the Company.

In accordance with its continuous disclosure obligations, the Company may release information to the ASX which may affect your decision as to whether you wish to sell or retain your Shares. If such information is released, it will be published on the ASX website (www.asx.com.au, ASX code: RBX) and on the Company's website (www.resourcebase.com.au).

You should be aware that the fact that your holding of Shares is described in this letter as an "unmarketable parcel" does not mean that you cannot sell your Shares at any time. The use of the term "unmarketable parcel" in this letter is to identify the value of Shares which are eligible for sale through the Facility.

WHAT DO I NEED TO DO?

As a holder of an Unmarketable Parcel as at the Record Date, your options are described below:

1. Sell your Unmarketable Parcel

If you **WISH TO SELL** your Shares through the Facility, you should **TAKE NO ACTION**. By refraining from taking any action, you will be deemed to have irrevocably appointed the Company as your agent to:

- a) sell, or procure the sale of, all of your Shares at a price to be determined, without any costs being incurred by you; and
- b) deal with the proceeds of the sale as set out in this letter (for more information about the payment of the sale proceeds through Computershare, please refer to Question 9 of the enclosed Information Sheet).

The Company has appointed a broker to facilitate the sale of the Unmarketable Parcels. Payment for your Shares will be remitted to you as soon as practicable, following settlement of the sale of all Shares sold through the Facility.

2. Retain your Unmarketable Parcel

If you **DO NOT WISH TO SELL** your Unmarketable Parcel, you **MUST OPT-OUT** of the Facility by completing and returning the enclosed Retention Form in accordance with the instructions on the Retention Form so that it is received by Computershare prior to the Closing Time.

The key dates in relation to the Facility are set out below:



Event	Date
Record Date for establishing holders of Unmarketable Parcels	26 April 2022
ASX announcement regarding Unmarketable Parcels Sale Facility	27 April 2022
Letter and Retention Form despatched to shareholders holding an Unmarketable Parcel	2 May 2022
Closing Time for receipt of completed Retention Forms	14 June 2022

Resource Base reserves the right to change any of the dates referred to in this announcement or the enclosed letter and Retention Form, or to vary, cancel or delay the Facility or the sale of Shares at any time before Shares are sold, by making an announcement to ASX.

The Company does not provide any recommendation or advice as to whether shareholders holding an Unmarketable Parcel should sell or retain their Shares.

Enclosed is an Information Sheet to answer questions that you may have with respect to the sale of Unmarketable Parcels. **This letter is important. If you are in doubt about what to do, you should consult your legal, financial or taxation adviser.**

If you have any other questions about the operation of the Facility, please contact the Company on +61 8 6102 8072.

Yours Sincerely,

Ailsa Osborne | CFO & Company Secretary

E: admin@resourcebase.com.au

T: +61 (8) 61028072

W: www.resourcebase.com.au



INFORMATION SHEET

UNMARKETABLE PARCEL SALE FACILITY

1. What is an Unmarketable Parcel?

An Unmarketable Parcel is a holding of fully paid ordinary shares in Resource Base Limited (**Shares**), (**Company**) that is valued at less than \$500. Based on the closing price of Shares on Tuesday, 26 April 2022 (**Record Date**) of A\$0.24, this is equivalent to a holding of 2,083 Shares or less.

2. Why has the Facility been established?

The Company has decided to establish an Unmarketable Parcel Sale Facility (**Facility**) to enable you to sell your Unmarketable Parcel without incurring brokerage or handling costs that could otherwise make a sale of your Unmarketable Parcel uneconomic or difficult. The sale of Unmarketable Parcels through the Facility will also enable the Company to reduce administrative costs associated with maintaining a large number of relatively small holdings of Shares.

3. Why have I received this letter?

You have received this letter because our records indicate that you held an Unmarketable Parcel of Shares based on the price of Shares of A\$0.24 as at close of trade on the Record Date.

4. What do I need to do to sell my Shares?

If you wish to sell your Shares you should **TAKE NO ACTION**.

Your Shares will be sold through the Facility unless a duly completed Retention Form in respect of your Shares is received by the Company's Share Registry (**Computershare**) before 5:00pm (AEST) on Tuesday, 14 June 2022 (**Closing Time**) in accordance with the instructions on the Retention Form. A Retention Form is enclosed with this letter.

5. What if I do not wish to sell my Unmarketable Parcel?

If you do not wish to sell your Shares, you **MUST OPT-OUT** of the Facility by completing and returning the enclosed Retention Form to the address provided in the Retention Form so that it is received by Computershare prior to the Closing Time. If Computershare has not received your Retention Form by the Closing Time, your Shares will be sold through the Facility.

Alternatively, you can purchase more Shares on-market so that you hold at least \$500 worth of Shares as at the Closing Time. See Question 12 below for further information.

6. How will my shares be sold under the Facility?

Your Shares will be sold by the appointed broker, on the Australian Securities Exchange (**ASX**).



7. What price will I receive for Shares sold through the Facility?

Under the Company's Constitution, Shares must not be sold under the Facility for less than the simple average of the last sale prices of Shares sold on ASX for each of the ten trading days immediately preceding the date of any sale offer the Company receives for the Shares. Each shareholder will receive their proportionate share of the total sale proceeds for all Shares sold through the Facility without any brokerage or handling costs. As participating shareholders will receive an average price for their Shares, the price received may be different from the price appearing in news sources or quoted by ASX on any day and may not be the best price on the day the Shares are sold.

If, at the Closing Time, the value of your Shares has increased so that you no longer have an Unmarketable Parcel (for example, due to an increase in the price of Shares or in the number of Shares you hold) your Shares will not be sold.

You will not have control over the time or price at which your Shares are sold, and the price you receive may not reflect the price of Shares appearing in the media or quoted by the ASX on any given day, nor be the best price for Shares available on the day your Shares are sold.

8. Do I need to pay anything if I participate in the Facility?

The Company will pay all costs and expenses arising in connection with the Facility. Any tax payable, or other tax consequences from the sale, will be your responsibility.

9. When will I receive the proceeds for the Shares sold?

Payment will be remitted to you following settlement of all Shares sold under the Facility as soon as reasonably practicable.

Payment will be made via a direct credit to your bank account at an Australian financial institution (where the Company has your details or upon nomination by you of a relevant bank account), or otherwise by cheque in Australian dollars sent to your postal address as recorded in the Company's share register.

If your direct credit details or address requires updating, you can amend your details online through Computershare's Investor Centre www.computershare.com.au/investor Alternately contact Computershare at 1300 850 505 (within Australia) or +61 3 9415 4000 (outside Australia). Payment will be made in Australian dollars.

10. What are the advantages and disadvantages of participating in the Facility?

You may consider the following consequences of participating in the Facility to be advantageous to you:

- receiving a cash payment from the sale of your Unmarketable Parcel;
- avoiding any brokerage or related selling expenses in connection with the sale of your Shares;
- utilising a cost effective way of disposing of an Unmarketable Parcel; and
- the sale price of your Shares being determined by reference to the prevailing market price of Shares.



You may consider the following consequences of participating in the Facility to be disadvantageous to you:

- no longer holding any Shares in the Company (unless you subsequently buy more Shares);
- possible capital gains tax being payable; and
- the price of the Company's Shares subsequently rising following the sale of your Shares (although there is no way of predicting whether this would actually occur).

11. What if the price of Shares changes between the Record Date and the Closing Time?

If the market price of Shares increases between the Record Date and the Closing Time, such that at the Closing Time the value of your Shares is equal to or greater than \$500, your Shares will not be sold through the Facility.

12. If I buy more Shares in the Company, will I retain my holding?

The Company will not sell your Shares if you increase your holding to a marketable parcel, being a holding of Shares with a market value of at least \$500 based on the price of Shares as at the Closing Time. Please note that any additional Shares acquired must be registered by the Closing Time, under the same name and address and with the same holder number (SRN or HIN) as set out in the enclosed Retention Form.

13. What if I hold multiple Unmarketable Parcels of Shares?

If you hold multiple Unmarketable Parcels of Shares, you must complete and return a Retention Form for each separate Unmarketable Parcel that you wish to retain.

Alternatively, you may aggregate your multiple holdings to avoid them being sold. To do this, please contact Computershare on 1300 850 505 (within Australia) or +61 3 9415 4000 (outside Australia).

If you wish to sell your Unmarketable Parcels, you should take no action.

14. What if my holding of Shares in the Company is a CHESS Holding?

If your Shares remain in a CHESS Holding, the Company may move those Shares to an Issued Sponsored Holding and the Shares will then be sold under the Facility.

15. Does the Company have the authority to establish the Facility?

The Company has the ability to establish the Facility and facilitate the sale of Unmarketable Parcels under clause 3 of the Constitution and rule 15.13 of the ASX Listing Rules.

16. Where can I obtain further information?

If you have any other questions about the operation of the Facility, please contact the Company on +61 8 6102 8072.



17. What if I am unsure of what to do?

If you are in doubt about what to do, you should consult a financial, legal or taxation adviser. This Information Sheet does not constitute advice, nor is it a recommendation to sell, buy or hold Shares.

18. Important notes

The Company reserves the right to change any of the dates referred to in this letter or the enclosed Information Sheet or Retention Form, or to vary, cancel or delay the Facility or the sale of your Shares at any time before your Shares are sold, by making an announcement to ASX.