Form604

Corporations Act 2001 Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme RAFAELLA RESOURCES LIMITED

ACN/ARSN 623 130 987

1. Details of substantial holder(1)

Name Suburban Holdings Pty Ltd

ACN/ARSN (if applicable) 106 824 471

There was a change in the interests of the

substantial holder on <u>25/07/2019, 31/07/2019, 19/08/2019, 20/08/2019, 29/08/2019, 30/08/2019, 05/09/2019</u>

and 11/09/2019

The previous notice was given to the companyon 09 / 12 / 2019

The previous notice was dated 09 / 12/ 2019

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 substation of an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the companyor scheme, areas follows:

Class of securities (4)	Previous notic	Previous notice		ce
	Person's votes	Voting power (5)	Person's vote	Voting power (5)
Fully Paid Ordinary Shares	1,997,738	5.25%	4,976,698	7.07%

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 irring securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the companyor scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation tochange (7)	Class and number of securities affected	Person's votes affected
	SEE ANNEXURE 'A"				

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
Suburban Holdings Pty Ltd	Suburban Holdings Pty Ltd	Suburban Holdings Pty Ltd	1	4,976,698 fully paid ordinary shares	4,976,698

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5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (8) the substantial holder in relation to voting interests in the companyor scheme areas follows:

Name and ACN/ARSN (if applicable)	Nature of association
Not Applicable	

Addresses

The addresses of persons named in this formare as follows:

Name	Address
Suburban Holdings Pty Ltd	Level 12,167 Macquarie Street, Sydney NSW 2000

Signature

print name

Alvin Blumenthal

capacity Director

sign here

Allegyl.

Date 09/12/2019

DIRECTIONS

- If there are a number of substantial holders with smilar or related relevant interests (eg. a corporation and its related provations, 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 agroup of persons are easiety 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 learly set out in paragraph 6 of the form.
- See the definition of "associate" in section 9 of the Corporations Act 2001.
- See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- The voting shares of a company constitute one class unless divided into separate classes.
- The person's votes divided by the total votes in the body corporateors chememultiplied by 100.
- 6 Includedetailsof:
 - any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection (47 #p) lies, 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 amount accurate details of a mount accurate details of a mount accurate details of amount accurate details of accurate details of a mount accurate details of a m
 - any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the vorgweets 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.

- Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interes 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 happing 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 the person from whom the relevant interest was acquired.
- If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because opption) write "unknown".
- Give details, if appropriate, of the present association and any change in that association since the last substantial hgldbtice.

ANNEXURE A

Rafaella Resources Ltd (A.C.N 623 130 987)

This is Annexure A of two (2) pages referred to in Form 604 (Notice of change of interests of substantial holder)

3. Changes in relevant interests

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideratio n given in relation to change (7)	Class and number of securities affected	Person's votes affected
25/07/2019	Suburban Holdings Pty Ltd	On-market purchase	\$23,093.72	142,976 fully paid ordinary shares	142,976
31/07/2019	Suburban Holdings Pty Ltd	On-market purchase	\$53,694.81	302,292 fully paid ordinary shares	302,292
19/08/2019	Suburban Holdings Pty Ltd	On-market purchase	\$159,353.05	789,832 fully paid ordinary shares	789,832
19/08/2019	Suburban Holdings Pty Ltd	On-market purchase	\$58,714.77	285,168 fully paid ordinary shares	285,168
20/08/2019	Suburban Holdings Pty Ltd	On-market purchase	\$142,117.37	704,200 fully paid ordinary shares	704,200
21/08/2019	Suburban Holdings Pty Ltd	On-market purchase	\$160,88	800 fully paid ordinary shares	800
27/08/2019	Suburban Holdings Pty Ltd	Dilution of voting power due to issue of27,675,000 shares	Not applicable	4,976,698 fully paid ordinary shares	4,976,698
29/08/2019	Suburban Holdings Pty Ltd	On-market purchase	\$1,581.77	9,832 fully paid ordinary shares	9,832
29/08/2019	Suburban Holdings Pty Ltd	On-market purchase	\$925.72	5,442 fully paid ordinary shares	5,442
30/08/2019	Suburban Holdings Pty Ltd	On-market purchase	\$1,523.96	9,832 fully paid ordinary shares	9,832
30/08/2019	Suburban Holdings Pty Ltd	On-market purchase	\$3,982.02	26,888 fully paid ordinary shares	26,888
05/09/2019	Suburban Holdings Pty Ltd	On-market purchase	\$62,769.87	419,207 fully paid ordinary shares	419,207
05/09/2019	Suburban Holdings Pty Ltd	On-market purchase	\$256.11	1,698 fully paid ordinary shares	1,698
11/09/2019	Suburban Holdings Pty Ltd	On-market purchase	\$39,597.82	279,095 fully paid ordinary shares	279,095

11/09/2019	Suburban Holdings Pty Ltd	On-market purchase	\$ 237.72	1,698 fully paid ordinary shares	1,698
03/10/2019	Suburban Holdings Pty Ltd	Dilution of voting power due to issue of 331,820 shares	Not applicable	4,976,698 fully paid ordinary shares	4,976,698
14/10/2019	Suburban Holdings Pty Ltd	Dilution of voting power due to issue of 4,375,000 shares	Not applicable	4,976,698 fully paid ordinary shares	4,976,698

SIGNATURE

Alvin Blumenthal Print name

ame Mblahl.

9th December 2019

Date

Sign here