

**Form 604**  
Corporations Act 2001  
Section 671B

**Notice of change of interests of substantial holder**

To Company Name/Scheme Minrex Resources Limited

ACN/ARSN 151 185 867

**1. Details of substantial holder (1)**

Name Adam Blumenthal, Anglo Australasia Holdings Pty Ltd ACN 604 307 646, Anglo Menda Pty Ltd ACN 608 554 052, Australian Share Nominees Pty Ltd ACN 613 669 711, Phillip Street Holdings Pty Ltd ACN 615 424 783, Atlantic Capital Holdings Pty Ltd ACN 630 723 858 (Adam Blumenthal Entities)

ACN/ARSN (if applicable) As above

There was a change in the interests of the substantial holder on 30/03/2020, 31/03/2020, 01/04/2020, 03/04/2020, 08/04/2020 and 09/04/2020

The previous notice was given to the company on 29/04/2020

The previous notice was dated 29/04/2020

**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	19,755,141	10.09%	31,589,667	15.88%

**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
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
See Annexure A					

**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 (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
No change	No change

**6. Addresses**

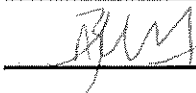
The addresses of persons named in this form are as follows:

Name	Address
Adam Blumenthal Anglo Australasia Holdings Pty Ltd Anglo Menda Pty Ltd Australian Share Nominees Pty Ltd Phillip Street Holdings Pty Ltd Atlantic Capital Holdings Pty Ltd	C/- Ageis Accounting & Tax Pty Ltd, Level 12, 167 Macquarie Street, Sydney NSW 2000

## Signature

print name Adam Blumenthal (personally and for and on behalf of the Adam Blumenthal Entities in their own right and as trustees for their respective trusts capacity as detailed above)

sign here



date

29/04/2020

### 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 on 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.

# ANNEXURE A

Minrex Resources Ltd (ACN 151 185 867)

This is Annexure A of four (4) 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	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
30/03/2020	Australian Share Nominees Pty Ltd Anglo Australasia Holdings Pty Ltd Anglo Menda Pty Ltd Atlantic Capital Holdings Pty Ltd Phillip Street Holdings Pty Ltd Adam Blumenthal	On-market purchases by Anglo Menda Pty Ltd	\$2,438.00	275,000 Shares	275,000
31/03/2020			\$11,911.83	1,183,526 Shares	1,183,526
03/04/2020			\$4,400.00	376,000 Shares	376,000
08/04/2020			\$62,843.75	5,000,000 Shares	5,000,000
09/04/2020			\$65,357.50	5,000,000 shares	5,000,000
01/04/2020	Australian Share Nominees Pty Ltd Anglo Australasia Holdings Pty Ltd Anglo Menda Pty Ltd Atlantic Capital Holdings Pty Ltd Phillip Street Holdings Pty Ltd Adam Blumenthal	Dilution of voting power due to issue of 3,000,000 Shares	Not applicable	31,589,667 Shares	31,589,667

4. Present relevant interests

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities	Person's votes
<p>Anglo Menda Pty Ltd            Australian Share Nominees Pty Ltd            Anglo Australasia Holdings Pty Ltd            Atlantic Capital Holdings Pty Ltd            Phillip Street Holdings Pty Ltd            Adam Blumenthal</p>	<p>Anglo Menda Pty Ltd</p>	<p>Anglo Menda Pty Ltd</p>	<p>1. Relevant interest held by Anglo Menda Pty Ltd under section 608(1)(a) of the Corporations Act as the holder of the shares.            2. Relevant interest held by Anglo Ausiralsia Holdings Pty Ltd under section 608(3)(a) and (b) of the Corporations Act as the holder of 100% of the shares on issue in Anglo Menda Pty Ltd.            3. Relevant interest held by Adam Blumenthal under section 608(3)(a) and (b) of the Corporations Act as the holder of 100% of the shares on issue in Anglo Australasia Holdings Pty Ltd and under sections 608(1)(b) and (c) of the Corporations Act, having the power to control voting or disposal of the shares held by Anglo Menda Pty Ltd.            4. Relevant interests held by Australian Share Nominees Pty Ltd, Anglo Australasia Holdings Pty Ltd, Atlantic Capital Holdings Pty Ltd and Phillip Street Holdings Pty Ltd, under section 608(3)(a) of the Corporations Act by having voting power of above 20% in Anglo Menda Pty Ltd.</p>	<p>16,089,667 Shares</p>	<p>16,089,667</p>

<p>Anglo Menda Pty Ltd  Australian Share Nominees Pty Ltd  Anglo Australasia Holdings Pty Ltd  Atlantic Capital Holdings Pty Ltd  Phillip Street Holdings Pty Ltd  Adam Blumenthal</p>	<p>Australian Share Nominees Pty Ltd  &lt;Australasian Holdings A/C&gt;</p>	<p>Australian Share Nominees Pty Ltd  &lt;Australasian Holdings A/C&gt;</p>	<p>1. Relevant interest held by Australian Share Nominees Pty Ltd under section 608(1)(a) of the Corporations Act as the holder of the shares in its capacity as trustee of the Australasian Holdings Unit Trust.</p> <p>2. Relevant interest held by Phillip Street Holdings Pty Ltd under section 608(3)(b) of the Corporations Act having control by holding more than 50% of the shares on issue in Australian Share Nominees Pty Ltd.</p> <p>3. Relevant interest held by Adam Blumenthal under section 608(3)(b) of the Corporations Act as the holder of 100% of the shares on issue in Phillip Street Holdings Pty Ltd and under sections 608(1)(b) and (c) of the Corporations Act, having the power to control voting or disposal of the shares held by Australian Share Nominees Pty Ltd &lt;Australasian Holdings A/C&gt;.</p> <p>4. Relevant interests held by Anglo Menda Pty Ltd, Anglo Australasia Holdings Pty Ltd, Atlantic Capital Holdings Pty Ltd, Phillip Street Holdings Pty Ltd and Adam Blumenthal under section 608(3)(a) of the Corporations Act by having voting power of above 20% in Australian Share Nominees Pty Ltd.</p>	<p>500,000 Shares</p>	<p>500,000</p>
<p>Anglo Menda Pty Ltd  Australian Share Nominees Pty Ltd  Anglo Australasia Holdings Pty Ltd  Atlantic Capital Holdings Pty Ltd  Phillip Street Holdings Pty Ltd  Adam Blumenthal</p>	<p>Atlantic Capital Holdings Pty Ltd  &lt;Atlantic Capital A/C&gt;</p>	<p>Atlantic Capital Holdings Pty Ltd  &lt;Atlantic Capital A/C&gt;</p>	<p>1. Relevant interest held by Atlantic Capital Holdings Pty Ltd under section 608(1)(a) of the Corporations Act as the holder of the shares in its capacity as trustee of the Atlantic Capital Trust.</p> <p>2. Relevant interest held by Adam Blumenthal under section 608(3)(a) and (b) of the Corporations Act as the holder of 100% of the shares on issue in Atlantic Capital Holdings Pty Ltd and under sections 608(1)(b) and (c) of the Corporations Act, having the power to control voting or disposal of the shares held by Atlantic Capital Holdings Pty Ltd &lt;Atlantic Capital A/C&gt;.</p> <p>3. Relevant interests held by Anglo Menda Pty Ltd, Australian Share Nominees Pty Ltd, Anglo Australasia Holdings Pty Ltd and Phillip Street Holdings Pty Ltd, under section 608(3)(a) of the Corporations Act by having voting power of above 20% in Atlantic Capital Holdings Pty Ltd.</p>	<p>15,000,000 Shares</p>	<p>15,000,000</p>

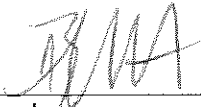
**SIGNATURE**

Adam Blumenthal  
Print name

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29 April 2020  
Date

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Sign here

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