

# Form 603

Corporations Act 2001  
Section 671B

## Notice of initial substantial holder

To Company Name/Scheme Hazelwood Resources Limited

ACN/ARSN 118 738 999

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

Name Mr Bret Hutchinson

ACN/ARSN (if applicable) \_\_\_\_\_

The holder became a substantial holder on 11/12/ 2015

### 2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Persons' votes (5)	Voting power (6)
Ordinary Shares	596,878,934	596,878,934	12.2%  ** Note: based on 4,873,232,410 Hazelwood ordinary shares on issue

### 3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
BAXCHANG PTY LTD	Registered Holder	264,968,411 ordinary fully paid
CABBDEG INVESTMENTS PTY LTD	Registered Holder	286,036,837 ordinary fully paid
MR BRET HUTCHINSON	Registered Holder and associate of Baxchang Pty Ltd and Cabbdeg Investments Pty Ltd	45,873,686 ordinary fully paid

### 4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
BAXCHANG PTY LTD	BAXCHANG PTY LTD <THE HUTCHINSON FAMILY SUPER FUND A/C>		80,000,000
BAXCHANG PTY LTD	BAXCHANG PTY LTD <HUTCHINSON FAMILY S/F A/C>		184,968,411
CABBDEG INVESTMENTS PTY LTD	CABBDEG INVESTMENTS PTY LTD		286,036,837
MR BRET HUTCHINSON	MR BRET HUTCHINSON		40,000,000
MR BRET HUTCHINSON	MR BRET CRAIG HUTCHINSON		5,873,686

*BH 29/1/15*

## 5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
BAXCHANG PTY LTD <THE HUTCHINSON FAMILY SUPER FUND A/C>	11 December 2015	\$80,000		80,000,000 ordinary fully paid
BAXCHANG PTY LTD <HUTCHINSON FAMILY S/F A/C>	11 December 2015	\$147,975		147,974,730 ordinary fully paid
CABBDEG INVESTMENTS PTY LTD	11 December 2015	\$252,829		252,829,470 ordinary fully paid
MR BRET HUTCHINSON	11 December 2015	\$40,000		40,000,000 ordinary fully paid
MR BRET CRAIG HUTCHINSON	11 December 2015	\$4,699		4,698,944 ordinary fully paid

## 6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
BAXCHANG PTY LTD (ACN 081 432 279)	Mr Hutchinson holds greater than a 20% beneficial interest in Baxchang Pty Ltd
CABBDEG INVESTMENTS PTY LTD (ACN 006 869 281)	Mr Hutchinson holds greater than a 20% beneficial interest in Cabbdeg Investments Pty Ltd

## 7. Addresses

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

Name	Address
Mr Bret Hutchinson	PO Box 854 Dunsborough WA 6281
BAXCHANG PTY LTD	PO Box 854 Dunsborough WA 6281
CABBDEG INVESTMENTS PTY LTD	PO Box 854 Dunsborough WA 6281

## Signature

print name: Mr Bret Hutchinson

Capacity:

sign here

Date:

## 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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
  - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.