

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Resource Equipment Limited

ACN/ARSN 098 812 492

1. Details of substantial holder(1)

Name Keith Danby Lucas ATF The Arrowtown Trust

ACN/ARSN (if applicable) _____

There was a change in the interests of the substantial holder on 28 / 11 / 14

The previous notice was given to the company on 4 / 4 / 14

The previous notice was dated 8 / 4 / 14

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) |
| Ordinary shares | 27,186,026 | 9.4% | 27,186,026 | 6.1% |
| | | | | |

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 |
|----------------|--|----------------------|---|---|-------------------------|
| | | | | | |
| | | | | | |

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 |
|-----------------------------|---------------------------------|--|---------------------------------|--------------------------------|----------------|
| Refer Section 1 | Keith Lucas | Keith Lucas | Owner of Shares | 27,186,026 | 27,186,026 |
| | | | | | |

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 |
|-----------------------------------|-----------------------|
| | |
| | |

6. Addresses

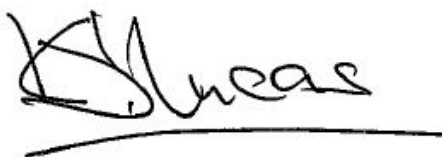
The addresses of persons named in this form are as follows:

| Name | Address |
|-------------------|-------------------------------|
| Keith Danby Lucas | PO Box 328, Welshpool WA 6986 |
| | |

Signature

print name Keith Danby Lucas capacity Trustee

sign here



date 1 / 12 / 14