

SUBSTANTIAL HOLDER NOTICE

Resolution Minerals Ltd (ASX:RML or Company) has today lodged a Notice of ceasing to be a substantial holder (Form 605) in respect of an interest in its own shares arising from the voluntary escrow imposed on these shares in the past. The requirement for the notice has arisen due to the issue of shares by the Company and the resultant reduction in percentage holding of escrowed shares to below 5%. The disclosure is a technical requirement arising under the *Corporations Act 2001* (Cth).

The original Form 603 (notice of initial substantial holder) was lodged by Company on 21 October 2019.

Resolution Minerals does not have any ownership interest in the escrow shares.

A Form 605 - Notice of ceasing to be a substantial holder follows.

For further information please contact the authorising officer:

Duncan Chessell
Managing Director
Northern Cobalt Ltd
M: +61 414 804 055
E: duncan@resolutionminerals.com

CAPITAL STRUCTURE

Ordinary Shares

Issued 108.9 M

Options and rights

Listed options 6.1 M @ 10c
Unlisted options 12.3 M @ 25c
Unlisted options 15.0 M @ 6c
Unlisted rights 6.0 M

Performance Shares

Class A 9.6 M
Class B 3.6 M

Last Capital Raise

December 2019 – Placement
\$1.5M @ 3.5c

BOARD

Len Dean - Chair
Duncan Chessell - MD
Andrew Shearer - NED
Jarek Kopias - Co Sec

Form 605

Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme Resolution Minerals Ltd

ACN/ARSN 617 789 732

1. Details of substantial holder (1)

Name Resolution Minerals Ltd

ACN/ARSN (if applicable) Resolution Minerals Ltd ACN 617 789 732

The holder ceased to be a substantial holder on 03 / 12 / 2019

The previous notice was given to the company on 21 / 10 / 2019

The previous notice was dated 21 / 10 / 2019

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's voted affected
3 Dec 2019	Resolution Minerals Ltd	Issue of shares in the Company resulting in reduced % holding	Not applicable	4,875,000 ordinary shares	4,875,000

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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
Not applicable	

4. Addresses

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

Name	Address
Resolution Minerals Ltd	Ground Floor, 28 Greenhill Road, Wayville SA 5034

Signature

print name Jaroslaw Kopias capacity Company Secretary

sign here  date 3 / 12 / 2019

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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.
- (5) 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 of 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.