

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme BASE RESOURCES LTDACN/ARSN 125546916**1. Details of substantial holder(1)**Name SUSTAINABLE CAPITAL LTD

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on 7/02/2020The previous notice was given to the company on 24/06/2019The previous notice was dated 24/06/2019**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 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)
	222,187,707	19.05%	260,732,274	22.25

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
25/6/2019	SUSTAINABLE	PURCHASE	0.235	6371	6371
26/6/2019	SUSTAINABLE	PURCHASE	0.235	274,638	274,638
27/6/2019	SUSTAINABLE	PURCHASE	0.235	70,731	70,731
1/7/2019	SUSTAINABLE	PURCHASE	0.235	1,987,272	1,987,272
6/8/2019	SUSTAINABLE	PURCHASE	0.240	97,049	97,049
16/8/2019	SUSTAINABLE	PURCHASE	0.240	35,430	35,430
19/8/2019	SUSTAINABLE	PURCHASE	0.240	176,877	176,877
20/8/2019	SUSTAINABLE	PURCHASE	0.240	148,189	148,189

4. Present relevant interests

(see additional pages)

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
SUSTAINABLE CAPITAL LTD	HSBC FUND SERVICES COG	HSBC BANK FUND SERVICES		260,732,274	260,732,274

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme

BASE RESOURCES LTD (CONT.)

ACN/ARSN

125546916

1. Details of substantial holder(1)

Name

SUSTAINABLE CAPITAL LTD

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on

/ /

The previous notice was given to the company on

/ /

The previous notice was dated

/ /

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)

3. Changes in relevant interests (cont.)

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
21/8/19	SUSTAINABLE	PURCHASE	0.240	164,207	164,207
22/8/19	SUSTAINABLE	PURCHASE	0.240	6,526	6,526
26/8/19	SUSTAINABLE	PURCHASE	0.200	32,645	32,645
17/9/19	SUSTAINABLE	PURCHASE	0.235	71,517	71,517
18/9/19	SUSTAINABLE	PURCHASE	0.235	66,557	66,557
19/9/19	SUSTAINABLE	PURCHASE	0.235	22,385	22,385
3/10/19	SUSTAINABLE	PURCHASE	0.240	24,432	24,432
9/10/19	SUSTAINABLE	PURCHASE	0.240	2,065,500	2,065,500

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

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Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme

BASE RESOURCES LTD (cont.)

ACN/ARSN

125546916

1. Details of substantial holder(1)

Name

SUSTAINABLE CAPITAL LTD

ACN/ARSN (if applicable)

There was a change in the interests of the
substantial holder on

/ /

The previous notice was given to the company on

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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)

3. Changes in relevant interests

(cont.)

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
10/10/2019	SUSTAINABLE	PURCHASE	0.240	43,397	43,397
11/10/2019	SUSTAINABLE	PURCHASE	0.240	132,395	132,395
14/10/2019	SUSTAINABLE	PURCHASE	0.240	52,476	52,476
16/10/2019	SUSTAINABLE	PURCHASE	0.240	81,328	81,328
17/10/2019	SUSTAINABLE	PURCHASE	0.240	22,672	22,672
21/10/2019	SUSTAINABLE	PURCHASE	0.240	371,800	371,800
23/10/2019	SUSTAINABLE	PURCHASE	0.240	2,797,328	2,797,328
24/10/2019	SUSTAINABLE	PURCHASE	0.240	402,672	402,672
7/2/2020	SUSTAINABLE	PURCHASE	0.250	29,834,113	29,834,113

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

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
SUSTAINABLE CAPITAL LTD	10 QUARTIER DES TERMINALIAS, DOMAINE DE
	LABOURDONAS, MAROU, MAURITIUS

Signature

print name MAHARISHI RAMKORUN

capacity DIRECTOR

sign here

date 7/02/2020



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 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.
- (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.