

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**To: Company Name/Scheme Venturex Resources Limited (VXR)ACN/ARSN 122 180 205**1. Details of substantial holder(1)**Name Each of the persons listed in Annexure A

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

There was a change in the interests of the  
substantial holder on20/07/2021

The previous notice was given to the company on

18/06/2021

The previous notice was dated

18/06/2021**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 (Shares)	161,036,457	26.61%	112,050,011	16.9%

**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 B				

**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 C				

**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:

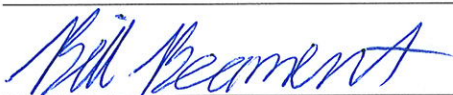
Name and ACN/ARSN (if applicable)	Nature of association
See Annexure D	

**6. Addresses**

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

Name	Address
See Annexure E	

**Signature**

print name	William James Beament	capacity	Substantial holder
sign here		date	20 / 07 / 2021

**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.

**Venturex Resources Limited (ACN 122 180 205)**

**Annexure A – Details of Substantial holders**

William James Beament ( <b>Bill Beament</b> )
Bill Beament ATF The Beament Family Trust
Mining and Infrastructure Group Pty Ltd (ACN 132 954 968)
St Emilion Super Pty Ltd (ACN 634 644 009) ATF The St Emilion Super Fund
The estate of Mr John Beament

This is Annexure A of 1 page referred to in the Form 604 dated 20 July 2021.



William James Beament

20 July 2021

Venturex Resources Limited (ACN 122 180 205)

Annexure B – 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
13 July 2021	Bill Beament	Bill previously held 25% of the shares in Precision Opportunities Fund Ltd (ACN 613 479 262) ( <b>Precision</b> ), which resulted in Bill having a relevant interest in the VXR Shares which Precision held pursuant to section 608(3) of the <i>Corporations Act 2001</i> (Cth) ( <b>Corporations Act</b> ). On 13 July 2021, Bill's shareholding in Precision was disposed of, such that he no longer has a relevant interest in the Shares held by Precision.	\$1.00 paid for Bill's one share in Precision	17,361,289 Shares	17,361,289
20 July 2021	Bill Beament ATF the Beament Family Trust	Issue of Shares under VXR's entitlement offer ( <b>Entitlement Offer</b> ).	\$0.08 per Share, being a total of \$7,267.52	90,844 Shares	90,844
20 July 2021	Mining and Infrastructure Group Pty Ltd	Issue of Shares under the Entitlement Offer	\$0.08 per Share, being a total of \$761.92	9,524 Shares	9,524
20 July 2021	St Emilion Super Pty Ltd (ACN 634 644 009) ATF The St Emilion Super Fund	Issue of Shares under the Entitlement Offer	\$0.08 per Share, being a total of \$4,188.64	52,358 Shares	52,358
20 July 2021	The estate of Mr John Beament	Issue of Shares under the Entitlement Offer	\$0.08 per Share, being a total of \$278.80	3,485 Shares	3,485

This is Annexure B of 1 page referred to in the Form 604 dated 20 July 2021.



William James Beament  
20 July 2021

**Venturex Resources Limited (ACN 122 180 205)**

**Annexure C – Present relevant interests**

<b>Holder of relevant interest</b>	<b>Registered holder of securities</b>	<b>Person entitled to be registered as holder</b>	<b>Nature of relevant interest</b>	<b>Class and number of securities</b>	<b>Person's votes</b>
Bill Beament	William James Beament ATF the Beament Family Trust	William James Beament ATF the Beament Family Trust	Pursuant to sections 608(1)(b) and (c) of the <i>Corporations Act 2001</i> (Cth) ( <b>Corporations Act</b> ).	111,527,087 Shares	111,527,087
Bill Beament	Mining and Infrastructure Group Pty Ltd	Mining and Infrastructure Group Pty Ltd	Pursuant to sections 608(1)(b) and (c) of the <i>Corporations Act</i> .	76,191 Shares	76,191
Bill Beament	St Emilion Super Pty Ltd ATF The St Emilion Super Fund	St Emilion Super Pty Ltd ATF The St Emilion Super Fund	Pursuant to sections 608(1)(b) and (c) of the <i>Corporations Act</i> .	418,858 Shares	418,858
Bill Beament	The estate of Mr John Beament	The estate of Mr John Beament	Pursuant to sections 608(1)(b) and (c) of the <i>Corporations Act</i> .	27,875 Shares	27,875

This is Annexure C of 1 page referred to in the Form 604 dated 20 July 2021.

  
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William James Beament

20 July 2021



**Venturex Resources Limited (ACN 122 180 205)**

**Annexure D – Changes in association**

**Note:** As at the date of the last Form 604 lodged (being 18 June 2021), each of Bill Beament, Precision, Timothy Leonard Weir, Andrew Malcolm Clayton, Shane Gavin McLeay, Michael Gerrard Blakiston, Anthony Christopher Kenny, Nero Resource Fund Pty Ltd (ACN 143 456 017), Timothy James Day, Denis Dwiputra and Michael McMullen (**Associates**) were considered to be associates of one another on the basis they were acting in concert with each other Associate with respect to the recapitalisation of VXR announced to the ASX on 24 February 2021 pursuant to section 12(2)(c) of the Corporations Act.

Any such association ceased immediately following the time at which the entitlement offer which forms part of the VXR recapitalisation (**Entitlement Offer**) completed, being the date on which Shares were issued under the Entitlement Offer on 20 July 2021.

As at the date of this Form 604, Bill Beament has no associates.

Name and ACN / ARSN (if applicable)	Nature of association
N/A	N/A

This is Annexure D of 1 page referred to in the Form 604 dated 20 July 2021.

  
\_\_\_\_\_  
William James Beament

20 July 2021

**Venturex Resources Limited (ACN 122 180 205)**

**Annexure E – Addresses**

Name	Address
Bill Beament	c/- Level 2, 91 Havelock Street West Perth WA 6005
Bill Beament ATF The Beament Family Trust	
Mining and Infrastructure Group Pty Ltd	
St Emilion Super Pty Ltd ATF The St Emilion Super Fund	
The estate of Mr John Beament	

This is Annexure E of 1 page referred to in the Form 604 dated 20 July 2021.

  
William James Beament

20 July 2021