Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme: BOSS RESOURCES LIMITED

ACN/ARSN: ACN 116 834 336

1. Details of substantial holder (1)

Name: DAVEY MANAGEMENT (AUS) PTY LTD ACN 157 839 780 ATF DAVEY FAMILY SUPERANNUATION FUND;

ACN/ARSN (if applicable): DAVEY HOLDINGS (AUS) PTY LTD ACN 161 889 372 ATF BURNAFORD TRUST; GRANT DAVEY

The holder became a substantial holder on 19 / 03 / 2018

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	Person's votes (5)	Voting power (6)
Ordinary	311,483,333	311,483,333	22.70%

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
Davey Management (AUS) Pty Ltd ACN 157 839 780 ATF Davey Family Superannuation Fund	Registered Holder	Ordinary shares – 38,983,333
Davey Holdings (AUS) Pty Ltd ACN 161 889 372 ATF Burnaford Trust	Registered Holder	Ordinary shares - 271,500,000
Grant Davey	"Relevant interest" in the shares held by Davey Management (AUS) Pty Ltd atf Davey Family Superannuation Fund and Davey Holdings (AUS) Pty Ltd atf Burnaford Trust pursuant to sections 608(1)(b) and 608(1)(c) as Grant Davey has the power to exercise voting rights attached to the shares and power to dispose of the shares	Ordinary shares – 310,483,333
Grant Davey	Registered Holder	Ordinary shares – 1,000,000

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
Davey Management (AUS) Pty Ltd ACN 157 839 780 ATF Davey Family Superannuation Fund	Davey Management (AUS) Pty Ltd ACN 157 839 780 ATF Davey Family Superannuation Fund	Davey Management (AUS) Pty Ltd ACN 157 839 780 ATF Davey Family Superannuation Fund	Ordinary shares – 38,983,333
Grant Davey	Davey Management (AUS) Pty Ltd ACN 157 839 780 ATF Davey Family Superannuation Fund	Grant Davey	Ordinary shares – 38,983,333
Davey Holdings (AUS) Pty Ltd ACN 161 889 372 ATF Burnaford Trust	Davey Holdings (AUS) Pty Ltd ACN 161 889 372 ATF Burnaford Trust	Davey Holdings (AUS) Pty Ltd ACN 161 889 372 ATF Burnaford Trust	Ordinary shares - 271,500,000
Grant Davey	Davey Holdings (AUS) Pty Ltd ACN 161 889 372 ATF Burnaford Trust	Grant Davey	Ordinary shares - 271,500,000
Grant Davey	Grant Davey	Grant Davey	Ordinary shares – 1,000,000

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	
Davey Management (AUS) Pty Ltd ACN 157 839 780 ATF Davey Family Superannuation Fund	20 / 10 / 2015	$140,000	-	Ordinary shares – 9,333,333
Davey Management (AUS) Pty Ltd ACN 157 839 780 ATF Davey Family Superannuation Fund	08 / 02 / 2016 – 09 / 02 /2016	$43,700	-	Ordinary shares – 1,150,000
Davey Management (AUS) Pty Ltd ACN 157 839 780 ATF Davey Family Superannuation Fund	28 / 02/ 2018	-	28,500,000 shares in the Company issued as consideration for the acquisition of Wattle Mining Pty Ltd	Ordinary shares - 28,500,000
Davey Holdings (AUS) Pty Ltd ACN 161 889 372 ATF Burnaford Trust	28 / 02/ 2018	-	271,500,000 shares in the Company issued as consideration for the acquisition of Wattle Mining Pty Ltd	Ordinary shares - 271,500,000
Grant Davey	16 / 11/ 2016 – 17 / 11 / 2016	$44,750.00	-	Ordinary shares – 1,000,000

6. Associates

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

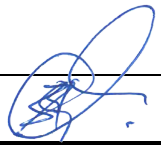
Name and ACN/ARSN (if applicable)	Nature of association
Grant Davey	Sole Director and Secretary of Davey Management (AUS) Pty Ltd ACN 157 839 780 ATF Davey Family Superannuation Fund
Grant Davey	Sole Director and Secretary of Davey Holdings (AUS) Pty Ltd ACN 161 889 372 ATF Burnaford Trust

7. Addresses

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

Name	Address
Davey Management (AUS) Pty Ltd ACN 157 839 780 ATF Davey Family Superannuation Fund	UNIT 3, 15 VANDEN WAY, JOONDALUP WA 6027
Davey Holdings (AUS) Pty Ltd ACN 161 889 372 ATF Burnaford Trust	UNIT 3, 15 VANDEN WAY, JOONDALUP WA 6027
Grant Davey	C/- UNIT 3, 15 VANDEN WAY, JOONDALUP WA 6027

Signature

print name	Grant Davey	capacity	Director
sign here		date	19 / 03 / 2018

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.

(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) Details of the consideration must include any and all benefits, moneys 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.

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme: BOSS RESOURCES LIMITED

ACN/ARSN: ACN 116 834 336

1. Details of substantial holder (1)

Name: BOSS RESOURCES LIMITED

ACN/ARSN (if applicable): ACN 116 834 336

The holder became a substantial holder on 19 / 03 / 2018

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	Person's votes (5)	Voting power (6)
Ordinary	273,000,000	273,000,000	19.9%

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
Boss Resources Limited ABN 38 116 834 336	Restriction on the disposal of shares under voluntary escrow arrangements pursuant to the Sale and Purchase Agreement dated 7 December 2017 gives Boss Resources Limited a technical 'relevant interest' in its own shares under section 608(1)(c) of the Corporations Act 2001 (Cth). Boss Resources Limited has no right to acquire these shares or to control the voting rights attaching to these shares.	Ordinary shares – 273,000,000

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
Boss Resources Limited ABN 38 116 834 336	Davey Management (AUS) Pty Ltd ACN 157 839 780 ATF Davey Family Superannuation Fund	Davey Management (AUS) Pty Ltd ACN 157 839 780 ATF Davey Family Superannuation Fund	Ordinary shares – 25,935,000
Boss Resources Limited ABN 38 116 834 336	Davey Holdings (AUS) Pty Ltd ACN 161 889 372 ATF Burnaford Trust	Davey Holdings (AUS) Pty Ltd ACN 161 889 372 ATF Burnaford Trust	Ordinary shares – 247,065,000

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:

No consideration was paid by Boss Resources Limited. Boss Resources Limited has no right to acquire these shares that are subject to the escrow arrangements.

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
N/A	

7. Addresses

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

Name	Address
Boss Resources Limited ABN 38 116 834 336	SUITE 23, 513 HAY STREET, SUBIACO, WA 6008
Davey Management (AUS) Pty Ltd ACN 157 839 780 ATF Davey Family Superannuation Fund	UNIT 3, 15 VANDEN WAY, JOONDALUP WA 6027
Davey Holdings (AUS) Pty Ltd ACN 161 889 372 ATF Burnaford Trust	UNIT 3, 15 VANDEN WAY, JOONDALUP WA 6027

Signature

print name Oonagh Malone capacity Company Secretary

sign here Oonagh Malone date 19 / 03 / 2018

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.

(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) Details of the consideration must include any and all benefits, moneys 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.