Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme BOSS RESOURCES LIMITED

ACN ACN 116 834 336

1. Details of substantial holder (1)

Names DAVEY MANAGEMENT (AUS) PTY LTD ACN 157 839 780 ATF DAVEY FAMILY SUPERANNUATION FUND
DAVEY HOLDINGS (AUS) PTY LTD ACN 161 889 372 ATF BURNAFORD TRUST
GRANT DAVEY

There was a change in the interests of the substantial holders on 04 / 04 / 18
The previous notice was given to the company on 19 / 03 / 18
The previous notice was dated 19 / 03 / 18

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 Fully Paid Shares	311,483,333	22.7%	311,483,333	19.8%

3. Change in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest 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
04 / 04 / 18	Davey Management (AUS) Pty Ltd ACN 157 839 780 ATF Davey Family Superannuation Fund	Reduced due to placement	N/A	Ordinary shares 38,983,333	38,983,333
04 / 04 / 18	Davey Holdings (AUS) Pty Ltd ACN 161 889 372 ATF Burnaford Trust	Reduced due to placement	N/A	Ordinary shares 271,500,000	271,500,000
04 / 04 / 18	Grant Davey	Reduced due to placement	N/A	Ordinary shares 1,000,000	1,000,000

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
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	Registered Holder	Ordinary shares 38,983,333	38,983,333

Grant Davey	Davey Management (AUS) Pty Ltd ACN 157 839 780 ATF Davey Family Superannuation Fund	Grant Davey	"Relevant interest" in the shares held by Davey Management (AUS) Pty Ltd atf Davey Family Superannuation Fund 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 38,983,333	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	Registered Holder	Ordinary shares 271,500,000	271,500,000
Grant Davey	Davey Holdings (AUS) Pty Ltd ACN 161 889 372 ATF Burnaford Trust	Grant Davey	"Relevant interest" in the shares held by 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 271,500,000	271,500,000
Grant Davey	Grant Davey	Grant Davey	Registered Holder	Ordinary shares 1,000,000	1,000,000

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
N/A	

6. 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 Authorised Person

sign here date 05 04 18

DIRECTIONS

(1) If there are a number of substantial holders with similar or related relevant issues (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 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.

(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 in 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.

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme BOSS RESOURCES LIMITED

ACN ACN 116 834 336

1. Details of substantial holder (1)

Name BOSS RESOURCES LIMITED

ACN/ARSN (if applicable) ACN 116 834 336

There was a change in the interests of the substantial holders on 04 / 04 / 18
The previous notice was given to the company on 19 / 03 / 18
The previous notice was dated 19 / 03 / 18

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 Fully Paid Shares	273,000,000	19.9%	273,000,000	17.4%

3. Change in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest 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
04 / 04 / 18	Boss Resources Limited	Reduced due to placement	N/A	Ordinary Shares 273,000,000	273,000,000

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
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	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 25,935,000	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	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 247,065,000	247,065,000

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
N/A	

6. 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  date 05 04 18

DIRECTIONS

(1) If there are a number of substantial holders with similar or related relevant issues (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 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.

(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 in 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.