

## Appendix 3Y

### Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

|                       |                        |
|-----------------------|------------------------|
| <b>Name of entity</b> | Base Resources Limited |
| <b>ABN</b>            | 88 125 546 910         |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

|                            |                  |
|----------------------------|------------------|
| <b>Name of Director</b>    | Tim Carstens     |
| <b>Date of last notice</b> | 25 November 2019 |

#### **Part 1 - Change of director's relevant interests in securities**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

|  |  |
|--|--|
| <b>Direct or indirect interest</b>   | Direct and Indirect  |
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest. | A portion of the securities are held by (i) Varadero Pty Ltd as trustee for the Sumo Superannuation Fund of which Mr Carstens is the sole beneficiary; and (ii) CPU Share Plans Pty Ltd as trustee for the Base Resources Long Term Incentive Plan (LTIP) on behalf of Mr Carstens.  |
| <b>Date of change</b>  | 26 August 2020   |
| <b>No. of securities held prior to change</b>  | 5,820,446 fully paid ordinary shares<br><br>1,725,567 vested performance rights issued pursuant to the LTIP, which are no longer subject to any vesting conditions but remain subject to exercise in accordance with their terms<br><br>7,832,535 unvested performance rights issued pursuant to the LTIP, which are subject to vesting conditions |
| <b>Class</b>   | Fully paid ordinary shares   |
| <b>Number acquired</b>   | 1,725,567 shares   |
| <b>Number disposed</b>   | 1,725,567 performance rights that had vested and were exercised in accordance with the terms of the LTIP   |

+ See chapter 19 for defined terms.

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|   |  |
|---|--|
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation   | Nil cash consideration   |
| <b>No. of securities held after change</b>  | 7,546,013 fully paid ordinary shares<br><br>7,832,535 unvested performance rights issued pursuant to the LTIP, which are subject to vesting conditions |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Shares allocated upon exercise of vested 2016 cycle performance rights issued under the LTIP   |

### Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

|  |     |
|--|-----|
| <b>Detail of contract</b>  | N/A |
| <b>Nature of interest</b>  | N/A |
| <b>Name of registered holder (if issued securities)</b>  | N/A |
| <b>Date of change</b>  | N/A |
| <b>No. and class of securities to which interest related prior to change</b><br>Note: Details are only required for a contract in relation to which the interest has changed | N/A |
| <b>Interest acquired</b>   | N/A |
| <b>Interest disposed</b>   | N/A |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and an estimated valuation   | N/A |
| <b>Interest after change</b>   | N/A |

### Part 3 – +Closed period

+ See chapter 19 for defined terms.

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|   |     |
|---|-----|
| <b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b> | No  |
| <b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>  | N/A |
| <b>If prior written clearance was provided, on what date was this provided?</b>   | N/A |

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Introduced 30/09/01 Amended 01/01/11

|                       |                        |
|-----------------------|------------------------|
| <b>Name of entity</b> | Base Resources Limited |
| <b>ABN</b>            | 88 125 546 910         |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

|                            |                  |
|----------------------------|------------------|
| <b>Name of Director</b>    | Colin Bwye       |
| <b>Date of last notice</b> | 25 November 2019 |

#### **Part 1 - Change of director's relevant interests in securities**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

|  |  |
|--|--|
| <b>Direct or indirect interest</b>   | Indirect   |
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest. | A portion of the securities are held by (i) Mrs Annette Bwye who is the spouse of Mr Bwye; (ii) Mr Colin Bwye and Mrs Annette Bwye as trustees for the Bwye Superannuation Fund of which Mr Bwye is a beneficiary; (iii) Mr Colin Bwye and Mrs Annette Bwye as trustees for the Team C Future account of which Mr Bwye is a beneficiary; and (iv) CPU Share Plans Pty Ltd as trustee for the Base Resources Long Term Incentive Plan ( <b>LTIP</b> ) on behalf of Mr Bwye. |
| <b>Date of change</b>  | 26 August 2020   |
| <b>No. of securities held prior to change</b>  | 6,073,671 fully paid ordinary shares<br><br>1,725,567 vested performance rights issued pursuant to the LTIP, which are no longer subject to any vesting conditions but remain subject to exercise in accordance with their terms.<br><br>7,832,535 unvested performance rights issued pursuant to the LTIP, which are subject to vesting conditions.   |
| <b>Class</b>   | Fully paid ordinary shares   |

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|   |   |
|---|---|
| <b>Number acquired</b>  | 1,725,567 shares  |
| <b>Number disposed</b>  | 1,725,567 performance rights that had vested and were exercised in accordance with the terms of the LTIP  |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation   | Nil cash consideration  |
| <b>No. of securities held after change</b>  | 7,799,238 fully paid ordinary shares<br><br>7,832,535 unvested performance rights issued pursuant to the LTIP, which are subject to vesting conditions. |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Shares allocated upon exercise of vested 2016 cycle performance rights issued under the LTIP  |

**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

|  |     |
|--|-----|
| <b>Detail of contract</b>  | N/A |
| <b>Nature of interest</b>  | N/A |
| <b>Name of registered holder (if issued securities)</b>  | N/A |
| <b>Date of change</b>  | N/A |
| <b>No. and class of securities to which interest related prior to change</b><br>Note: Details are only required for a contract in relation to which the interest has changed | N/A |
| <b>Interest acquired</b>   | N/A |
| <b>Interest disposed</b>   | N/A |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and an estimated valuation   | N/A |

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|                              |     |
|------------------------------|-----|
| <b>Interest after change</b> | N/A |
|------------------------------|-----|

**Part 3 – +Closed period**

|  |     |
|--|-----|
| <b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b> | No  |
| <b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>   | N/A |
| <b>If prior written clearance was provided, on what date was this provided?</b>  | N/A |

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