

23 June 2016

[Name of security holder]  
[Security holder's address]

Dear Shareholder

**Resource Base Limited ACN 113 385 425 - non-renounceable rights issue - notice to security holders**

Resource Base Limited (**RBX**) is pleased to announce a non-renounceable rights issue to eligible shareholders, on the basis of 1 new fully paid ordinary share for every 2 shares held, at an issue price of \$0.004 per share (**New Shares**), to raise approximately \$550,000, based on RBX's undiluted share capital (**Rights Issue**). Approximately 137,500,000 fully paid ordinary shares will be offered under the Rights Issue.

The Rights Issue will be available to all registered shareholders who hold shares on 28 June 2016 (**Record Date**) with registered addresses in Australia and New Zealand (**Eligible Shareholders**).

In accordance with the Listing Rules of the ASX, RBX has considered the number of shareholders with registered addresses in various jurisdictions outside of Australia and New Zealand and the size of the shareholdings held by those shareholders. Taking this into consideration, as well as the costs of complying with the legal requirements and the requirements of the regulatory authorities relating to the shareholders with registered addresses in various jurisdictions outside of Australia and New Zealand, the Company has formed the view that it is unreasonable to extend the Rights Issue to those shareholders. Accordingly, shareholders outside of Australia and New Zealand will not be entitled to participate in the Rights Issue.

The purpose of the Rights Issue is to raise approximately \$550,000, including the costs of the Rights Issue. The funds raised from the Rights Issue will be used to further advance the Company's Broula King Project and its exploration potential, assessing new opportunities, fund the costs of the Rights Issue and to provide working capital.

A proposed timetable for the Rights Issue is set out in the table below:

Event	Date
Announcement of Rights Issue.	22 June 2016
Offer Document and Appendix 3B lodged with ASX	
Notice of Rights Issue sent to shareholders	23 June 2016
Shares commence trading on an ex basis	27 June 2016
Record Date for the Rights Issue (7.00pm Melbourne time)	28 June 2016
Despatch Offer Document to shareholders and entitlement and acceptance form to shareholders and despatch announced to ASX	1 July 2016

Event	Date
Opening date of Rights Issue (9.00am Melbourne time)	1 July 2016
Closing date of Rights Issue (5.00pm Melbourne time)	21 July 2016
Shares commence trading on deferred settlement basis	22 July 2016
Advise ASX of any shortfall	26 July 2016
Allotment of New Shares under Rights Issue	28 July 2016
Despatch of holding statements for New Shares and deferred settlement trading ends	29 July 2016
Normal trading of New Shares on ASX begins	29 July 2016

This timetable is indicative only and may be subject to change subject to the requirements of the *Corporations Act 2001* (Cth) (**Corporations Act**) and the ASX Listing Rules.

The Rights Issue is being made without a disclosure document, under the exemption granted in section 708AA of the Corporations Act. RBX will prepare and send an offer document to shareholders on 1 July 2016 as set out in the timetable above. The Offer Document has been lodged with the ASX on 22 June 2016 and is available on the Company's website [www.resourcebase.com.au](http://www.resourcebase.com.au) and the ASX website.

### Excluded information

RBX advises that as at the date of this notice there is no information:

1. that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
2. that investors and their professional advisors would reasonably require for the purpose of making an informed assessment of:
  - (a) the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
  - (b) the rights and liabilities attaching to the New Shares.

### Further information

The Company anticipates that, approximately 137,500,000 New Shares will be issued. The New Shares will be issued for \$0.004 each.

Upon completion of the Rights Issue, and assuming it is fully subscribed, the issued capital of RBX will comprise approximately 412,367,626 shares.

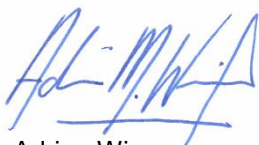
The New Shares will rank equally in all respects with RBX's existing shares. If an eligible shareholder's entitlement results in a fraction of a New Share, the shareholder's entitlement will be rounded up to the nearest whole number. There will be no change to the dividend policy of the Company as a result of the Rights Issue.

There will be no deferred settlement trading in respect of the New Shares to be issued under the Rights Issue. Trading in the New Shares is expected to commence on 29 July 2016, the first business day following dispatch of the holding statements for the New Shares.

An Appendix 3B applying for quotation of the New Shares was lodged with ASX on 22 June 2016. As stated in that Appendix 3B, the Company has not sought nor obtained approval under ASX Listing Rule 7.1 and the Company currently has capacity to issue 137,500,000 equity securities pursuant to ASX Listing Rule 7.1.

RBX encourages all eligible shareholders to participate in the capital raising.

Yours faithfully

A handwritten signature in blue ink, appearing to read 'Adrien Wing', is positioned above the printed name.

Adrien Wing  
Company Secretary  
Resource Base Limited

For personal use only

23 June 2016

[Name of security holder]  
[Security holder's address]

Dear Shareholder

### Resource Base Limited ACN 113 385 425 - non-renounceable rights issue

On 22 June 2016, Resource Base Limited (**RBX** or the **Company**) announced a non-renounceable rights issue to eligible shareholders, on the basis of 1 new fully paid ordinary share for every 2 shares held at an issue price of \$0.004 per share (**New Share**), to raise approximately \$550,000 before costs (**Rights Issue**).

The purpose of the Rights Issue is to raise approximately \$550,000, including the costs of the Rights Issue. The funds raised from the Rights Issue will be used to further advance the Company's Broula King Project and its exploration potential, assessing new opportunities, fund the costs of the Rights Issue and to provide working capital.

An Offer Document in relation to the Rights Issue was lodged with the Australian Securities Exchange (**ASX**) on 22 June 2016 and is available on the ASX website and also on the Company website at [www.resourcebase.com.au](http://www.resourcebase.com.au).

A proposed timetable for the Rights Issue is set out in the table below:

Event	Date
Announcement of Rights Issue.	22 June 2016
Offer Document and Appendix 3B lodged with ASX	22 June 2016
Notice of Rights Issue sent to shareholders	23 June 2016
Shares commence trading on an ex basis	27 June 2016
Record Date for the Rights Issue (7:00pm Melbourne time)	28 June 2016
Despatch Offer Document to shareholders	1 July 2016
Opening date of Rights Issue (9:00am Melbourne time)	1 July 2016
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Shares commence trading on deferred settlement basis	22 July 2016
Advise ASX of any shortfall	26 July 2016
Allotment of New Shares under Rights Issue	28 July 2016
Despatch of holding statements for New Shares and deferred settlement trading ends	29 July 2016
Normal trading of New Shares on ASX begins	29 July 2016


This timetable is indicative only and may be subject to change subject to the requirements of the Corporations Act and the ASX Listing Rules.

In accordance with the ASX Listing Rules, RBX has considered the number of shareholders with registered addresses outside of Australia and New Zealand, the number and value of the shares held by those shareholders, and the number and value of New Shares those shareholders would be offered pursuant to the Rights Issue. Taking this into consideration, as well as taking into consideration the costs of complying with the legal requirements and the requirements of the regulatory authorities of those relevant jurisdictions outside of Australia and New Zealand, RBX believes it to be unreasonable to extend the Rights Issue to all shareholders. Accordingly, the offer pursuant to the Rights Issue will only be extended to those who are RBX shareholders as at 7.00pm (Melbourne time) on 28 June 2016 and who have registered addresses in Australia and New Zealand. Entitlements to New Shares pursuant to the Rights Issue are non-renounceable and accordingly will not be traded on the ASX.

As you are a shareholder with a registered address outside of Australia and New Zealand the offer pursuant to the Rights Issue will not be extended to you.

Please contact Adrien Wing on +61 3 9614 0600 if you have any queries regarding the Rights Issue or your eligibility to participate in the Rights Issue.

Yours faithfully



Adrien Wing  
Company Secretary  
Resource Base Limited