

Form 604

Corporations Act 2001
Section 671B

Amended Notice of change of interests of substantial holder

To Company Name/Scheme **Zeta Resources Limited**

ACN/ARSN **ARBN 162 902 481**

1. Details of substantial holder (1)

Name UIL Limited, Permanent Mutual Limited, Somers Isles Private Trust Company Limited (and associates)

ACN/ARSN (if applicable) as listed in Annexure B)

There was a change in the interests of the substantial holder on 31 May 2018

The previous notice was given to the company on 9 December 2015

The previous notice was dated 9 December 2015

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 Shares	86,388,449	86.39%	263,496,139	91.33%

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 A					

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 B					

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


6. Addresses

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

Name	Address
UJL Limited, Permanent Mutual Limited, Somers Isles Private Trust Company Limited (and associates as listed in Annexure B)	34 Bermudiana Road, Hamilton HM11, Bermuda

Signature

Print Name Franci van der Walt **Capacity** Notifications Administrator

Signature  **Date** 1 June 2018



Annexure 'A'

This is Annexure A of 1 page referred to in Form 604 Notice of change of interests of substantial holder signed by me and dated 31 May 2018.

Print Name Franci van der Walt **Capacity** Notifications Administrator

Signature  **Date** 1 June 2018

Change in relevant interests

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
11 December 2015 – 9 October 2017	UIL Limited	On market purchases	A\$114,367	501,355	501,355
10 November 2017	UIL Limited	Options exercised	A\$86,461	86,461,440	86,461,440
31 May 2018	Somers Isle Private Trust Company Limited	Zeta Resources Limited issuing 90,144,895 ordinary shares	100% of the issued capital of Axelrock limited (for a deemed value of A\$47,794,823)	90,144,895	90,144,895
10 November 2017 & 31 May 2018	UIL Limited	Change in % holding due to: 10 November 2017: scheme of arrangement and Zeta Resources Limited issuing 11,914,689 ordinary shares 31 May 2018 Zeta Resources Limited 90,144,895 ordinary shares	-	-	-
10 November 2017 & 31 May 2018	ICM Limited, Permanent Mutual Limited, General Provincial Life Fund Limited, Union Mutual Pension Fund Limited and Duncan Saville	Change in % holding due to: 10 November 2017: scheme of arrangement and Zeta Resources Limited issuing 11,914,689 ordinary shares and exercise of 86,461,440 options 31 May 2018 Zeta Resources Limited 90,144,895 ordinary shares	-	-	-

Annexure 'B'

This is Annexure B of 1 page referred to in Form 604 Notice of change of interests of substantial holder signed by me and dated 31 May 2018.

Print Name Franci van der Walt

Capacity Notifications Administrator

Signature



Date

1 June 2018

Present relevant interests

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
UIL Limited	JP Morgan Nominees Australia Limited	UIL Limited	Beneficial	172,089,657 ordinary shares	172,089,657
Permanent Mutual Limited	HSBC Custody Nominees Australia Limited	Permanent Mutual Limited	Beneficial	1,261,587 ordinary shares	1,261,587
Somers Isle Private Trust Company Limited	Somers Isle Private Trust Company Limited	Somers Isle Private Trust Company Limited	Registered holder	90,144,895 ordinary shares	90,144,895
ICM Limited	HSBC Custody Nominees Australia Limited	Permanent Mutual Limited	Relevant interest under sections 608(1)(b) and (c) of the Corporations Act by having power to control the exercise of voting or disposal of shares as investment manager for Permanent Mutual Limited Pursuant to the Investment Management Agreement between Permanent Mutual Limited and ICM Limited dated 11 May 2015.	1,261,587 ordinary shares	1,261,587
	JP Morgan Nominees Australia Limited	UIL Limited	Relevant interest under sections 608(1)(b) and (c) of the Corporations Act by having power to control the exercise of voting or disposal of shares as investment manager for UIL Limited pursuant to the Investment Management Agreement between UIL Limited and ICM Limited dated 21 March 2012.	172,089,657 ordinary shares	172,089,657
Duncan Saville	HSBC Custody Nominees Australia Limited	Permanent Mutual Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over ICM Limited and Somers Isles Private Trust Company Limited.	1,261,587 ordinary shares	1,261,587
	J P Morgan Nominees Australia Limited	UIL Limited		172,089,657 ordinary shares	172,089,657
	Somers Isle Private Trust Company Limited	Somers Isle Private Trust Company Limited		90,144,895 ordinary shares	90,144,895
General Provincial Life Pension Fund Limited	J P Morgan Nominees Australia Limited	UIL Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over UIL Limited holding greater than 50% of the shares on issue.	172,089,657 ordinary shares	172,089,657
Union Mutual Pension Fund Limited	J P Morgan Nominees Australia Limited	Zeta Resources Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over General Provincial Life Pension Fund Limited holding 100% of the shares on issue.	172,089,657 ordinary shares	172,089,657