

HANCOCK PROSPECTING PTY LTD

ABN 69 008 676 417

HPPL House
28-42 Ventnor Avenue
West Perth 6005

Telephone: (08) 9429 8222
International: +618 9429 8222
Facsimile: (08) 9429 8266

PO Locked Bag No 2
West Perth 6872
Western Australia

mail@hancockprospecting.com.au

FACSIMILE TRANSMISSION

TO: Company Announcements Platform
COMPANY: Australian Securities Exchange
FAX NUMBER: 1300135638
FROM: Jabez Huang
SUBJECT: Form 604 – Notice of Change of Interests of Substantial Holder
DATE: 26 October 2016
REF:
PAGES: 5

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Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme Sun Resources NL

ACN/ARSN 009 196 810

1. Details of substantial holder (1)

Name Mrs Georgina Hope Rinehart and Hancock Prospecting Pty Ltd ("HPPL") and subsidiaries of HPPL as set out in Annexure A (referred to together as the "HPPL Group")

ACN (if applicable) 008 676 417

There was a change in the interests of the substantial holder on 19 / 10 / 2016

The previous notice was given to the company on 11 / 04 / 2016

The previous notice was dated 11 / 04 / 2016

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interest 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 | 24,707,477 (following 1:25 share consolidation) | 10.56% | 24,707,477 | 7.57% |
| | | | | |

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 |
|----------------|--|--|---|---|-------------------------|
| 19/10/2016 | The HPPL Group | Dilution of interest due to Rights Issue | n/a | Ordinary shares | n/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 |
|-----------------------------|-----------------------------------|--|--|--------------------------------|----------------|
| The HPPL Group | Winform Nominees Pty Ltd ("WNPL") | WNPL | Pursuant to sections 608(1)(a), 608(1)(b), 608(1)(c) or 608(3)(b) of the Corporations Act or as associates | 24,707,477 shares | 24,707,477 |

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 (if applicable) | Nature of association |
|------------------------------|-----------------------|
| Not applicable | |
| | |

6. Addressee

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

| Name | Address |
|-------------------------------|---|
| All members of the HPPL Group | Level 3, 28-42 Ventnor Avenue, West Perth, 6005 |
| | |

Signature

print name S Jabez Huang

capacity Secretary

sign here



date 26/10/2016

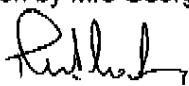
DIRECTIONS

- (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 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 because of which the change in relevant interest occurred. 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 is 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.

Annexure A

This is Annexure A of 2 pages referred to in Form 604 (Notice of change of interests of a substantial holder) given by Mrs Georgina Hope Rinehart and Hancock Prospecting Pty Ltd and its subsidiaries.



S J Huang
Company Secretary

26 October 2016

Date

| ENTITY NAME | AUSTRALIAN COMPANY NUMBER |
|---|---------------------------|
| Hancock Prospecting Pty Ltd | 008 676 417 |
| 2GHR Prime Australian Beef Pty Ltd | 609 508 036 |
| 2GR Australian Beef Pty Ltd | 612 793 610 |
| 2GR Outback Beef Pty Ltd | 612 793 629 |
| 2GR Premium Beef Pty Ltd | 612 793 638 |
| 2GR Premium Outback Beef Pty Ltd | 612 937 327 |
| 2GR Premium Wagyu Beef Pty Ltd | 612 937 318 |
| 2GR Wagyu Beef Pty Ltd | 612 793 665 |
| Auster Investments Pty Ltd | 076 430 503 |
| Australian Outback Beef Pty Ltd | 613 901 161 |
| Bluelink Nominees Pty Ltd | 152 873 660 |
| Central Pilbara Holdings Pty Ltd | 132 394 168 |
| Central Pilbara North Iron Ore Pty Ltd | 132 394 480 |
| Central Pilbara South Iron Ore Pty Ltd | 132 394 471 |
| Clover Cattle Co. Pty Ltd | 009 107 171 |
| Ethel Creek Iron Ore Pty Ltd | 132 394 140 |
| Gayna Park Pty Ltd | 009 294 722 |
| Georgina Hancock (1965) Pty Ltd | 008 696 884 |
| Gold Exploration Victoria Pty Ltd | 603 818 362 |
| Hancock Beef Pty Ltd | 146 118 087 |
| Hancock Energy Pty Ltd | 130 249 624 |
| Hancock English Holdings Pty Ltd | 612 807 986 |
| Hancock Exploration Management Services Pty Ltd | 127 071 836 |
| Hancock Group Holdings Pty Ltd | 612 808 018 |
| Hancock Manganese Pty Ltd | 131 992 277 |
| Hancock Minerals Pty Ltd | 057 326 824 |
| Hancock Wagyu Pty Ltd | 168 089 272 |
| Hanrine Finance Pty Ltd | 142 927 900 |
| Hanrine Holdings Pty Ltd | 154 124 204 |
| Hanrine Investments Pty Ltd | 145 852 991 |
| HMHT Investments Pty Ltd | 070 550 104 |
| Hope Dairies Pty Ltd | 608 094 159 |
| Hope Dairies (WA) Pty Ltd | 602 615 967 |
| Hope Downs Iron Ore Pty Ltd | 071 514 308 |
| Hope Downs Management Services Pty Ltd | 081 380 930 |
| HPPL Pastoral Properties Pty Ltd | 078 739 956 |
| HPPL Services Pty Ltd | 132 394 159 |
| Jacaranda Minerals Pty Ltd | 117 264 570 |
| Jasmin Walk Pty Ltd | 149 227 485 |
| Lake Vista Pty Ltd | 152 873 679 |
| Langford Investments Pty Ltd | 062 582 601 |
| Lavington Pty Ltd | 612 808 036 |
| Liveringa Station Beef Pty Ltd | 188 054 448 |

| ENTRY NAME | AUSTRALIAN COMPANY NUMBER |
|---|---------------------------|
| Minerals Australia Pty Ltd | 124 475 538 |
| Milga Downs Iron Ore Pty Ltd | 080 659 150 |
| Milga Downs Pty Ltd | 057 326 815 |
| Milga Exploration Pty Ltd | 600 967 619 |
| Milga Infrastructure Pty Ltd | 600 967 682 |
| Milga Iron Holdings Pty Ltd | 600 967 404 |
| Nicholas Downs Pty Ltd | 131 992 295 |
| Niunal Pty Ltd | 600 577 473 |
| Northern Australia Pastoral Investments Pty Ltd | 168 089 558 |
| Northern Australia Pastoral Properties Pty Ltd | 168 089 469 |
| Outram (SPV) Pty Ltd | 115 004 147 |
| Pastoral Properties Australia Pty Ltd | 152 743 523 |
| Pastoral Properties (NSW) Pty Ltd | 602 975 511 |
| Pastoral Properties (Qld) Pty Ltd | 168 703 011 |
| Queensland Coal Investments Pty Ltd | 144 920 187 |
| Quixot Pty Ltd | 009 159 586 |
| QCI (Coking) Pty Ltd | 159 656 112 |
| QCI (Gallie) Pty Ltd | 159 703 009 |
| QCI (Minerals) Pty Ltd | 603 989 126 |
| QCI (Regions) Pty Ltd | 160 911 679 |
| QCI (Thermal) Pty Ltd | 159 664 801 |
| Rinehan Pty Ltd | 602 397 740 |
| Roy Hill Holdings Pty Ltd | 123 721 077 |
| Roy Hill Infrastructure Pty Ltd | 130 249 633 |
| Roy Hill Iron Ore Pty Ltd | 123 722 038 |
| Roy Hill Operations Pty Ltd | 166 771 366 |
| Rural Investment Holdings Pty Ltd | 142 021 770 |
| Stoniform Investments Pty Ltd | 168 036 093 |
| Southwest Pastoral Properties Pty Ltd | 602 975 520 |
| Timeview Enterprises Pty Ltd | 147 613 312 |
| Ventnor Entertainment Services Pty Ltd | 146 118 087 |
| Westraint Resources Pty Ltd | 009 083 783 |
| Winform Nominees Pty Ltd | 152 706 717 |
| Wingfield Avenue Pty Ltd | 065 980 181 |
| W.N.M. Macdonald Pty Ltd | 008 673 756 |