

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Alita Resources Limited

ACN/ARSN ACN 147 393 735

1. Details of substantial holder (1)

Name Burwill Holdings Limited ("Burwill") and its wholly-owned subsidiaries, Burwill Lithium Company Limited ("BLCL") (collectively, "Burwill Group"), each of the subsidiaries of Burwill listed in Annexure A ("Burwill Associates") and Chan Shing and Lau Ting ("Burwill Shareholders")

ACN/ARSN (if applicable) _____

There was a change in the interests of the substantial holder on 25/07/2019

The previous notice was given to the company on 14/12/2018

The previous notice was dated 17/12/2018

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)
Fully paid ordinary shares	93,388,728	7.15% (based on 1,305,297,411 issued ordinary shares on 14/12/2018)	89,431,628	6.057% (based on 1,476,422,411 issued ordinary shares on 25/7/2019)

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
31 May 2019	Burwill Group/Burwill Shareholders	Issue of equity securities as announced by the Company on 31 May 2019	N/A	93,388,728 Ordinary Shares	93,388,728
June to July 2019	Burwill Group/Burwill Shareholders	Shares disposal	SGD628,135	3,957,100 Ordinary Shares	3,957,100
25 July 2019	Burwill Group/Burwill Shareholders	Issue of equity securities approved by shareholders which was announced by the Company on 31 May 2019	N/A	89,431,628 Ordinary Shares	89,431,628

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
Burwill Group	BLCL	BLCL	Relevant interest by virtue of section 608(1) or (3) of the Corporations Act 2001 (Cth)	89,431,628 Ordinary Shares	89,431,628
Burwill Shareholders	BLCL	BLCL	Relevant interest by virtue of section 608(3)(a) of the Corporations Act 2001 (Cth)	89,431,628 Ordinary Shares	89,431,628

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
Burwill Associates	Subsidiary entities of Burwill

6. Addresses

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

Name	Address
Burwill Group	Unit 1402, Office Tower, Convention Plaza, 1 Harbour Road, Wanchai, Hong Kong
Burwill Associates	As above
Chan Shing	As above
Lau Ting	As above

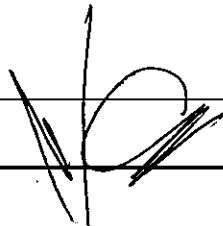
Signature

print name KWOK Wai Lam

capacity Authorised Signatory of Burwill Holdings Limited

sign here

date 08/08/2019



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 on 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.

Australian Securities & Investments Commission

form **A****Annexure A**

Corporations Act 2001

THIS IS ANNEXURE A OF 2 PAGES REFERRED TO IN FORM 604.

corporation name Alita Resources Limited
ACN or ARBN ACN 147 393 735

further details

List of Burwill Associates
 Burwill and Company Limited
 Joyful Spring Limited
 Union Field Holdings Limited
 Burwill Minerals (Turkey) Limited
 Union Fine Investment Limited
 Super Ace Holdings Limited
 Century Capital Investment Limited
 Burwill Resources Europe, S.A.
 Ever Century Investments Limited
 Medmar Shipping Limited
 Ever Century Maritime Limited
 Burwill Steel Holdings Limited
 Burwill (China) Limited
 東莞市創盛貿易有限公司
 Burwill Resources Limited
 Burwill Resources Limited
 Burwill Warehousing (China) Limited
 寶威(上海)國際貿易有限公司
 寶威倉儲(上海)有限公司
 Uppermost Holdings Limited
 Burwill Metal Limited
 寶威(上海)金屬貿易有限公司
 Burwill Resources Limited
 Burwill Network Investment Limited
 Burwill Commodity Limited
 Burwill HK Portfolio Limited
 Plato Holdings Limited
 Happy Hour Consultants Limited
 Hillot Limited
 First Gain Investment Limited
 Burwill Nominees Limited
 Yinmain Industrial Limited
 Burwill Properties Limited
 Hardworkers (H.K.) Limited
 Asset Chain Investments Limited
 Procure International Enterprise Limited
 Burwill Softwares Development Limited
 East Global International Limited

Golden Time Holding Limited
Golden Age Wine Limited
Burwill Finance International Limited
Burwill Finance Holding Limited
Grand Triumph Global Limited
Burwill Cobalt Company Limited
Best Dynamic International Limited
Burwill Commercial Holdings Limited
Double Honour Enterprises Limited

Signature

I certify that the information in this form is true and complete.

print name KWOK Wai Lam

capacity Authorised Signatory of Burwill Holdings Limited

sign here

date 08/08/2019

Send to

Annexures to forms

Australian Securities & Investments
Commission
Gippsland Mail Centre
Morwell VIC 3841
or
the nearest ASIC Business Centre

To make any annexure conform to the regulations, you must:

1. use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides.
2. show the corporation name and ACN or ARBN.
3. number the pages consecutively.

4. print or type in BLOCK letters in dark blue or black ink so that the document is clearly legible when photocopied.
5. identify the annexure with a mark such as A, B, C, etc.
6. endorse the annexure with the words:
This is annexure (mark) of (number) pages referred to in form (form number and title).
7. sign and date the annexure, the annexure must be signed by the same person(s) who signed the form.