

**ASX, AIM and Media Release**

26 November 2013

## **Retirement of Winton Willesee as Non-Executive Director**

**Base Resources Limited (ASX:BSE)** ("Base") wishes to advise that Winton Willesee has retired as a Non-Executive Director however will continue in his role as Company Secretary.

Winton's retirement comes as part of the ongoing evolution of the composition of the Board as we move into the next phase of the development of Base Resources. Winton has been a director of Base since its inception and has played a vital role in what has been a dynamic and transformational period. We look forward to his continued valuable contribution as Company Secretary.

ENDS

**For further enquiries contact:**

**Base Resources Limited**

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**Corporate Details:**

**Board of Directors:**

Andrew King	Non-Executive Chairman
Tim Carstens	Managing Director
Colin Bwye	Executive Director
Sam Willis	Non-Executive Director
Michael Anderson	Non-Executive Director
Trevor Schultz	Non-Executive Director
Malcolm Macpherson	Non-Executive Director
Winton Willesee	Company Secretary

**Principal & Registered  
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**Contacts:**

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# Appendix 3Z

## Final 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 30/9/2001.

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

We (the entity) give ASX the following information under listing rule 3.19A.3 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of director</b>	Winton Willesee
<b>Date of last notice</b>	2 November 2012
<b>Date that director ceased to be director</b>	26 November 2013

### Part 1 – Director's relevant interests in securities of which the director is the registered holder

*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>Number &amp; class of securities</b>
N/A

+ See chapter 19 for defined terms.

## Appendix 3Z

### Final Director's Interest Notice

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#### Part 2 – Director's relevant interests in securities of which the director is not the registered holder

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.

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

<b>Name of holder &amp; nature of interest</b> Note: Provide details of the circumstances giving rise to the relevant interest	<b>Number &amp; class of securities</b>
The securities are held by Azalea Family Holdings Pty Ltd as trustee for the Britt & Winton Willesee Family Trust and Silverinch Pty Ltd as trustee for the Silverinch Superannuation Fund.  Mr Willesee is a Director of Azalea Family Holdings Pty Ltd and Silverinch Pty Ltd and is a beneficiary of both the Britt & Winton Willesee Family Trust and the Silverinch Superannuation Fund.	595,834 Fully Paid Ordinary Shares 300,000 Options (9c, 9 July 2015) 300,000 Options (25c, 9 July 2015)

#### Part 3 – Director's interests in contracts

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>No. and class of securities to which interest relates</b>	

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+ See chapter 19 for defined terms.