



Facsimile from
Genesis Investment Management, LLP
21 Grosvenor Place, London SW1X 7HU
Telephone: +44 (0) 20-7201-7200 Facsimile: +44 (0) 20-7201-7405
www.giml.co.uk

TO: The Australian Stock Exchange		DATE: 8 July 2014
ATTENTION: The Company Announcements Office		
FAX NUMBER: 0061 2 9778 0999	TOTAL NO. OF PAGES: 4 (including cover)	FROM: Zoe Taylor
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Dear all,

Re: Notice of substantial holder for Base Resources Ltd

We have identified a historic filing which does not appear to have been made. We have notified the company also. Please find attached.

Should you have any questions please contact me on the below.

With kind regards,

Zoe Taylor

Genesis Investment Management, LLP

Tel: 020 7201 1000

Fax: 020 7201 7450

Email: zoe.taylor@giml.co.uk

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**To: Company Name/Scheme **Base Resources Ltd**ACN/ARSN **125 546 910****1. Details of substantial holder (1)**Name **Genesis Asset Managers, LLP**ACN/ARSN (if applicable) **n/a**The holder became a substantial holder on **23/09/2013****2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary	28,121,727	28,121,727	5.01%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Genesis Asset Managers, LLP	Long term passive shareholder	Ordinary - 28,121,727 shs

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Please see attached			

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Please see attached				

8. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

7. Addresses

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

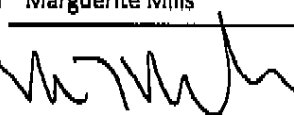
Name	Address
Genesis Asset Managers, LLP	Heritage Hall, Le Marchant Street, St. Peter Port,
	Guernsey GY1 4HY

Signature

print name **Marguerite Mills**

capacity **General Counsel**

sign here



date **08 / 07 / 2014**

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) 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.

Base Resources Limited - ACN 125 546 910 - Form 603

4. Details of present registered holders

Ordinary shares

Holder of Relevant Interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Genesis Emerging Markets Opportunities Fund Limited	HSBC Custody Nominees (Aust) Limited		Ordinary shares - 17,048,839
Genesis Emerging Markets Opportunities Fund Limited III	HSBC Custody Nominees (Aust) Limited		Ordinary shares - 11,072,888

5. Consideration

Ordinary shares

Holder of Relevant Interest	Date of acquisition	Consideration (9)	Class and number of securities
Genesis Emerging Markets Opportunities Fund Limited	23/09/2013	101,434.04 USD	Ordinary shares - 17,048,839
Genesis Emerging Markets Opportunities Fund Limited III	23/09/2013	48,576.05 USD	Ordinary shares - 11,072,888

Signed:

Date: 08/07/2014