

Form 605Corporations Act 2001
Section 671B**Notice of ceasing to be a substantial holder**

To Company Name/Scheme E2 Metals Limited

ACN 116 865 546

1. Details of substantial holder (1)

Name Merchant Funds Management Pty Ltd (ACN 154 493 277) (Merchant) as manager of the Merchant Opportunities Fund (ARSN 111 456 387) and the Merchant Leaders Fund (ABN 80 475 165 090)

ACN/ARSN (if applicable) As above

The holder ceased to be a substantial holder on 17/01/2019The previous notice was given to the company on 02/07/2018The previous notice was dated 25/06/2018**2. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's voted affected
17/01/2019	The Trust Company (Australia) Ltd (ABN 33 106 768 012) (Trust Co) as custodian for Merchant Opportunities Fund	Ceasing to hold a Relevant interest under s608(1)(b) and (c) of the Corporations Act 2001 as the beneficial holder of securities	See Annexure A	See Annexure A	See Annexure A
16/01/2019	Capricorn Investment Partners (Nominees) Pty Ltd as custodian for Merchant Leaders Fund	Ceasing to hold a Relevant interest under s608(1)(b) and (c) of the Corporations Act 2001 as the beneficial holder of securities	See Annexure A	See Annexure A	See Annexure A

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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

4. Addresses

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

Name	Address
Merchant Funds Management Pty Ltd	Level 3, 101 St Georges Tce, PERTH WA 6000
Capricorn Investment Partners (Nominees) Pty Ltd	Suite 4, 103 Bolsover St, Rockhampton QLD 4700
CIP Licensing Limited	Suite 4, 103 Bolsover St, Rockhampton QLD 4700
Merchant Opportunities Fund	Level 3, 101 St Georges Tce, PERTH WA 6000
Merchant Leaders Fund	Level 3, 101 St Georges Tce, PERTH WA 6000
The Trust Company Ltd	Level 15, 20 Bond Street, Sydney NSW 2001

Signature

print name: Andrew Chapman

Capacity: Managing Director

sign here

date 17/01/2019

**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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.
- (5) 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice

Annexure A

Holder of Relevant Interest	Date	Nature of Trade	Number of Shares	Consideration
Merchant Opportunities Fund	17/01/2019	Sell	-6,833,033	\$683,303.30
Merchant Leaders Fund	16/01/2019	Sell	-2,275,000	\$227,500.00