

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme EUROPEAN LITHIUM LIMITED

ACN/ARSN 141 450 624

1. Details of substantial holder(1)

Name DEMPSEY RESOURCES PTY LTD ("DEMPSEY")
CAPE LAMBERT RESOURCES LTD ("CAPE LAMBERT")

ACN/ARSN (if applicable) DEMPSEY - 100 305 486
CAPE LAMBERT - 095 047 920

There was a change in the interests of the substantial holder on 14/12/18

The previous notice was given to the company on 4/12/17

The previous notice was dated 4/12/17

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)
Ordinary Fully Paid	66,458,920	12.94% based on 513,622,676 shares on issue	64,376,666	11.16% based on 576,965,847 shares on issue

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 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
4/12/17	Cape Lambert	On market sale	\$147,542	Fully Paid Ordinary Shares - 525,000	Cape Lambert
4/12/17	Cape Lambert	Issue of 462,963 shares by EUR upon conversion of options diluting the % interest of Cape Lambert and Dempsey	N/A	N/A	N/A
4/12/17	Cape Lambert	Issue of 2,000,000 shares by EUR upon conversion of options diluting the % interest of Cape Lambert and Dempsey	N/A	N/A	N/A
6/12/17	Cape Lambert	On market sale	\$118,153	Fully Paid Ordinary Shares - 373,334	Cape Lambert
11/12/17	Cape Lambert	Issue of 4,416,666 shares by EUR upon conversion of options diluting the % interest of Cape Lambert and Dempsey	N/A	N/A	N/A
14/12/17	Cape Lambert	Issue of 22,222,221 shares by EUR as part of a share placement offer diluting the % interest of Cape Lambert and Dempsey	N/A	N/A	N/A
15/12/17	Cape Lambert	Issue of 2,000,000 shares by EUR upon conversion of options diluting the % interest of Cape Lambert and Dempsey	N/A	N/A	N/A
21/03/18	Cape Lambert	Issue of 1,000,000 shares by EUR	N/A	N/A	N/A

		upon conversion of options diluting the % interest of Cape Lambert and Dempsey			
7/9/18	Cape Lambert	Issue of 600,672 shares by EUR as part of convertible note facility diluting the % interest of Cape Lambert and Dempsey	N/A	N/A	N/A
1/11/18	Cape Lambert	Issue of 1,550,824 shares by EUR as part of convertible note facility diluting the % interest of Cape Lambert and Dempsey	N/A	N/A	N/A
6/12/18	Cape Lambert	Issue of 350,000 shares by EUR as part of a sign on bonus diluting the % interest of Cape Lambert and Dempsey	N/A	N/A	N/A
14/12/18	Cape Lambert	Issue of 1,695,515 shares by EUR as part of convertible note facility diluting the % interest of Cape Lambert and Dempsey	N/A	N/A	N/A
6/3/19	Cape Lambert	Issue of 1,938,531 shares by EUR as part of convertible note facility diluting the % interest of Cape Lambert and Dempsey	N/A	N/A	N/A
13/3/19	Cape Lambert	Issue of 2,000,000 shares by EUR as part of convertible note facility diluting the % interest of Cape Lambert and Dempsey	N/A	N/A	N/A
20/3/19	Cape Lambert	Issue of 4,854,540 shares by EUR as part of convertible note facility diluting the % interest of Cape Lambert and Dempsey	N/A	N/A	N/A
21/3/19	Cape Lambert	On market sale	\$173,126	Fully Paid Ordinary Shares – 1,033,920	Cape Lambert
22/3/19	Cape Lambert	On market sale	\$150,000	Fully Paid Ordinary Shares – 150,000	Cape Lambert
29/3/19	Cape Lambert	Issue of 3,872,694 shares by EUR as part of convertible note facility diluting the % interest of Cape Lambert and Dempsey	N/A	N/A	N/A
29/3/19	Cape Lambert	Issue of 1,000,000 shares by EUR upon conversion of options diluting the % interest of Cape Lambert and Dempsey	N/A	N/A	N/A
23/04/19	Cape Lambert	Issue of 3,378,545 shares by EUR as part of convertible note facility diluting the % interest of Cape Lambert and Dempsey	N/A	N/A	N/A
10/05/19	Cape Lambert	Issue of 3,500,000 shares by EUR as part of a share placement offer diluting the % interest of Cape Lambert and Dempsey	N/A	N/A	N/A
16/05/19	Cape Lambert	Issue of 2,500,000 shares by EUR as part of a share placement offer diluting the % interest of Cape Lambert and Dempsey	N/A	N/A	N/A
23/05/19	Cape Lambert	Issue of 2,000,000 shares by EUR as part of a share placement offer diluting the % interest of Cape Lambert and Dempsey	N/A	N/A	N/A
30/05/19	Cape Lambert	Issue of 2,000,000 shares by EUR as part of a share placement offer diluting the % interest of Cape Lambert and Dempsey	N/A	N/A	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
Cape Lambert	Dempsey	Dempsey	Cape Lambert controls Dempsey	64,376,666	64,376,666
Dempsey	Dempsey	Dempsey	Registered holder of the shares	64,376,666	64,376,666

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
N/A	N/A

6. Addresses

The addresses of persons named in this form are:

Name	Address
Cape Lambert Dempsey	C/- 32 Harrogate Street, West Leederville, WA, 6007 C/- 32 Harrogate Street, West Leederville, WA, 6007

Signature

print name MELISSA CHAPMAN capacity Company Secretary

sign here



date 31 / 05 / 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 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.