

Form 604

**Corporations Act 2001
Section 671B**

Notice of change of interests of substantial holder

To: Company Name/Scheme **Sundance Resources Limited**
ACN/ARSN **055 719 394**

1. Details of substantial holder (1)

Name **Mr David James Porter**
ACN/ARSN (if applicable)

There was a change in interests of the substantial holder on **21 / 11 / 2016**
The previous notice was given to the company on **28 / 09 / 2016**
The previous notice was dated **28 / 09 / 2016**

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 | 1,891,319,488 | 30.31% | 1,837,743,496 | 29.45% |

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 |
|----------------|--|----------------------|---|---|-------------------------|
| 04/10/2016 | Mr David James Porter | Off-market Transfer | Nil | 20,000,000 Fully Paid Ordinary Shares | 20,000,000 |
| 21/11/2016 | Mr David James Porter | On-market Sale | \$0.003 per Share | 33,575,992 Fully Paid Ordinary Shares | 33,575,992 |

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 |
|-----------------------------|---------------------------------|--|---------------------------------|--|----------------|
| Mr David James Porter | Mr David James Porter | Mr David James Porter | Holder of securities | 1,891,319,488 Fully Paid Ordinary Shares | 29.45% |

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 |
|-----------------------------------|-----------------------|
| | |
| | |

6. Addresses

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

| Name | Address |
|-----------------------|-----------------------------------|
| Mr David James Porter | 9 Iris Avenue DALKEITH WA 6009 |
| | |

Signature

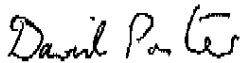
Print name

DAVID JAMES PORTER

Capacity

Holder of interests

Sign here



Date

23 / 11 / 2016