

## Form 603

Corporations Act 2001  
Section 671B

### Notice of initial substantial holder

To Company Name/Scheme Copper Energy Limited

ACN/ARSN 096 170 295

#### 1. Details of substantial holder (1)

Name Retail Employees Superannuation Pty Limited

ACN/ARSN (if applicable) 001 987 739

The holder became a substantial holder on 2/09/2020

#### 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	84493700	84493700	5.194%

#### 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
Renaissance Smaller Companies Pty Ltd	Power to control voting and/or disposal of securities	19,977,997 (Ordinary Shares)
Greencape Capital Pty Ltd	Power to control voting and/or disposal of securities	55,643,457 (Ordinary Shares)
Super Investment Management Pty Limited	Power to control voting and/or disposal of securities	8,872,246 (Ordinary Shares)

#### 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
Renaissance Smaller Companies Pty Ltd	State Street Australia Limited	Retail Employees Superannuation Pty Limited	19,977,997 (Ordinary Shares)
Greencape Capital Pty Ltd	State Street Australia Limited	Retail Employees Superannuation Pty Limited	55,643,457 (Ordinary Shares)
Super Investment Management Pty Limited	State Street Australia Limited	Retail Employees Superannuation Pty Limited	8,872,246 (Ordinary Shares)

#### 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	
Refer annexure A			

#### 6. 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
Renaissance Smaller Companies Pty Ltd	Investment Manager
Greencape Capital Pty Ltd	Investment Manager
Super Investment Management Pty Limited	Investment Manager

#### 7. Addresses

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

Name	Address
Retail Employees Superannuation Pty Limited	Level 5, 321 Kent Street, Sydney, NSW, 2000
State Street Australia Limited	420 George Street, Sydney, NSW, 2000
Renaissance Smaller Companies Pty Ltd	Level 23, 56 Pitt Street, Sydney, NSW, 2000
Greencape Capital Pty Ltd	Level 19, 31 Queen Street, Melbourne VIC 3000
Super Investment Management Pty Limited	Level 31, 140 William Street, Melbourne, VIC, 3000

#### Signature

print name	Jim Monahias	capacity	Deputy Company Secretary (Company Secretary on the record)
sign here		date	05 / 11 / 20

#### 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.

## Form 604

Corporations Act 2001  
Section 671B

### Notice of change of interests of substantial holder

To Company Name/Scheme Copper Energy Limited  
ACN/ARSN 096 170 295

#### 1. Details of substantial holder (1)

Name Retail Employees Superannuation Pty Limited  
ACN/ARSN (if applicable) 001 987 739

There was a change of interests of the

substantial holder on 27 / 09 / 2019

The previous notice was given to the company on 05 / 11 / 2020

The previous notice was dated 05 / 11 / 2020

#### 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)
<b>Ordinary</b>	<b>84493700</b>	<b>5.194%</b>	<b>97677825</b>	<b>6.005%</b>

#### 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 shareholder 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
	Refer annexure 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
Renaissance Smaller Companies Pty Ltd	State Street Australia Limited	Retail Employees Superannuation Pty Limited	Power to control voting and/or disposal of securities	23,959,036 (Ordinary Shares)	1.473%
Greencap Capital Pty Ltd	State Street Australia Limited	Retail Employees Superannuation Pty Limited	Power to control voting and/or disposal of securities	55,643,457 (Ordinary Shares)	3.421%
Super Investment Management Pty Limited	State Street Australia Limited	Retail Employees Superannuation Pty Limited	Power to control voting and/or disposal of securities	18,075,332 (Ordinary Shares)	1.111%

**5. Change 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. Addressee**

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

Name	Address
Retail Employees Superannuation Pty Limited	Level 5, 321 Kent, Sydney, NSW, 2000
State Street Australia Limited	420 George Street, Sydney, NSW, 2000
Renaissance Smaller Companies Pty Ltd	Level 23, 56 Pitt Street, Sydney, NSW, 2000
Greencape Capital Pty Ltd	Level 19, 31 Queen Street, Melbourne VIC 3000
Super Investment Management Pty Limited	Level 31, 140 William Street, Melbourne, VIC, 3000

**Signature**

print name	Jim Monahan	capacity	Deputy Company Secretary (Company Secretary on the record)
sign here		date	05 / 11 / 20

**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 (e.g. 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.

## Annexure A – Consideration paid for relevant interest

Retail Employees Superannuation Pty Limited

Cooper Energy Limited

Holder of relevant interest	Date of acquisition	Consideration		Class and number of securities
		Cash	Non-cash	
Greencape Capital Pty Ltd	22/05/2020	729393.5		1784515
Greencape Capital Pty Ltd	22/05/2020	69589.15		170255
Renaissance Smaller Companies Pty Ltd	21/09/2020	237734.1		679513
Renaissance Smaller Companies Pty Ltd	21/09/2020	26698.83		76313
Renaissance Smaller Companies Pty Ltd	21/09/2020	158714.7		458781
Renaissance Smaller Companies Pty Ltd	21/09/2020	17824.32		51523
Renaissance Smaller Companies Pty Ltd	22/09/2020	2042.83		5905
Renaissance Smaller Companies Pty Ltd	22/09/2020	18189.65		52579
Renaissance Smaller Companies Pty Ltd	23/09/2020	1656.06		4787
Renaissance Smaller Companies Pty Ltd	23/09/2020	14744.69		42621
Renaissance Smaller Companies Pty Ltd	24/09/2020	26239.4		75302
Renaissance Smaller Companies Pty Ltd	24/09/2020	55485.34		159278
Renaissance Smaller Companies Pty Ltd	24/09/2020	233531.1		670189
Renaissance Smaller Companies Pty Ltd	24/09/2020	493818.1		1417570
Renaissance Smaller Companies Pty Ltd	25/09/2020	31141.13		89369
Renaissance Smaller Companies Pty Ltd	25/09/2020	6593.13		18921
Renaissance Smaller Companies Pty Ltd	25/09/2020	3500.24		10045
Renaissance Smaller Companies Pty Ltd	25/09/2020	58660.07		168343
Super Investment Management Pty Limited	1/09/2020	234110.8		700000
Super Investment Management Pty Limited	1/09/2020	757755.4		2215167
Super Investment Management Pty Limited	2/09/2020	932628.6		2641276
Super Investment Management Pty Limited	3/09/2020	114014.8		316082
Super Investment Management Pty Limited	4/09/2020	202888.1		582697
Super Investment Management Pty Limited	7/09/2020	411528.1		1174142
Super Investment Management Pty Limited	8/09/2020	1206686		3325882
Super Investment Management Pty Limited	9/09/2020	216419		624794
Super Investment Management Pty Limited	10/09/2020	49964.07		142026
Super Investment Management Pty Limited	11/09/2020	236816.3		675281
Super Investment Management Pty Limited	14/09/2020	315267.1		898983
Super Investment Management Pty Limited	15/09/2020	99495.11		283710
Super Investment Management Pty Limited	17/09/2020	414338.6		1179489