

# EDENSOR NOMINEES PTY LTD

A.C.N 005 168 516

9th January, 2003

The Company Secretary  
Quantum Resources Limited  
Level 8, 580 St Kilda Road,  
Melbourne Vic. 3004.

Dear Sir,

Please find attached Substantial Shareholder Notices as follows :

Form 604 from Edensor Nominees Pty Ltd for the transfer of 57,280,000 shares to Chabad House of Caulfield Pty Ltd.

Form 603 from Chabad House of Caulfield Pty Ltd for the transfer of 57,280,000 shares from Edensor Nominees Pty Ltd

You will note that Mrs Gutnick and I are the only shareholders and directors in Edensor Nominees Pty Ltd and Chabad House of Caulfield Pty Ltd.

Yours sincerely,



**Joseph Gutnick**  
Director

**Level 8, 580 St Kilda Road, Melbourne, Victoria, 3004. Australia.**  
**Mail : PO Box 6315, St Kilda Road Central, Melbourne, Victoria, 8008. Australia.**  
**Tel: (03) 8532 2870 Fax: (03) 8532 2871**

# Form 604

Corporations Law  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme QUANTUM RESOURCES NL  
ACN/ARSN A.C.N. 006 690 348

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

Name EDENSOR NOMINEES PTY LTD  
ACN (if applicable) A.C.N. 005 168 516

There was a change in the interests of the substantial holder on 09 / 12 / 2003

The previous notice was given to the company on 08 / 1 / 2003

The previous notice was dated 08 / 1 / 2003

### 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 Shares	173,467,184	60.57%	116,187,184	39.94%

### 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 & number of securities affected	Person's votes affected
09/12/03	Edensor Nominees P/L	Disposal by Non- Market Transfer	\$2,864,000	Ordinary Shares 57,280,000	Edensor Nominees P/L

### 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
Edensor Nominees P/L	Edensor Nominees P/L	Edensor Nominees P/L	Registered Holder of Shares	Ordinary Shares 72,592,482	72,592,482
Edensor Nominees P/L	Gutnick Resources N.L.	Gutnick Resources N.L.	Deemed relevant interest. S608 (3).	43,594,702	43,594,702

**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(if applicable)	Nature of association

**6. Addresses**

The addresses of persons named in this form are:

Name	Address
Edensor Nominees Pty Ltd.	C/- Green & Sternfeld, 201 Balaclava Road, Caulfield North, Vic. 3161.
Gutnick Resources N.L.	PO Box 6315, St Kilda Road Central, Melbourne. Victoria 8008.

**Signature**

print name **Joseph Isaac Gutnick** Capacity : **Director**

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sign here *J.I. Gutnick* Date : **9 / 1 / 2004**

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# Form 603

Corporations Act 2001  
Section 671B

## Notice of initial substantial holder

To Company Name/Scheme QUANTUM RESOURCES NL

ACN/ARSN A.C.N. 006 690 348

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

Name CHABAD HOUSE OF CAULFIELD PTY LTD

ACN / ARSN (if applicable) A.C.N. 069 275 823

The holder became a substantial holder on 9 / 12 / 2003.

### 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	Persons' votes (5)	Voting power (6)
Ordinary	57,280,000	57,280,000	19.69%

### 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
Chabad House of Caulfield Pty Ltd	Registered Holder	Ordinary Shares 57,280,000

### 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
Chabad House of Caulfield Pty Ltd	Chabad House of Caulfield Pty Ltd	Chabad House of Caulfield Pty Ltd	Ordinary Shares 57,280,000

### 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	
Chabad House of Caulfield Pty Ltd	9 / 12 / 2003	\$2,864,000		Ordinary Shares 57,280,000

**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

**7. Addresses**

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

Name	Address
Chabad House of Caulfield Pty Ltd.	C/- Green & Sternfeld, 201 Balaclava Road, Caulfield North, Vic. 3161.

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**Signature**

print name **Joseph Isaac Gutnick** Capacity : **Director**

sign here *J.I. Gutnick*

Date : **9 / 1 / 2004**

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## 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 A.
  - (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.