

**Form 603**Corporations Act 2001  
Section 671B**Notice of initial substantial holder**To Company Name/Scheme **ENVIROGOLD LIMITED**ACN/ARSN **008 031 034****1. Details of substantial holder (1)**Name **TRANSPACIFIC CAPITAL PTY LTD ATF THE BGJ SUPER FUND**ACN/ARSN (if applicable) **112 863 368**The holder became a substantial holder on **24/05/2007****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) |
|----------------------------|----------------------|--------------------|------------------|
| <b>ORDINARY FULLY PAID</b> | <b>7,940,827</b>     | <b>9.63%</b>       | <b>9.63%</b>     |
|                            |                      |                    |                  |

**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 |
|-----------------------------|---------------------------------|--------------------------------|
|                             |                                 |                                |
|                             |                                 |                                |

**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 |
|-----------------------------|---------------------------------|------------------------------------------------|--------------------------------|
|                             |                                 |                                                |                                |
|                             |                                 |                                                |                                |

**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 |                                |
| <b>BGJ SUPER FUND</b>       | <b>24 MAY 2007</b>   | <b>\$380,000</b>  |          | <b>3,040,000</b>               |
| <b>BGJ SUPER FUND</b>       | <b>27 APRIL 2007</b> | <b>\$205,700</b>  |          | <b>1,962,660</b>               |

**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 |
|-----------------------------------|-----------------------|
|                                   |                       |
|                                   |                       |

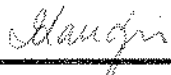
**7. Addresses**

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

| Name           | Address                       |
|----------------|-------------------------------|
| BGJ SUPER FUND | PO BOX 65, WEST PERTH WA 6875 |
|                |                               |

**Signature**

print name      INGRID LAUDZEVICIS      capacity      COMPANY SECRETARY

sign here            date      13/06/2007

**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 **ENVIROGOLD LIMITED**ACN/ARSN **008 031 034****1. Details of substantial holder (1)**Name **MOONSTAR INVESTMENTS PTY LTD ATF PEMBERLEY TRUST**ACN/ARSN (if applicable) **095 821 882**There was a change in the interests of the substantial holder on **15/05/2007**The previous notice was given to the company on **08/02/2006**The previous notice was dated **06/02/2006****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 FULLY PAID</b> | <b>13,737,470</b> | <b>16.14%</b>    | <b>12,742,470</b> | <b>15.59%</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 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 |
|-------------------|----------------------------------------------|------------------------|-----------------------------------------------|-----------------------------------------|-------------------------|
| <b>13/1/2006</b>  | <b>Moonstar Investments Pty Ltd ("MIPL")</b> | <b>OFFMARKET SALE</b>  | <b>\$200,600</b>                              | <b>1,000,000</b>                        |                         |
| <b>15/05/2007</b> | <b>Moonstar Investments Pty Ltd ("MIPL")</b> | <b>ISSUE OF SHARES</b> | <b>NIL</b>                                    | <b>12,737,470</b>                       | <b>15.44%</b>           |
| <b>15/05/2007</b> | <b>OTR Properties Pty Ltd ("OTR")</b>        | <b>ISSUE OF SHARES</b> | <b>NIL</b>                                    | <b>5,000</b>                            | <b>.15%</b>             |

**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 |
|-----------------------------|---------------------------------|------------------------------------------------|---------------------------------|--------------------------------|----------------|
| <b>OTR</b>                  | <b>OTR</b>                      | <b>OTR</b>                                     | <b>Subsidiary of MIPL</b>       | <b>5000</b>                    | <b>.15%</b>    |

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

## 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                                                      |
|-----------------------------------|----------------------------------------------------------------------------|
| OTR<br>ACN 108 585 002            | Subsidiary Company of Moonstar Investments Pty Ltd atf the Pemberley Trust |
|                                   |                                                                            |

## 6. Addresses

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

| Name                         | Address                        |
|------------------------------|--------------------------------|
| MOONSTAR INVESTMENTS PTY LTD | PO BOX 695, WEST PERTH WA 6872 |
|                              |                                |

## Signature

print name      INGRID LAUDZEVICS      capacity      COMPANY SECRETARY

sign here            date      13/06/2007

## 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 606 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.