



17 June 2024

ASX Market Announcements
Level 6, Exchange Centre
20 Bridge Street
Sydney NSW 2000

SUBSTANTIAL SHAREHOLDER NOTICE - VOLUNTARY ESCROW

Agua Resources Limited (**ASX:AGR**) (**Agua**) encloses with this announcement a Form 603 – Notice of initial substantial holder (**Substantial Holder Notice**) for Agua in respect of an interest in its own shares. Under the *Corporations Act 2001 (Cth)* (**Corporations Act**), Agua is deemed to have a relevant interest in its own shares as a result of the voluntary escrow imposed on the shares issued by Agua under the takeover offer of Andean Mining Limited restricting the trading (disposal) of those shares. The deemed relevant interest of Agua is set out in the enclosed Substantial Holder Notice.

The terms of the voluntary escrow are set out in Annexure B of the Substantial Holder Notice.

Other than the interest arising from the voluntary escrow restricting trading, Agua does not have any other interest in the shares described in the Substantial Holder Notice and does not have any power or ability to exercise rights of those shares, including but not limited to in respect of voting.

AUTHORISED FOR ISSUE TO THE ASX BY THE BOARD OF AGUIA RESOURCES LIMITED

For further information, please contact:

Agua Resources Limited - Investor Relations
ABN: 94 128 256 888
Level 12, 680 George Street, Sydney NSW 2000 Australia
E: investor.relations@aguiaresources.com.au
P: +61 (0) 419 960 560
W: www.aguiaresources.com.au

Warwick Grigor, Executive Chairman: 0417 863 187

Ben Jarvis ben.jarvis@sdir.com.au or +61 (0) 413 150 448

About Agua Resources Limited

Agua Resources is an ASX-listed multi-commodity company (AGR:ASX) with pre-production phosphate projects located in Rio Grande do Sul, the southernmost state of Brazil. Agua has an established and highly experienced in-country team based in Porto Alegre, the capital of Rio Grande do Sul. The acquisition of Andean Mining has added a portfolio of gold, silver and copper projects to its asset base.

Form 603

Corporations Act 2001

Section 671B

Notice of initial substantial holderTo Company Name/Scheme Agua Resources LimitedACN/ARSN 128 256 888**1. Details of substantial holder (1)**Name Agua Resources LimitedACN/ARSN (if applicable) 128 256 888The holder became a substantial holder on 13 June 2024**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)
Fully paid ordinary shares	422,411,334	422,411,334	39.10%

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
Agua Resources Limited	Deemed relevant interest as a result of voluntary escrow of FPOs. Terms of voluntary escrow attached as Annexure B as set out in the bidder's statement of Agua Resources Limited dated 20 February 2024 (as supplemented on 22 April 2024 and 20 May 2024).	422,411,334 FPOs

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
Refer to Annexure A			

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	
Agua Resources Limited	13 June 2024	-	140,803,778 FPOs in Andean Mining Limited pursuant to the takeover offer made by Agua Resources Limited dated 20 February 2024. Note relevant interest arises in respect of escrow only and Agua Resources Limited does not otherwise have an interest in the relevant FPOs	422,411,334 FPOs

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
Refer to Annexure A	

7. Addresses

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

Name	Address
Refer to Annexure A	

Signature

print name William Howe

capacity DIRECTOR

sign here



Date 17/6/2024

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.

“A”

THIS ANNEXURE A OF 8 PAGES REFERRED TO IN FORM 603 – NOTICE OF INITIAL SUBSTANTIAL HOLDER



Signature:

Signed by: WILLIAM HOWE

Date: 17/6/ 2024

Position: DIRECTOR

AGUIA RESOURCES LIMITED

[ACN 128 256 888]

ITEM NUMBERS USED IN THIS ANNEXURE A CORRESPOND WITH ITEM NUMBERS USED IN THE FORM 603 – NOTICE OF INITIAL SUBSTANTIAL HOLDER TO WHICH THIS ANNEXURE A FORMS AN ANNEXURE.

4. DETAILS OF PRESENT REGISTERED HOLDERS

HOLDER OF RELEVANT INTEREST	REGISTERED HOLDER OF SECURITIES	PERSON ENTITLED TO BE REGISTERED AS HOLDER	NUMBER OF SECURITIES	CLASS OF SECURITIES
AGUIA RESOURCES LIMITED	ALIMOLD PTY LTD	ALIMOLD PTY LTD	10,500	Ordinary Shares
AGUIA RESOURCES LIMITED	MRS JENIFER ANN SYMES	MRS JENIFER ANN SYMES	17,700	Ordinary Shares
AGUIA RESOURCES LIMITED	FAR EAST CAPITAL LIMITED	FAR EAST CAPITAL LIMITED	39,000	Ordinary Shares
AGUIA RESOURCES LIMITED	DANIEL PASTRO	DANIEL PASTRO	66,261	Ordinary Shares
AGUIA RESOURCES LIMITED	ROB PENFOLD	ROB PENFOLD	66,261	Ordinary Shares
AGUIA RESOURCES LIMITED	MR SEAN O'CONNELL	MR SEAN O'CONNELL	84,270	Ordinary Shares
AGUIA RESOURCES LIMITED	PAUL KRAMER	PAUL KRAMER	92,766	Ordinary Shares
AGUIA RESOURCES LIMITED	TEAM 108 PTY LTD	TEAM 108 PTY LTD	118,785	Ordinary Shares
AGUIA RESOURCES LIMITED	MR DANIEL WAYNE PASTRO	MR DANIEL WAYNE PASTRO	126,405	Ordinary Shares
AGUIA RESOURCES LIMITED	MRS JENIFER ANN SYMES	MRS JENIFER ANN SYMES	126,405	Ordinary Shares
AGUIA RESOURCES LIMITED	BELLAIRE CAPITAL PTY LTD	BELLAIRE CAPITAL PTY LTD	132,522	Ordinary Shares
AGUIA RESOURCES LIMITED	PAUL MAHONY	PAUL MAHONY	132,522	Ordinary Shares
AGUIA RESOURCES LIMITED	ROBERT GREEN	ROBERT GREEN	133,872	Ordinary Shares
AGUIA RESOURCES LIMITED	ANTONIO COSIMO RULLO	ANTONIO COSIMO RULLO	150,000	Ordinary Shares
AGUIA RESOURCES LIMITED	PANCHO (NSW) PTY LTD	PANCHO (NSW) PTY LTD	165,651	Ordinary Shares
AGUIA RESOURCES LIMITED	MRS KATY MARGARET KANTOR	MRS KATY MARGARET KANTOR	178,785	Ordinary Shares
AGUIA RESOURCES LIMITED	MR PAUL ANTHONY BRYAN	MR PAUL ANTHONY BRYAN	210,675	Ordinary Shares
AGUIA RESOURCES LIMITED	RONALD JAMES CARLI	RONALD JAMES CARLI	210,675	Ordinary Shares
AGUIA RESOURCES LIMITED	MR JACK SYDNEY GREENSLADE	MR JACK SYDNEY GREENSLADE	210,675	Ordinary Shares
AGUIA RESOURCES LIMITED	GEORGE SMITH REBECCA HALL	GEORGE SMITH REBECCA HALL	210,675	Ordinary Shares

AGUIA RESOURCES LIMITED	MR JOHN ROBIN MANLEY & MRS OLIVE PEARL MANLEY	MR JOHN ROBIN MANLEY & MRS OLIVE PEARL MANLEY	210,675	Ordinary Shares
AGUIA RESOURCES LIMITED	CHRISTIAN RUSSO	CHRISTIAN RUSSO	210,675	Ordinary Shares
AGUIA RESOURCES LIMITED	SEAN THOMAS CONCEPTS PTY LTD	SEAN THOMAS CONCEPTS PTY LTD	210,675	Ordinary Shares
AGUIA RESOURCES LIMITED	DOGRET PTY LTD	DOGRET PTY LTD	237,570	Ordinary Shares
AGUIA RESOURCES LIMITED	AQUILINE NOMINEES PTY LTD	AQUILINE NOMINEES PTY LTD	276,300	Ordinary Shares
AGUIA RESOURCES LIMITED	ACTIVE OFFICE SERVICES PTY LTD	ACTIVE OFFICE SERVICES PTY LTD	300,000	Ordinary Shares
AGUIA RESOURCES LIMITED	DURAK INVESTMENT CORPORATION PTY LTD	DURAK INVESTMENT CORPORATION PTY LTD	300,000	Ordinary Shares
AGUIA RESOURCES LIMITED	VALERIA MARTINEZ VIADEMONTE	VALERIA MARTINEZ VIADEMONTE	300,000	Ordinary Shares
AGUIA RESOURCES LIMITED	MR ROSS GORDON PEARSON	MR ROSS GORDON PEARSON	304,239	Ordinary Shares
AGUIA RESOURCES LIMITED	UTE SHORT	UTE SHORT	314,739	Ordinary Shares
AGUIA RESOURCES LIMITED	RYAN BIGNOLD	RYAN BIGNOLD	337,080	Ordinary Shares
AGUIA RESOURCES LIMITED	MR JOHN MICHAEL TOOLAN & MRS RITA LENORE TOOLAN	MR JOHN MICHAEL TOOLAN & MRS RITA LENORE TOOLAN	337,080	Ordinary Shares
AGUIA RESOURCES LIMITED	GKF CORP PTY LTD	GKF CORP PTY LTD	390,000	Ordinary Shares
AGUIA RESOURCES LIMITED	PETER J O'MALLEY	PETER J O'MALLEY	397,563	Ordinary Shares
AGUIA RESOURCES LIMITED	MR SHAUN BITTERS	MR SHAUN BITTERS	421,350	Ordinary Shares
AGUIA RESOURCES LIMITED	MR DAVID IAN FOGERTY	MR DAVID IAN FOGERTY	421,350	Ordinary Shares
AGUIA RESOURCES LIMITED	HAMISH ROBBINS HUGHES	HAMISH ROBBINS HUGHES	421,350	Ordinary Shares
AGUIA RESOURCES LIMITED	ICADER NOMINEES PTY LTD	ICADER NOMINEES PTY LTD	421,350	Ordinary Shares
AGUIA RESOURCES LIMITED	KASTIN PTY LTD	KASTIN PTY LTD	421,350	Ordinary Shares
AGUIA RESOURCES LIMITED	P & F KIRK PTY LTD	P & F KIRK PTY LTD	421,350	Ordinary Shares
AGUIA RESOURCES LIMITED	SOUTHAM SUPER P/L	SOUTHAM SUPER P/L	421,350	Ordinary Shares
AGUIA RESOURCES LIMITED	ANTHONY WINES	ANTHONY WINES	421,350	Ordinary Shares
AGUIA RESOURCES LIMITED	HENDRIKUS JACOBUS ZERVAAS & ANNETTE PATRICIA ZERVAAS	HENDRIKUS JACOBUS ZERVAAS & ANNETTE PATRICIA ZERVAAS	421,350	Ordinary Shares
AGUIA RESOURCES LIMITED	SUNRANGER ENTERPRISES PTY LTD	SUNRANGER ENTERPRISES PTY LTD	475,140	Ordinary Shares
AGUIA RESOURCES LIMITED	MR CRAIG WARRICK BAILLIE	MR CRAIG WARRICK BAILLIE	600,000	Ordinary Shares
AGUIA RESOURCES LIMITED	BELLAIRE CAPITAL PTY LTD	BELLAIRE CAPITAL PTY LTD	600,000	Ordinary Shares
AGUIA RESOURCES LIMITED	HERACLITUS HOLDINGS PTY LTD	HERACLITUS HOLDINGS PTY LTD	600,000	Ordinary Shares
AGUIA RESOURCES LIMITED	BLUE BLITZ INVESTMENTS PTY LTD	BLUE BLITZ INVESTMENTS PTY LTD	632,025	Ordinary Shares
AGUIA RESOURCES LIMITED	CHEF AND KIWI PTY LTD	CHEF AND KIWI PTY LTD	632,025	Ordinary Shares
AGUIA RESOURCES LIMITED	ANTHONY CLAY	ANTHONY CLAY	632,025	Ordinary Shares
AGUIA RESOURCES LIMITED	BRENT COBURN	BRENT COBURN	632,025	Ordinary Shares
AGUIA RESOURCES LIMITED	MR DEAN MAXWELL COSTELLO & MRS KERRY DIANNE COSTELLO	MR DEAN MAXWELL COSTELLO & MRS KERRY DIANNE COSTELLO	632,025	Ordinary Shares
AGUIA RESOURCES LIMITED	DSL TRADING COMPANY PTY LTD	DSL TRADING COMPANY PTY LTD	632,025	Ordinary Shares
AGUIA RESOURCES LIMITED	MR LOKE MUN WONG	MR LOKE MUN WONG	632,025	Ordinary Shares
AGUIA RESOURCES LIMITED	FINMIN SOLUTIONS PTY LTD	FINMIN SOLUTIONS PTY LTD	750,000	Ordinary Shares
AGUIA RESOURCES LIMITED	SERLETT PTY LTD	SERLETT PTY LTD	795,129	Ordinary Shares
AGUIA RESOURCES LIMITED	ASC HOLDINGS COMPANY PTY LTD	ASC HOLDINGS COMPANY PTY LTD	842,700	Ordinary Shares
AGUIA RESOURCES LIMITED	BELLAIRE CAPITAL PTY LTD	BELLAIRE CAPITAL PTY LTD	842,700	Ordinary Shares
AGUIA RESOURCES LIMITED	MS JACQUELINE STUART CAMPBELL	MS JACQUELINE STUART CAMPBELL	842,700	Ordinary Shares
AGUIA RESOURCES LIMITED	DC KC PTY LTD	DC KC PTY LTD	842,700	Ordinary Shares
AGUIA RESOURCES LIMITED	MR ALLAN RODNEY FREDERICK &	MR ALLAN RODNEY FREDERICK & MRS	842,700	Ordinary Shares

	MRS JILLION FREDERICK	JILLION FREDERICK		
AGUIA RESOURCES LIMITED	TONY JIMOULIS	TONY JIMOULIS	842,700	Ordinary Shares
AGUIA RESOURCES LIMITED	SANDTON CAPITAL PTY LTD	SANDTON CAPITAL PTY LTD	842,700	Ordinary Shares
AGUIA RESOURCES LIMITED	YARRA RIVER CAPITAL MANAGEMENT PTY LTD	YARRA RIVER CAPITAL MANAGEMENT PTY LTD	842,700	Ordinary Shares
AGUIA RESOURCES LIMITED	MS HAO ZHOU	MS HAO ZHOU	842,700	Ordinary Shares
AGUIA RESOURCES LIMITED	SWANMIST ENTERPRISES PTY LTD	SWANMIST ENTERPRISES PTY LTD	865,044	Ordinary Shares
AGUIA RESOURCES LIMITED	GAMMA INVESTMENTS PTY LTD	GAMMA INVESTMENTS PTY LTD	990,000	Ordinary Shares
AGUIA RESOURCES LIMITED	MR FRANK JAMES BAMFORD & MRS DIANE BAMFORD	MR FRANK JAMES BAMFORD & MRS DIANE BAMFORD	1,053,375	Ordinary Shares
AGUIA RESOURCES LIMITED	SUNRANGER ENTERPRISES	SUNRANGER ENTERPRISES	1,053,375	Ordinary Shares
AGUIA RESOURCES LIMITED	RLOW PTY LTD	RLOW PTY LTD	1,053,375	Ordinary Shares
AGUIA RESOURCES LIMITED	TEXMODE PTY LTD	TEXMODE PTY LTD	1,053,375	Ordinary Shares
AGUIA RESOURCES LIMITED	JAMAL SABSABI	JAMAL SABSABI	1,137,645	Ordinary Shares
AGUIA RESOURCES LIMITED	ARCHIKAN HOLDINGS PTY LTD	ARCHIKAN HOLDINGS PTY LTD	1,200,000	Ordinary Shares
AGUIA RESOURCES LIMITED	CADDEN NOMINEES PTY LTD	CADDEN NOMINEES PTY LTD	1,200,000	Ordinary Shares
AGUIA RESOURCES LIMITED	HERACLITUS HOLDINGS PTY LTD	HERACLITUS HOLDINGS PTY LTD	1,200,000	Ordinary Shares
AGUIA RESOURCES LIMITED	ROBERT PENFOLD	ROBERT PENFOLD	1,200,000	Ordinary Shares
AGUIA RESOURCES LIMITED	CAFIERO PIETROPAOLO	CAFIERO PIETROPAOLO	1,200,000	Ordinary Shares
AGUIA RESOURCES LIMITED	KEIRAN JAMES SLEE	KEIRAN JAMES SLEE	1,200,000	Ordinary Shares
AGUIA RESOURCES LIMITED	VECTOR NOMINEES PTY LTD	VECTOR NOMINEES PTY LTD	1,200,000	Ordinary Shares
AGUIA RESOURCES LIMITED	1017 PTY LTD	1017 PTY LTD	1,264,050	Ordinary Shares
AGUIA RESOURCES LIMITED	ALIMOLD PTY LTD	ALIMOLD PTY LTD	1,264,050	Ordinary Shares
AGUIA RESOURCES LIMITED	DINGJO PTY LTD	DINGJO PTY LTD	1,264,050	Ordinary Shares
AGUIA RESOURCES LIMITED	FIRST OAK CAPITAL PTY LTD	FIRST OAK CAPITAL PTY LTD	1,264,050	Ordinary Shares
AGUIA RESOURCES LIMITED	GRAVIAS CAPITAL PTY LTD	GRAVIAS CAPITAL PTY LTD	1,264,050	Ordinary Shares
AGUIA RESOURCES LIMITED	JOHN TOOLAN PTY LTD	JOHN TOOLAN PTY LTD	1,264,050	Ordinary Shares
AGUIA RESOURCES LIMITED	NI KETUT INTAN WIDURI	NI KETUT INTAN WIDURI	1,264,050	Ordinary Shares
AGUIA RESOURCES LIMITED	WYMOND INVESTMENTS PTY LTD	WYMOND INVESTMENTS PTY LTD	1,264,050	Ordinary Shares
AGUIA RESOURCES LIMITED	GREGORARCH PTY LIMITED	GREGORARCH PTY LIMITED	1,325,214	Ordinary Shares
AGUIA RESOURCES LIMITED	PAUL ARTHUR HARRIS	PAUL ARTHUR HARRIS	1,325,214	Ordinary Shares
AGUIA RESOURCES LIMITED	ROBERT REVIS	ROBERT REVIS	1,474,725	Ordinary Shares
AGUIA RESOURCES LIMITED	ANNLEW INVESTMENTS PTY LTD	ANNLEW INVESTMENTS PTY LTD	1,500,000	Ordinary Shares
AGUIA RESOURCES LIMITED	RIVACRE INVESTMENTS PTY LTD	RIVACRE INVESTMENTS PTY LTD	1,500,000	Ordinary Shares
AGUIA RESOURCES LIMITED	PUNIT ARORA & SHWETA ARORA	PUNIT ARORA & SHWETA ARORA	1,685,400	Ordinary Shares
AGUIA RESOURCES LIMITED	MICHAEL HOWARD JOHN COWIE & MARY COWIE	MICHAEL HOWARD JOHN COWIE & MARY COWIE	1,685,400	Ordinary Shares
AGUIA RESOURCES LIMITED	PAIGE & ANDREW PTY LTD	PAIGE & ANDREW PTY LTD	1,685,400	Ordinary Shares
AGUIA RESOURCES LIMITED	SIMMAN INVESTMENTS PTY LTD	SIMMAN INVESTMENTS PTY LTD	1,685,400	Ordinary Shares
AGUIA RESOURCES LIMITED	HFT NOMINEES PTY LTD	HFT NOMINEES PTY LTD	1,831,302	Ordinary Shares
AGUIA RESOURCES LIMITED	GECKO RESOURCES PTY LTD	GECKO RESOURCES PTY LTD	2,100,000	Ordinary Shares
AGUIA RESOURCES LIMITED	MR RYAN JAMES BAMFORD	MR RYAN JAMES BAMFORD	2,106,750	Ordinary Shares
AGUIA RESOURCES LIMITED	FINMIN SOLUTIONS PTY LTD	FINMIN SOLUTIONS PTY LTD	2,106,750	Ordinary Shares
AGUIA RESOURCES LIMITED	VIKING WAI KIN KWOK	VIKING WAI KIN KWOK	2,106,750	Ordinary Shares
AGUIA RESOURCES LIMITED	FURINKAZAN CAPITAL PTY LTD	FURINKAZAN CAPITAL PTY LTD	2,184,000	Ordinary Shares

AGUIA RESOURCES LIMITED	PAUL MAXWELL BIDE	PAUL MAXWELL BIDE	2,425,950	Ordinary Shares
AGUIA RESOURCES LIMITED	WILLIAM STIRLING ETHERIDGE	WILLIAM STIRLING ETHERIDGE	2,650,428	Ordinary Shares
AGUIA RESOURCES LIMITED	BRYLET PTY LTD	BRYLET PTY LTD	3,000,000	Ordinary Shares
AGUIA RESOURCES LIMITED	CLOUGH AUSTRALIA PTY LTD	CLOUGH AUSTRALIA PTY LTD	3,000,000	Ordinary Shares
AGUIA RESOURCES LIMITED	FINHILL CAPITAL PTY LTD	FINHILL CAPITAL PTY LTD	36,062,436	Ordinary Shares
AGUIA RESOURCES LIMITED	MR ROBERT GRIGOR	MR ROBERT GRIGOR	3,000,000	Ordinary Shares
AGUIA RESOURCES LIMITED	HONG KONG FAR EAST CAPITAL LIMITED	HONG KONG FAR EAST CAPITAL LIMITED	3,000,000	Ordinary Shares
AGUIA RESOURCES LIMITED	KHAKI INVESTMENTS PTY LTD	KHAKI INVESTMENTS PTY LTD	3,000,000	Ordinary Shares
AGUIA RESOURCES LIMITED	MINE PLANNER PTY LTD	MINE PLANNER PTY LTD	3,000,000	Ordinary Shares
AGUIA RESOURCES LIMITED	S3 CONSORTIUM HOLDINGS PTY LTD	S3 CONSORTIUM HOLDINGS PTY LTD	3,000,000	Ordinary Shares
AGUIA RESOURCES LIMITED	TIMBINA PTY LTD	TIMBINA PTY LTD	3,000,000	Ordinary Shares
AGUIA RESOURCES LIMITED	ZEEMINOR SUPER PTY LTD	ZEEMINOR SUPER PTY LTD	3,000,000	Ordinary Shares
AGUIA RESOURCES LIMITED	OCEANIC CAPITAL PTY LTD	OCEANIC CAPITAL PTY LTD	3,331,302	Ordinary Shares
AGUIA RESOURCES LIMITED	DEBT MANAGEMENT ASIA CORPORATION	DEBT MANAGEMENT ASIA CORPORATION	3,662,607	Ordinary Shares
AGUIA RESOURCES LIMITED	SYMORGH INVESTMENTS PTY LTD	SYMORGH INVESTMENTS PTY LTD	3,662,607	Ordinary Shares
AGUIA RESOURCES LIMITED	ASH STREET HOLDINGS PTY LTD	ASH STREET HOLDINGS PTY LTD	3,750,000	Ordinary Shares
AGUIA RESOURCES LIMITED	BLUE LAKE PARTNERS	BLUE LAKE PARTNERS	4,213,500	Ordinary Shares
AGUIA RESOURCES LIMITED	NICOLA JANE HOWE	NICOLA JANE HOWE	4,969,554	Ordinary Shares
AGUIA RESOURCES LIMITED	TML ENTERPRISES PTY LTD	TML ENTERPRISES PTY LTD	5,056,200	Ordinary Shares
AGUIA RESOURCES LIMITED	ROBERT WILLIAM WATERHOUSE	ROBERT WILLIAM WATERHOUSE	5,056,200	Ordinary Shares
AGUIA RESOURCES LIMITED	PAUL INGRAM FAMILY TRUST PTY LTD	PAUL INGRAM FAMILY TRUST PTY LTD	5,250,000	Ordinary Shares
AGUIA RESOURCES LIMITED	ANIKAVA PTY LTD	ANIKAVA PTY LTD	6,000,000	Ordinary Shares
AGUIA RESOURCES LIMITED	KITEBROOK PTY LTD	KITEBROOK PTY LTD	6,000,000	Ordinary Shares
AGUIA RESOURCES LIMITED	MINE PLANNNER PTY LTD	MINE PLANNNER PTY LTD	6,000,000	Ordinary Shares
AGUIA RESOURCES LIMITED	MAXWELL JAMES GREEN	MAXWELL JAMES GREEN	6,036,072	Ordinary Shares
AGUIA RESOURCES LIMITED	RIMOYNE PTY LTD	RIMOYNE PTY LTD	6,370,800	Ordinary Shares
AGUIA RESOURCES LIMITED	KIRIN CORP	KIRIN CORP	3,000,000	Ordinary Shares
AGUIA RESOURCES LIMITED	KIRIN CORP PTY LTD	KIRIN CORP PTY LTD	3,375,000	Ordinary Shares
AGUIA RESOURCES LIMITED	NEWRANGE GOLD CORP	NEWRANGE GOLD CORP	8,783,667	Ordinary Shares
AGUIA RESOURCES LIMITED	WILLIAM TAYLOR NOMINEES PTY LTD	WILLIAM TAYLOR NOMINEES PTY LTD	9,000,000	Ordinary Shares
AGUIA RESOURCES LIMITED	AYERS CAPITAL PTY LTD	AYERS CAPITAL PTY LTD	9,662,607	Ordinary Shares
AGUIA RESOURCES LIMITED	FINHILL CAPITAL PTY LTD	FINHILL CAPITAL PTY LTD	10,125,000	Ordinary Shares
AGUIA RESOURCES LIMITED	HAMMERFEST INVESTMENTS PTY LTD	HAMMERFEST INVESTMENTS PTY LTD	11,049,021	Ordinary Shares
AGUIA RESOURCES LIMITED	AIR DRY SYSTEMS PTY LTD	AIR DRY SYSTEMS PTY LTD	4,875,000	Ordinary Shares
AGUIA RESOURCES LIMITED	TAWMII MANAGEMENT SERVICES PTY LTD	TAWMII MANAGEMENT SERVICES PTY LTD	21,322,635	Ordinary Shares
AGUIA RESOURCES LIMITED	MALABAR GOLD CORP	MALABAR GOLD CORP	21,000,000	Ordinary Shares
AGUIA RESOURCES LIMITED	FAR EAST CAPITAL LIMITED	FAR EAST CAPITAL LIMITED	27,000,000	Ordinary Shares
AGUIA RESOURCES LIMITED	MERRILL LYNCH (AUSTRALIA) NOMINEES PTY LIMITED	MERRILL LYNCH (AUSTRALIA) NOMINEES PTY LIMITED	31,601,250	Ordinary Shares
AGUIA RESOURCES LIMITED	WILLIAM J HOWE	WILLIAM J HOWE	15,866,709	Ordinary Shares

AGUIA RESOURCES LIMITED	FAR EAST CAPITAL LIMITED	FAR EAST CAPITAL LIMITED	3,000,000	Ordinary Shares
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7. ADDRESSES

NAME	ADDRESS
ALIMOLD PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MRS JENIFER ANN SYMES	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
FAR EAST CAPITAL LIMITED	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
DANIEL PASTRO	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
ROB PENFOLD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MR SEAN O'CONNELL	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
PAUL KRAMER	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
TEAM 108 PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MR DANIEL WAYNE PASTRO	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MRS JENIFER ANN SYMES	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
BELLAIRE CAPITAL PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
PAUL MAHONY	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
ROBERT GREEN	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
ANTONIO COSIMO RULLO	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
PANCHO (NSW) PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MRS KATY MARGARET KANTOR	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MR PAUL ANTHONY BRYAN	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
RONALD JAMES CARLI	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MR JACK SYDNEY GREENSLADE	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
GEORGE SMITH REBECCA HALL	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MR JOHN ROBIN MANLEY & MRS OLIVE PEARL MANLEY	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
CHRISTIAN RUSSO	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
SEAN THOMAS CONCEPTS PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
DOGRET PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
AQUILINE NOMINEES PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
ACTIVE OFFICE SERVICES PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
DURAK INVESTMENT CORPORATION PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
VALERIA MARTINEZ VIADEMONTE	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MR ROSS GORDON PEARSON	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
UTE SHORT	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
RYAN BIGNOLD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MR JOHN MICHAEL TOOLAN & MRS RITA LENORE TOOLAN	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
GKF CORP PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
PETER J O'MALLEY	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MR SHAUN BITTERS	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MR DAVID IAN FOGERTY	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
HAMISH ROBBINS HUGHES	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000

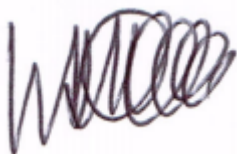
ICADER NOMINEES PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
KASTIN PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
P & F KIRK PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
SOUTHAM SUPER P/L	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
ANTHONY WINES	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
HENDRIKUS JACOBUS ZERVAAS & ANNETTE PATRICIA ZERVAAS	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
SUNRANGER ENTERPRISES PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MR CRAIG WARRICK BAILLIE	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
BELLAIRE CAPITAL PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
HERACLITUS HOLDINGS PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
BLUE BLITZ INVESTMENTS PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
CHEF AND KIWI PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
ANTHONY CLAY	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
BRENT COBURN	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MR DEAN MAXWELL COSTELLO & MRS KERRY DIANNE COSTELLO	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
DSL TRADING COMPANY PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MR LOKE MUN WONG	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
FINMIN SOLUTIONS PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
SERLETT PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
ASC HOLDINGS COMPANY PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
BELLAIRE CAPITAL PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MS JACQUELINE STUART CAMPBELL	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
DC KC PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MR ALLAN RODNEY FREDERICK & MRS JILLION FREDERICK	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
TONY JIMOULIS	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
SANDTON CAPITAL PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
YARRA RIVER CAPITAL MANAGEMENT PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MS HAO ZHOU	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
SWANMIST ENTERPRISES PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
GAMMA INVESTMENTS PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MR FRANK JAMES BAMFORD & MRS DIANE BAMFORD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
SUNRANGER ENTERPRISES	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
RLOW PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
TEXMODE PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
JAMAL SABSABI	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
ARCHIKAN HOLDINGS PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
CADDEN NOMINEES PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
HERACLITUS HOLDINGS PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
ROBERT PENFOLD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
CAFIERO PIETROPAOLO	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
KEIRAN JAMES SLEE	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
VECTOR NOMINEES PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
1017 PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000

ALIMOLD PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
DINGJO PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
FIRST OAK CAPITAL PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
GRAVIAS CAPITAL PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
JOHN TOOLAN PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
NI KETUT INTAN WIDURI	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
WYMOND INVESTMENTS PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
GREGORARCH PTY LIMITED	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
PAUL ARTHUR HARRIS	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
ROBERT REVIS	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
ANNLEW INVESTMENTS PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
RIVACRE INVESTMENTS PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
PUNIT ARORA & SHWETA ARORA	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MICHAEL HOWARD JOHN COWIE & MARY COWIE	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
PAIGE & ANDREW PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
SIMMAN INVESTMENTS PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
HFT NOMINEES PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
GECKO RESOURCES PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MR RYAN JAMES BAMFORD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
FINMIN SOLUTIONS PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
VIKING WAI KIN KWOK	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
FURINKAZAN CAPITAL PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
PAUL MAXWELL BIDE	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
WILLIAM STIRLING ETHERIDGE	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
BRYLET PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
CLOUGH AUSTRALIA PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
FINHILL CAPITAL PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MR ROBERT GRIGOR	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
HONG KONG FAR EAST CAPITAL LIMITED	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
KHAKI INVESTMENTS PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MINE PLANNER PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
S3 CONSORTIUM HOLDINGS PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
TIMBINA PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
ZEEMINOR SUPER PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
OCEANIC CAPITAL PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
DEBT MANAGEMENT ASIA CORPORATION	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
SYMORGH INVESTMENTS PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
ASH STREET HOLDINGS PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
BLUE LAKE PARTNERS	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
NICOLA JANE HOWE	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
TML ENTERPRISES PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
ROBERT WILLIAM WATERHOUSE	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
PAUL INGRAM FAMILY TRUST PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
ANIKAVA PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000

KITEBROOK PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MINE PLANNNER PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MAXWELL JAMES GREEN	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
RIMOYNE PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
KIRIN CORP	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
KIRIN CORP PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
NEWRANGE GOLD CORP	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
WILLIAM TAYLOR NOMINEES PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
AYERS CAPITAL PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
FINHILL CAPITAL PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
HAMMERFEST INVESTMENTS PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
AIR DRY SYSTEMS PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
TAWMII MANAGEMENT SERVICES PTY LTD	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MALABAR GOLD CORP	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
FAR EAST CAPITAL LIMITED	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
MERRILL LYNCH (AUSTRALIA) NOMINEES PTY LIMITED	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
WILLIAM J HOWE	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000
FAR EAST CAPITAL LIMITED	C/- AGUIA RESOURCES LIMITED, LEVEL 12, 680 GEORGE STREET, SYDNEY NSW 2000

“B”

THIS ANNEXURE B OF 2 PAGES REFERRED TO IN FORM 603 – NOTICE OF INITIAL SUBSTANTIAL HOLDER



Signature:

Signed by: WILLIAM HOWE

Date: 17/6/ 2024

Position: DIRECTOR

AGUIA RESOURCES LIMITED
[ACN 128 256 888]
TERMS OF VOLUNTARY ESCROW

Note: the terms of voluntary escrow set out below were included in section 1.7A of Annexure A of the Aguia bidder's statement dated 20 February 2024, in accordance with the supplementary bidder's statement dated 20 May 2024.

- The terms of voluntary escrow imposed on Aguia Shares issued as Offer Consideration are as described in this Section 1.7A of Annexure A.
- The voluntary escrow applies to all Aguia Shares issued as Offer Consideration pursuant to the Takeover Offer. Aguia Shares that are subject to voluntary escrow are **Restricted Shares** in this Section 1.7A of Annexure A.
- The voluntary escrow applies from issue of the Restricted Shares and ceases on the date that is 6 months after issue of the Restricted Shares (being the Escrow Period).
- The voluntary escrow applicable to Restricted Shares automatically terminates at the end of the Escrow Period. Aguia Shares issued as Offer Consideration cease to be Restricted Shares immediately upon termination of the voluntary escrow applicable to those Aguia Shares.
- The imposition of voluntary escrow does not in any way restrict the exercise of voting rights of a holder of Restricted Shares, including in respect of the Restricted Shares they hold.
- In the case of a takeover bid (including a proportional takeover bid) of the Merged Group:

- Each holder of Restricted Shares can accept into the takeover bid where the holders of at least half of that bid class of securities that are not subject to escrow have accepted into the bid; and
 - The Restricted Shares must be returned to escrow if the bid does not become unconditional.
- The Restricted Shares may be transferred or cancelled as part of a merger by way of a compromise or arrangement under Part 5.1.
- No security interest may be created in some or all of the Restricted Shares by the holder during the Escrow Period.
- The holder of Restricted Shares is not able to transfer the holder's interest in some or all of the Restricted Shares during the Escrow Period.