THE OFFICE OF PAUL FUDGE
Facsimile transmittal

To:	ASX ANNOUNCEMENTS	Fax:	1~~300 135 638~~ (02) 93470005
From:	SIOBHAN GERAGHTY	Date:	27 MARCH 2015
Re:	AJ LUCAS	Pages:	4
cc:	[Name]		

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Dear Sir/Madam,

Please refer attached form 604 notifying a change of interests of substantial shareholder – Mr. Paul Fudge in AJ Lucas.

Please do not hesitate to contact me on (02) 9017 9627, if you require any further information in this regard.27 MJarch 2015

Regards

Siobhan Geraghty

Siobhan Geraghty

For and on Behalf of Mr. Paul Fudge

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme: AJ Lucas Group Limited

ACN/ARSN: 060 309 104

1. Details of substantial holder (1)

Name: Mr Paul Fudge

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on: 25/3/15

The previous notice was given to the company on: 18/7/13

The previous notice was dated: 16/7/13

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	26,700,000	9.99%	33,127,900	12.39%

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
25/3/15	Paul Fudge	Purchase of shares on market of ASX	$1,349,859.00	6,427,900 fully paid ordinary shares	6,427,900
* 16/6/14 – Note 1					

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
P Fudge	Paul Fudge	N/A	Registered holder	26,700,000	26,700,000
P Fudge	Persons who sold on market	Paul Fudge	Purchaser on market (beneficial owner)	6,427,900	6,427,900

* Note 1: Paul Fudge's relevant interest changed on 16/6/14 through the purchase of 26,700,000 fully paid ordinary shares (affecting 26,700,000 votes) for a consideration of $24,030,000 pursuant to a Share Transfer Agreement with Belbay Investments Pty Limited (see Annexure A).

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
N/A	

6. Addresses

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

Name	Address
Mr Paul Fudge	Level 50, Governor Phillip Tower,
	1 Farrer Place, Sydney NSW 2000

Signature

print name Paul Fudge capacity

sign here date 27 /3 /15

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 on 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.

This is Annexure A of 1 page referred to in Form 604 signed by me and dated 27/3/15.

Paul Fudge
27/3/15

SHARE TRANSFER AGREEMENT

This Share Transfer Agreement (the "Agreement") is entered into this 16th Day of June 2014

Between

Belbay Investments Pty Limited , of , Level 50 Governor Phillip Tower, 1 Farrer Place, Sydney, NSW 2000 (Transferor)

And

Mr Paul Fudge , of , C/-Pangaea Resources Pty Limited, Level 50 Governor Phillip Tower, 1 Farrer Place, Sydney, NSW 2000 (Transferee)

WHEREAS

A. The Transferor is the Owner of 26,700,000 ordinary shares in AJ Lucas Group Limited

B. The Transferee is the sole shareholder and sole director and company secretary of the Transferor.

C. The Transferor wishes to do an off market transfer of all of its shares in AJ Lucas Group Limited to the Transferee effective 16 June 2014.

NOW IT IS HEREBY WITNESSED

1. The Transferor agrees to transfer all of the shares in AJ Lucas Group Limited to the Transferee, at an agreed value of $24,030,000 (Twenty four Million, and thirty thousand Australian Dollars).

2. The Transfer is to be effective 16 June 2014.

3. The parties are to do all things necessary to effect the transfer of the shares with the relevant securities registry as soon as practicable.

4. This Agreement is governed by and construed in accordance with the laws of the State of New South Wales.

EXECUTED AS AN AGREEMENT THIS 16th DAY OF JUNE 2014:

FOR AND ON BEHALF OF
BELBAY INVESTMENTS PTY LIMITED
As Transferor

Paul Fudge
Sole Director/Secretary

FOR AND ON BEHALF OF
PAUL FUDGE
As Transferee

Paul Fudge