

22 July 2016

ASX Market Announcements Office
Australian Securities Exchange
Level 40, Central Park
152-158 St Georges Terrace
PERTH WA 6000

Dear Sir/Madam,

SUBSTANTIAL HOLDING NOTICES - CHARLES THOMAS AND MOUNTS BAY INVESTMENTS PTY LTD

Charles Thomas and Mounts Bay Investments Pty Ltd (collectively **Mr Thomas**) refer to the orders made by the Takeovers Panel on 18 July 2016 (**Panel Orders**) in respect of a finding by the Takeovers Panel of association between Mr Thomas, Patrick Glovac, Rocco Tassone and Applabs Technologies Limited (**Associates**) on 8 July 2016 (**Panel Decision**).

Enclosed are initial, ceasing and change of substantial holding notices of Mr Thomas (**Substantial Holding Notices**) in respect of his historical substantial holdings in Sovereign Gold Company Limited (**Sovereign**) following the Panel Decision.

The Substantial Holding Notices relate to:

- historical acquisitions and disposals of Sovereign shares between 10 July 2015 to 8 September 2015 by the Associates which resulted in Mr Thomas obtaining a substantial holding in Sovereign on 10 July 2015 of 8.66% and ceasing to have a substantial holding on 8 September 2015; and
- historical acquisitions of Sovereign shares between 3 December 2015 to 22 July 2016 which resulted in Mr Thomas obtaining a substantial holding in Sovereign on 3 December 2015 of 6.33% and increasing to his current substantial holding of 21.08%.

Mr Thomas provides this covering letter and the enclosed Substantial Holding Notices in compliance with paragraph 9 of the Panel Orders.

Yours faithfully,



Charles Thomas

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme Sovereign Gold Company Limited

ACN/ARSN ACN 145 184 867

1. Details of substantial holder (1)

Name Charles Thomas and Mounts Bay Investments Pty Ltd

ACN/ARSN (if applicable) ACN 139 974 485

The holder became a substantial holder on 10/07/15

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	82,500,000	82,500,000	8.66%

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
Patrick Glovac	Relevant interest pursuant to section 608(3)(a) and (b) of the Corporations Act because Patrick Glovac controls Murdoch Capital Pty Ltd	42,500,000 fully paid ordinary shares
Murdoch Capital Pty Ltd	Registered holder	42,500,000 fully paid ordinary shares
Applabs Technologies Ltd	Registered holder	40,000,000 fully paid 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
Murdoch Capital Pty Ltd	Murdoch Capital Pty Ltd	Patrick Glovac and Murdoch Capital Pty Ltd	42,500,000 fully paid ordinary shares
Applabs Technologies Ltd	Applabs Technologies Ltd	Applabs Technologies Ltd	40,000,000 fully paid 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	
Patrick Glovac and Murdoch Capital Pty Ltd	10/07/15	\$65,000 pursuant to a subscription of shares by Murdoch Capital Pty Ltd pursuant to a rights issue	42,500,000 fully paid ordinary shares
Applabs Technologies Ltd	10/07/15	\$80,000 pursuant to a subscription of shares by Applabs Technologies Ltd pursuant to a rights issue	40,000,000 fully paid ordinary shares

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
See Annexure A	

7. Addresses

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

Name	Address
Charles Thomas	3 Calver Place, City Beach WA 6015
Mounts Bay Investments Pty Ltd	3 Calver Place, City Beach WA 6015
See Annexure A	

Signature

print name Charles Thomas

capacity Director

sign here



date 22/07/16

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, moneys 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.

Annexure A

Associated Parties

Party	ACN	Nature of Association	Address
Patrick Glovac	N/A	Found to be an "associate" of each of the other substantial holders for the purpose of their respective holdings in Sovereign Gold Company Ltd under section 12(b) or (c) of the Corporations Act pursuant to a declaration of association made by the Takeovers Panel dated 8 July 2016.	81B Kintail Road, Applecross WA 6153
Kcirtap Securities Pty Ltd	123 944 089	Found to be an "associate" of each of the other substantial holders for the purpose of their respective holdings in Sovereign Gold Company Ltd under section 12(b) or (c) of the Corporations Act pursuant to a declaration of association made by the Takeovers Panel dated 8 July 2016.	DLC Accounting, 16 Main Street, Osborne Park WA 6017
Murdoch Capital Pty Ltd	123 029 925	Found to be an "associate" of each of the other substantial holders for the purpose of their respective holdings in Sovereign Gold Company Ltd under section 12(b) or (c) of the Corporations Act pursuant to a declaration of association made by the Takeovers Panel dated 8 July 2016.	DLC Accounting, 16 Main Street, Osborne Park WA 6017
Rocco Tassone	N/A	Found to be an "associate" of each of the other substantial holders for the purpose of their respective holdings in Sovereign Gold Company Ltd under section 12(b) or (c) of the Corporations Act pursuant to a declaration of association made by the Takeovers Panel dated 8 July 2016.	137 Coode Street, Bayswater WA 6053
Syracuse Capital Pty Ltd	121 880 439	Found to be an "associate" of each of the other substantial holders for the purpose of their respective holdings in Sovereign Gold Company Ltd under section 12(b) or (c) of the Corporations Act pursuant to a declaration of association made by the Takeovers Panel dated 8 July 2016.	DLC Accounting, 16 Main Street, Osborne Park WA 6017
Applabs Technologies Ltd	139 977 772	Found to be an "associate" of each of the other substantial holders for the purpose of their respective holdings in Sovereign Gold Company Ltd under section 12(b) or (c) of the Corporations Act pursuant to a declaration of association made by the Takeovers Panel dated 8 July 2016.	Suite 7, 234 Churchill Avenue, Subiaco WA 6008

Form 605
Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme Sovereign Gold Company Limited

ACN/ARSN ACN 145 184 667

1. Details of substantial holder (1)

Name Charles Thomas and Mounts Bay Investments Pty Ltd

ACN/ARSN (if applicable) ACN 139 974 495

The holder ceased to be a
substantial holder on 08/09/2015
The previous notice was given to the company on 22/07/16
The previous notice was dated 22/07/16

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
See Annexure A					

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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

4. Addresses

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

Name	Address
Charles Thomas	3 Calver Place, City Beach WA 6015
Mounts Bay Investments Pty Ltd	3 Calver Place, City Beach WA 6015
See Annexure B	

Signature

print name Charles Thomas capacity Director

sign here  date 22/07/16

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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.
- (5) Details of the consideration must include any and all benefits, moneys 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Annexure A

Changes in Relevant Interests

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
28/07/15	Patrick Glovac and Murdoch Capital Pty Ltd	On market disposal of shares	\$37,895.50	9,500,000 fully paid ordinary shares	9,500,000
29/07/15	Patrick Glovac and Murdoch Capital Pty Ltd	On market disposal of shares	\$1,994.50	500,000 fully paid ordinary shares	500,000
03/08/15	Patrick Glovac and Murdoch Capital Pty Ltd	On market disposal of shares	\$11,928.50	4,000,000 fully paid ordinary shares	400,000
	Applabs Technologies Pty Ltd	On market disposal of shares	\$13,351.50	4,500,000 fully paid ordinary shares	4,500,000
04/08/15	Patrick Glovac and Murdoch Capital Pty Ltd	On market disposal of shares	\$5,972.50	2,000,000 fully paid ordinary shares	2,000,000
	Applabs Technologies Pty Ltd	On market disposal of shares	\$26,018.00	8,724,995 fully paid ordinary shares	8,724,995
05/08/15	Applabs Technologies Pty Ltd	On market disposal of shares	\$8,260.91	2,775,005 fully paid ordinary shares	2,775,005
14/08/15	Patrick Glovac and Murdoch Capital Pty Ltd	On market disposal of shares	\$1,407.01	471,598 fully paid ordinary shares	471,598
18/08/15	Patrick Glovac and Murdoch Capital Pty Ltd	On market disposal of shares	\$2,473.32	829,000 fully paid ordinary shares	829,000
19/08/15	Patrick Glovac and Murdoch Capital Pty Ltd	On market disposal of shares	\$2,088.45	700,000 fully paid ordinary shares	700,000
24/08/15	Patrick Glovac and Murdoch Capital Pty Ltd	On market disposal of shares	\$238.88	80,065 fully paid ordinary shares	80,065
03/09/15	Patrick Glovac and Murdoch Capital Pty Ltd	On market disposal of shares	\$89.50	30,000 fully paid ordinary shares	30,000
04/09/15	Patrick Glovac and Murdoch Capital Pty Ltd	On market disposal of shares	\$596.70	200,000 fully paid ordinary shares	200,000
08/09/15	Patrick Glovac and Murdoch Capital Pty Ltd	On market disposal of shares	\$1,790.10	600,000 fully paid ordinary shares	600,000

Annexure B**Address of Persons Named**

Party	ACN	Address
Patrick Glovac	N/A	81B Kintail Road, Applecross WA 6153
Kcirtap Securities Pty Ltd	123 944 089	DLC Accounting, 16 Main Street, Osborne Park WA 6017
Murdoch Capital Pty Ltd	123 029 925	DLC Accounting, 16 Main Street, Osborne Park WA 6017
Rocco Tassone	N/A	137 Coode Street, Bayswater WA 6053
Syracuse Capital Pty Ltd	121 880 439	DLC Accounting, 16 Main Street, Osborne Park WA 6017
Applabs Technologies Ltd	139 977 772	Suite 7, 234 Churchill Avenue, Subiaco WA 6008

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme Sovereign Gold Company Limited

ACN/ARSN ACN 145 184 667

1. Details of substantial holder (1)

Name Charles Thomas and Mounts Bay Investments Pty Ltd
ACN/ARSN (if applicable) ACN 139 974 495

The holder became a substantial holder on 03/12/15

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	60,300,000	60,300,000	6.33%

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
Patrick Glovac	Relevant interest pursuant to section 608(3)(a) and (b) of the Corporations Act because Patrick Glovac controls Kcirtap Securities Pty Ltd	14,300,000 fully paid ordinary shares
Kcirtap Securities Pty Ltd	Registered holder	14,300,000 fully paid ordinary shares
Applabs Technologies Ltd	Registered holder	46,000,000 fully paid 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
Kcirtap Securities Pty Ltd	Kcirtap Securities Pty Ltd	Patrick Glovac and Kcirtap Securities Pty Ltd	14,300,000 fully paid ordinary shares
Applabs Technologies Ltd	Applabs Technologies Ltd	Applabs Technologies Ltd	46,000,000 fully paid 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	
Applabs Technologies Ltd	27/11/15	On market acquisition of shares by Applabs Technologies Ltd for \$139,463.51	45,982,032 fully paid ordinary shares
Applabs Technologies Ltd	30/11/15	On market acquisition of shares by Applabs Technologies Ltd for \$54.49	17,968 fully paid ordinary shares
Patrick Glovac and Kcirtap Securities Pty Ltd	03/12/15	On market acquisition of shares by Kcirtap Securities Pty Ltd for \$43,371.90	14,300,000 fully paid ordinary shares

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
See Annexure A	

7. Addresses

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

Name	Address
Charles Thomas	3 Calver Place, City Beach WA 6015
Mounts Bay Investments Pty Ltd	3 Calver Place, City Beach WA 6015
See Annexure A	

Signature

print name Charles Thomas

capacity Director

sign here



date 22/07/16

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 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 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, moneys 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.

Annexure A

Associated Parties

Party	ACN	Nature of Association	Address
Patrick Glovac	N/A	Found to be an "associate" of each of the other substantial holders for the purpose of their respective holdings in Sovereign Gold Company Ltd under section 12(b) or (c) of the Corporations Act pursuant to a declaration of association made by the Takeovers Panel dated 8 July 2016.	81B Kintail Road, Applecross WA 6153
Kcirtap Securities Pty Ltd	123 944 089	Found to be an "associate" of each of the other substantial holders for the purpose of their respective holdings in Sovereign Gold Company Ltd under section 12(b) or (c) of the Corporations Act pursuant to a declaration of association made by the Takeovers Panel dated 8 July 2016.	DLC Accounting, 16 Main Street, Osborne Park WA 6017
Murdoch Capital Pty Ltd	123 029 925	Found to be an "associate" of each of the other substantial holders for the purpose of their respective holdings in Sovereign Gold Company Ltd under section 12(b) or (c) of the Corporations Act pursuant to a declaration of association made by the Takeovers Panel dated 8 July 2016.	DLC Accounting, 16 Main Street, Osborne Park WA 6017
Rocco Tassone	N/A	Found to be an "associate" of each of the other substantial holders for the purpose of their respective holdings in Sovereign Gold Company Ltd under section 12(b) or (c) of the Corporations Act pursuant to a declaration of association made by the Takeovers Panel dated 8 July 2016.	137 Coode Street, Bayswater WA 6053
Syracuse Capital Pty Ltd	121 880 439	Found to be an "associate" of each of the other substantial holders for the purpose of their respective holdings in Sovereign Gold Company Ltd under section 12(b) or (c) of the Corporations Act pursuant to a declaration of association made by the Takeovers Panel dated 8 July 2016.	DLC Accounting, 16 Main Street, Osborne Park WA 6017
Applabs Technologies Ltd	139 977 772	Found to be an "associate" of each of the other substantial holders for the purpose of their respective holdings in Sovereign Gold Company Ltd under section 12(b) or (c) of the Corporations Act pursuant to a declaration of association made by the Takeovers Panel dated 8 July 2016.	Suite 7, 234 Churchill Avenue, Subiaco WA 6008

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Sovereign Gold Company Limited

ACN/ARSN ACN 145 184 667

1. Details of substantial holder (1)

Name Charles Thomas and Mounts Bay Investments Pty Ltd

ACN/ARSN (if applicable) ACN 139 974 495

There was a change in the interests of the substantial holder on 04/12/15
The previous notice was given to the company on 22/07/16
The previous notice was dated 22/07/16

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	60,300,000	6.33%	294,715,998	21.06%

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
See 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
Charles Thomas	Mounts Bay Investments Pty Ltd	Charles Thomas and Mounts Bay Investments Pty Ltd	Relevant interest pursuant to section 608(3)(a) and (b) of the Corporations Act because Charles Thomas controls Mounts Bay Investments Pty Ltd	33,353,262 fully paid ordinary shares	33,353,262
Mounts Bay Investments Pty Ltd	Mounts Bay Investments Pty Ltd	Charles Thomas and Mounts Bay Investments Pty Ltd	Registered holder	33,353,262 fully paid ordinary shares	33,353,262
Patrick Glovac	Kcirtap Securities Pty Ltd	Patrick Glovac and Kcirtap Securities Pty Ltd	Relevant interest pursuant to section 608(3)(a) and (b) of the Corporations Act because Patrick Glovac controls Kcirtap Securities Pty Ltd	42,000,000 fully paid ordinary shares	42,000,000
Kcirtap Securities Pty Ltd	Kcirtap Securities Pty Ltd	Patrick Glovac and Kcirtap Securities Pty Ltd	Registered holder	42,000,000 fully paid ordinary shares	42,000,000

Patrick Glovac	Murdoch Capital Pty Ltd	Patrick Glovac and Murdoch Capital Pty Ltd	Relevant Interest pursuant to section 608(3)(a) and (b) of the Corporations Act because Patrick Glovac controls Murdoch Capital Pty Ltd	88,394,835 fully paid ordinary shares	88,394,835
Murdoch Capital Pty Ltd	Murdoch Capital Pty Ltd	Patrick Glovac and Murdoch Capital Pty Ltd	Registered holder	88,394,835 fully paid ordinary shares	88,394,835
Rocco Tassone	Syracuse Capital Pty Ltd	Rocco Tassone and Syracuse Capital Pty Ltd	Relevant interest pursuant to section 608(3)(a) and (b) of the Corporations Act because Rocco Tassone controls Syracuse Capital Pty Ltd	66,567,901 fully paid ordinary shares	66,567,901
Syracuse Capital Pty Ltd	Syracuse Capital Pty Ltd	Rocco Tassone and Syracuse Capital Pty Ltd	Registered holder	66,567,901 fully paid ordinary shares	66,567,901
Applabs Technologies Ltd	Applabs Technologies Ltd	Applabs Technologies Ltd	Registered holder	18,400,000 fully paid ordinary shares	18,400,000
Applabs Technologies Ltd	Zero Nominees Pty Ltd	Applabs Technologies Ltd	Zero Nominees Pty Ltd holds the shares as bare trustee on behalf of Applabs Technologies Pty Ltd	46,000,000 fully paid ordinary shares	46,000,000

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

6. Addresses

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

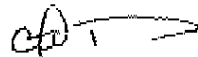
Name	Address
Charles Thomas	3 Calver Place, City Beach WA 6015
Mounts Bay Investments Pty Ltd	3 Calver Place, City Beach WA 6015
See Annexure B	

Signature

print name Charles Thomas

capacity Director

sign here



date 22/07/16

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.

Annexure A

Changes in Relevant Interests

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
04/12/15	Patrick Glovac and Kcirtap Securities Pty Ltd	On market acquisition of shares	\$1,875.60	700,000 fully paid ordinary shares	700,000
	Patrick Glovac and Murdoch Capital Pty Ltd	On market acquisition of shares	\$63,401.07	20,903,751 fully paid ordinary shares	20,903,751
07/12/15	Patrick Glovac and Murdoch Capital Pty Ltd	On market acquisition of shares	\$288.74	96,249 fully paid ordinary shares	96,249
09/12/15	Patrick Glovac and Murdoch Capital Pty Ltd	Off market acquisition of shares from Hudson Resources Ltd pursuant to an off market transfer form dated 7 December 2015	\$34,091.00	12,166,667 fully paid ordinary shares	12,166,667
14/12/15	Charles Thomas and Mounts Bay Investments Pty Ltd	Off market acquisition of shares from Hudson Resources Ltd pursuant to an off market transfer form dated 7 December 2015	\$30,000.00	10,000,000 fully paid ordinary shares	10,000,000
	Rocco Tassone and Syracuse Capital Pty Ltd	Off market acquisition of shares from Hudson Resources Ltd pursuant to an off market transfer form dated 7 December 2015	\$40,000.00	13,333,333 fully paid ordinary shares	13,333,333
	Rocco Tassone and Syracuse Capital Pty Ltd	On market acquisition of shares	\$9,869.53	3,289,843 fully paid ordinary shares	3,289,843
15/12/15	Rocco Tassone and Syracuse Capital Pty Ltd	On market acquisition of shares	\$16,399.99	5,466,664 fully paid ordinary shares	5,466,664

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
16/12/15	Rocco Tassone and Syracuse Capital Pty Ltd	On market acquisition of shares	\$45,038.16	15,012,721 fully paid ordinary shares	15,012,721
17/12/15	Rocco Tassone and Syracuse Capital Pty Ltd	On market acquisition of shares	\$3,400.00	1,133,333 fully paid ordinary shares	1,133,333
18/12/15	Rocco Tassone and Syracuse Capital Pty Ltd	On market acquisition of shares	\$292.32	97,439 fully paid ordinary shares	97,439
18/01/16	Charles Thomas and Mounts Bay Investments Pty Ltd	On market acquisition of shares	\$3,846.04	1,275,000 fully paid ordinary shares	1,275,000
19/01/16	Charles Thomas and Mounts Bay Investments Pty Ltd	On market acquisition of shares	\$5,219.12	1,730,191 fully paid ordinary shares	1,730,191
20/01/16	Charles Thomas and Mounts Bay Investments Pty Ltd	On market acquisition of shares	\$470.57	156,000 fully paid ordinary shares	156,000
11/04/16	Patrick Glovac and Murdoch Capital Pty Ltd	On market acquisition of shares	\$36,000.00	12,000,000 fully paid ordinary shares	12,000,000
12/04/16	Charles Thomas and Mounts Bay Investments Pty Ltd	On market acquisition of shares	\$2,097.70	662,567 fully paid ordinary shares	662,567
	Patrick Glovac and Murdoch Capital Pty Ltd	On market acquisition of shares	\$54,000.00	18,000,000 fully paid ordinary shares	18,000,000
	Patrick Glovac and Keirtap Securities Pty Ltd	On market acquisition of shares	\$15,000.00	5,000,000 fully paid ordinary shares	5,000,000
13/04/16	Patrick Glovac and Keirtap Securities Pty Ltd	On market acquisition of shares	\$40,000.00	10,000,000 fully paid ordinary shares	10,000,000
	Charles Thomas and Mounts Bay Investments Pty Ltd	On market acquisition of shares	\$40,120.93	10,000,000 fully paid ordinary shares	10,000,000
14/04/16	Rocco Tassone and Syracuse Capital Pty Ltd	On market acquisition of shares	\$45,626.04	11,406,509 fully paid ordinary shares	11,406,509
15/04/16	Rocco Tassone and Syracuse Capital Pty Ltd	On market acquisition of shares	\$5,978.90	1,494,725 fully paid ordinary shares	1,494,725

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
25/05/16	Charles Thomas and Mounts Bay Investments Pty Ltd	Subscription for shares pursuant to a rights issue	\$28,588.51	9,529,504 fully paid ordinary shares	9,529,504
	Patrick Glovac and Keirtap Securities Pty Ltd	Subscription for shares pursuant to a rights issue	\$36,000.00	12,000,000 fully paid ordinary shares	12,000,000
	Patrick Glovac and Murdoch Capital Pty Ltd	Subscription for shares pursuant to a rights issue	\$75,684.50	25,228,168 fully paid ordinary shares	25,228,168
	Rocco Tassone and Syracuse Capital Pty Ltd	Subscription for shares pursuant to a rights issue	\$46,000.00	15,333,334 fully paid ordinary shares	15,333,334
	Applabs Technologies Ltd	Subscription for shares pursuant to a rights issue	\$55,200.00	18,400,000 fully paid ordinary shares	18,400,000

Annexure B**Address of Persons Named**

Party	ACN	Address
Patrick Glovac	N/A	81B Kintail Road, Applecross WA 6153
Kcirtap Securities Pty Ltd	123 944 089	DLC Accounting, 16 Main Street, Osborne Park WA 6017
Murdoch Capital Pty Ltd	123 029 925	DLC Accounting, 16 Main Street, Osborne Park WA 6017
Rocco Tassone	N/A	137 Coode Street, Bayswater WA 6053
Syracuse Capital Pty Ltd	121 880 439	DLC Accounting, 16 Main Street, Osborne Park WA 6017
Applabs Technologies Ltd	139 977 772	Suite 7, 234 Churchill Avenue, Subiaco WA 6008