

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**To Company Name/Scheme **Buka Gold Limited ("Buka Gold")**ACN/ARSN **ACN 112 731 638****1. Details of substantial holder (1)**Name **Copperco Limited and and each of the companies listed in Annexure "A"
(together "CopperCo")**ACN/ARSN (if applicable) **ACN 004 434 904**The holder became a substantial holder on **04/08/08****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)
Ordinary Shares	33,730,000	33,730,000	54.06%

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
CopperCo	Acquisition of a relevant interest (under s.608(1) and 608(3) of the Corporations Act) in ordinary shares in Buka Gold arising upon CopperCo's takeover offer of Mineral Securities Limited being declared unconditional.	33,730,000 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
CopperCo	Mineral Securities Holdings Pty Ltd	Mineral Securities Holdings Pty Ltd	33,730,000 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	Non-cash	
CopperCo	04/08/08	N.A.	Consideration payable on the terms of CopperCo's takeover offer	33,730,000

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Refer to Annexure A	Members of the CopperCo group of companies are associates of CopperCo Limited and each other pursuant to sections 12(2)(a)(i), (ii) or (iii) of the Corporations Act 2001 (Cth).

7. Addresses

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

Name	Address
CopperCo and its subsidiaries	Level 22, Allendale Square, 77 St Georges Terrace, Perth WA 6000

Signature

print name **Phillip Hartog** capacity Company Secretary

sign here



date 07/08/2008

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.

Annexure "A" to ASIC Form 603

This is Annexure "A" of 1 page referred to in ASIC Form 603– Notice of initial substantial holder.

Dated this 7th day of August 2008



Phillip Hartog
Company Secretary
CopperCo Limited

1. Substantial holders

The following persons are substantial holders by virtue of being associates of CopperCo Limited, pursuant to sections 12(2)(a)(i), (ii) or (iii) of the Corporations Act 2001 (Cth).

ACN/Company No.	Company Name	Country of Incorporation
120 883 285	CopperCo Queensland Operations Pty Ltd	Australia
079 361 407	CopperCo Minerals Pty Ltd	Australia
077 507 521	Millenium Minerals (Operations) Pty Ltd	Australia
009 398 725	Copperwell Pty Ltd	Australia
073 222 045	Lady Annie Pty Ltd	Australia
076 289 097	Lady Annie Operations Pty Ltd	Australia
096 358 735	Savannah Resources Pty Ltd	Australia
1390447	Mineral Securities Limited	British Virgin Islands
125 112 325	Mineral Securities Investments (Australia) Pty Ltd	Australia
091 158 593	Mineral Securities Operations Limited	Australia
092 525 614	Mineral Securities Holdings Pty Ltd	Australia
117 927 965	Platmin Holdings Pty Ltd	Australia
109 470 644	Mineral Securities (China) Pty Ltd	Australia
111 364 562	Mineral Securities (NK) Pty Ltd	Australia
097 479 420	Allied Mining Pty Ltd	Australia
097 126 773	Goodwest Investments Pty Ltd	Australia
095 682 643	Austalian Ferroalloys Pty Ltd	Australia
125 939 291	Australis Exploration Pty Ltd	Australia
009 633 096	Kadina Pty Limited	Australia
119 248 243	Scarborough Minerals (Australia) Pty Ltd	Australia
000 741 373	Buka Minerals Pty Limited	Australia
064 048 497	Buka Minerals (Lady Loretta No.2)	Australia
009 280 086	Manor Resources NL	Australia
008 744 714	Scarborough NL	Australia
009 173 880	Danae Resources Pty Limited	Australia
077 189 096	Buka Technologies Pty Ltd	Australia
925294	Mineral Securities Hong Kong (NK) Limited	Hong Kong
943579	Mineral Securities Golden Sea Limited	Hong Kong
669079	Cuesta Resources (BVI) Limited	British Virgin Islands
669078	Algarrobo Holdings (BVI) Limited	British Virgin Islands
1390446	Minsec Investments (BVI) Limited	British Virgin Islands
	Minsec Investment Holdings (BVI) Limited	British Virgin Islands
	Scarborough Minerals plc	England
	Andalucla Mineral Services Limited	England
	Sierra Minerals Limited	England
	Sierra Explorations SA	Chile
	Thrace Investments BV	Netherlands
	Kyprou Gold Limited	England
	Thrace Minerals Helas SA	Greece
	Greenwich Resources (Czech Republic)	Czech Republic
	Scarborough Minerals (Finance) Limited	England
	Scarborough Minerals Overseas Holdings Limited	England
	Scarborough Minerals International BV	Netherlands
	SM Corporate Secretary Limited	England
	SM Corporate Director Limited	England
	Multiplex Development Zarmitan Limited	England
112 731 638	Buka Gold Limited	Australia