Hawthorn Resources Limited
ABN 44 009 157 439

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Victoria 3000, Australia

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24 June 2008

THE MANAGER
COMPANY ANNOUNCEMENTS OFFICE
ASX LIMITED

Dear Sir/Madam

re: **HAWTHORN RESOURCES LIMITED ("HAW")**

QUANTUM RESOURCES LIMED ("QUR")

Notice of Change of Interest of Substantial Holder (Form 604)

Enclosed for release to the market is a Form 604 Notice recording a change both in number of shares and diluted percentage terms of the Company's (HAW) entitlement to issue voting shares in QUR.

Yours faithfully
HAWTHORN RESOURCES LIMITED

per Mourice Garbutt
Company Secretary
haw\asx\quantum 604 – 24 06 08

COPY TO QUANTUM RESOURCES LIMITED

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme QUANTUM RESOURCES LIMITED

ACN/ARSN 006 690 348

1. Details of substantial holder(1)

Name HAWTHORN RESOURCES LIMITED

ACN/ARSN (if applicable) 009 157 439

There was a change in the interests of the substantial holder on / /)

The previous notice was given to the company on / /) REFER ANNEXURE "A"

The previous notice was dated / /

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)
REFER ANNEXURE "A"				

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
	REFER				
	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
	REFER				
	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
REFER ANNEXURE "A"	

6. Addresses

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

Name	Address
REFER ANNEXURE "A"	

Signature

print name MOURICE GARBUTT capacity COMPANY SECRETARY

sign here date 23 / 06 / 08

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 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.

This is the Annexure marked "A" referred to in the Form 604 Notice (Change of Interest of Substantial Holder) signed and dated the date of singing

Hawthorn Resources Limited
per Mourice Garbutt
Company Secretary

ENTITLED ENTITY AND REGISTERED HOLDER (BENEFICIAL AND LEGAL)	PRESENT FORM 604 2008.06.23	PREVIOUS FORM 604 2003.01.07	CHANGES
HAWTHORN RESOURCES LTD (formerly Gutnick Resources NL formerly Great Gold Mines NL) Level 2 90 William Street Melbourne Vic 3000	28,744,815	43,594,702	(14,849,887)
Issued Voting Shares	407,351,028	286,406,901	+ 120,944,127
Percentage entitlement	7.05%	15.22%	(8.17%)

MOVEMENTS

Form 604, 2003.01.07	43,594,702
LESS DISPOSALS	
(1) After 2003.01.07 and prior to 2008.02.18	(14,849,887)
(2) Since 2008.02.19	(-)
(3) TOTAL DISPOSALS	**(14,849,887)**
FORM 604, 2008.06.23	**28,744,815**

COMMENTS

1 In the period since 7 January 2003 Quantum Resources Limited has increased its issued voting shares by 120,944,127 ordinary shares. This increase created a dilution in percentage terms to the entitlement/interest held in January 2003 by Hawthorn Resources Limited of 4.52 per cent. As such, had the number of shares held in January 2003 remained unchanged the interest of Hawthorn Resources Limited would have been diluted in percentage terms to 10.70 per cent.

2 In the period from 7 January 2003 to 21 January 2008 Hawthorn Resources Limited (then known as Great Gold Mines NL) disposed of an aggregate of 14,849,887 ordinary shares thereby, on a diluted percentage basis, reducing the percentage interest from 10.70 per cent to 7.05 per cent of the current issued voting shares of Quantum Resources Limited.