



## Celamin Holdings N.L

ACN 139 255 771 ABN 82 139 255 771  
 Suite 304, 22 St Kilda Road, St Kilda, VIC 3182  
 Phone: (03) 9692 7222  
 Fax: (03) 9529 8057  
 Email [generaladmin@celaminnl.com.au](mailto:generaladmin@celaminnl.com.au)

13 June 2012

Mr James Gerraty  
 Manager Listings, Melbourne  
 ASX Compliance  
 Level 4 North Tower  
 525 Collins Street  
 Melbourne VIC 3000

Dear James

### RE: Top 20 Shareholders and Distribution Schedule

Set out below is the post-Acquisition Top 20 shareholdings and Distribution Schedule.

#### Top 20 Shareholdings

Rank	Name	Units	% of Units
1	DAVID GERARD MICHAEL REGAN + MARIE MISAKI REGAN <REGAN SUPERANNUATION	41,550,871	27.38%
2	RNAJ PTY LTD	21,274,307	14.02%
3	AFRICAN LION 3 LIMITED	18,552,589	12.23%
4	IBDC SARL	7,394,300	4.87%
5	COMMONWEALTH BANK OF AUSTRALIA	7,203,620	4.75%
6	CTBFAM PTY LTD	5,010,000	3.30%
7	RMB RESOURCES	3,711,134	2.45%
8	MR DOUGLASS WAKLEY CAHILL	3,194,221	2.10%
9	DAWESVILLE NOMINEES PTY LTD	3,010,001	1.98%
10	JP MORGAN NOMINEES AUSTRALIA	2,882,982	1.90%
11	BIZZELL CAPITAL PARTNERS PTY LTD	2,755,344	1.82%
12	J & TW DEKKER PTY LTD	2,372,013	1.56%
13	GWYNVILLE	2,250,000	1.48%
14	EEC TRUST	2,000,000	1.32%
15	KEVIN NICHOL	1,800,001	1.19%
16	SHARON RAE SIEVERT	1,455,107	0.96%
17	BENY MANURU	1,450,000	0.96%
18	BARU RESOURCES LIMITED	1,125,001	0.74%
19	YILGARN INFRASTRUCTURE LIMITED	1,080,000	0.71%
20	FRENGKY MANURU	1,075,000	0.71%

## Distribution Schedule

<b>Spread of Holdings</b>	<b>No. of Holders</b>	<b>No. of Units</b>	<b>% of Total Issued Capital</b>
1-1,000	7	1,666	0.00%
1,001-5,000	45	146,575	0.10%
5,001-10,000	193	1,849,507	1.22%
10,001-100,000	192	7,877,778	5.19%
100,001-100,000,000	65	141,870,651	93.49%
<b>TOTAL</b>	<b>502</b>	<b>151,746,177</b>	<b>100.00%</b>

Yours sincerely

**CELAMIN HOLDINGS NL**



Melanie J. Leydin

Director and Company Secretary



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8 June 2012

Mr James Gerraty  
Manager Listings, Melbourne  
ASX Compliance  
Level 4 North Tower  
525 Collins Street  
Melbourne VIC 3000

Dear James

### RE: Updated Schedule of Commitments

Set out below is an updated statement of commitments based on the actual funds raised in the prospectus of \$5,058,000.

Application of Funds	Total \$
Pre-Prospectus cash (as at 31 December 2011)	446,427
Funds raised pursuant to the Prospectus	5,058,000
<b>Total Funds Available</b>	<b>5,504,427</b>
<b>Application of funds</b>	
Chaketma Delineation	2,000,000
Chaketma Scoping Study	1,000,000
Costs of the Offer	545,000
Corporate Costs	1,200,000
Working Capital/Other Projects	759,427
<b>Total</b>	<b>5,504,427</b>

Yours sincerely

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A handwritten signature in black ink, appearing to read 'Melanie J. Leydin'.

Melanie J. Leydin  
Director and Company Secretary



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8 June 2012

Mr James Gerraty  
 Manager Listings, Melbourne  
 ASX Compliance  
 Level 4 North Tower  
 525 Collins Street  
 Melbourne VIC 3000

Dear James

### RE: Revised Proforma Balance Sheet and Schedule of Commitments

Set out below is a revised proforma balance sheet based on actual funds raised.

	Reviewed 31 Dec 2012	Proforma 31 Dec 2011 - \$5.058m raised
<b>Current Assets</b>		
Cash and Cash Equivalents	446,427	6,273,699
Trade and other receivables	97,917	208,909
Financial Assets at Fair Value Through Profit or Loss	160,000	160,000
Other	78,586	78,586
<b>Total Current Assets</b>	<b>782,930</b>	<b>6,721,194</b>
<b>Non Current Assets</b>		
Property plant and equipment	-	55,582
Other Financial Assets	4,690,587	109,482
Intangibles	-	21,878
Exploration and evaluation	3,000,320	22,548,896
<b>Total Non Current Assets</b>	<b>7,690,907</b>	<b>22,735,838</b>
<b>Total Assets</b>	<b>8,473,837</b>	<b>29,457,032</b>
<b>Current Liabilities</b>		
Trade and other payables	464,953	1,535,047
<b>Total Current Liabilities</b>	<b>464,953</b>	<b>1,535,047</b>
<b>Total Liabilities</b>	<b>464,953</b>	<b>1,535,047</b>
<b>Net Assets</b>	<b>8,008,884</b>	<b>27,921,985</b>
<b>Equity</b>		
Issued Capital	11,493,980	31,625,415
Accumulated losses	(3,485,096)	(3,703,430)
	<b>8,008,884</b>	<b>27,921,985</b>

Yours sincerely

**CELAMIN HOLDINGS NL**



Melanie J. Leydin

Director and Company Secretary



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12 June 2012

Mr James Gerraty  
Manager Listings, Melbourne  
ASX Compliance  
Level 4 North Tower  
525 Collins Street  
Melbourne VIC 3000

Dear James

### **RE: Capital Structure and Restricted Securities**

Set out below is the post-Acquisition capital structure as at the date of relisting on ASX.

### **Capital Structure following Completion of Acquisition**

<b>Capital Structure</b>	<b>No. of Securities</b>	<b>ASX Restrictions</b>
Shares on issue as at date of Prospectus	53,956,177	None
Consideration Shares issued to Celamin Limited Vendors	72,500,000	60,731,006 24m from listing date. 11,768,994 12m from 12 June 2012.
New Shares issued under the Prospectus	25,290,000	None
<b>Total Shares on Issue</b>	<b>151,746,177</b>	
<b>Total Partly Paid Shares on Issue</b>	<b>15,471,296</b>	<b>None</b>
<b>Total Options on Issue</b>	<b>25,367,001</b>	<b>None</b>

Yours sincerely

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Melanie J. Leydin  
Director and Company Secretary