

**Form 603**Corporations Act 2001  
Section 671B**Notice of initial substantial holder**To: Company Name/Scheme Elysium Resources LimitedACN/ARSN ACN: 115 593 005**1. Details of substantial holder (1)**Name Siwel Capital Pty Ltd

ACN/ARSN (if applicable) \_\_\_\_\_

The holder became a substantial holder on 29 / 11 / 2013**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 fully paid shares	84,921,146	84,921,146	11.72%

**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
Siwel Capital Pty Ltd DLW Super Fund	N/A	N/A

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holders of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Siwel Capital Pty Ltd DLW Super Fund	Siwel Capital Pty Ltd DLW Super Fund	Siwel Capital Pty Ltd DLW Super Fund	76,521,146 fully paid ordinary shares
Siwel Capital Pty Ltd	Siwel Capital Pty Ltd	Siwel Capital Pty Ltd	8,400,000 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	Non-cash	
Siwel Capital Pty Ltd DLW Super Fund	29/11/2013	n/a	6.5 EYM shares for each Burruga Copper Share (as part of Takeover) – corporate restructure	76,521,146 fully paid ordinary shares
Siwel Capital Pty Ltd				8,400,000 fully paid ordinary shares

**6. Associates**

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

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

**7. Addresses**

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

Name	Address
Siwel Capital Pty Ltd DLW Super Fund Siwel Capital Pty Ltd	PO Box 906, Woolhara NSW 2025

**Signature**

print name DAVID LEWIS WILLIAMS capacity DIRECTOR  
 sign here DL Williams date 11/12/13

**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 equity trust), the names could be included in an annexure to this 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 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 the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must 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 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 include 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 the relevant interest was acquired.