

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme ELYSIUM RESOURCES LIMITED
ACN/ARSN 115 593 005

1. Details of substantial holder(1)

Name Carling Capital Partners Pty Ltd
ACN/ARSN (if applicable) 107 043 069

There was a change in the interests of the substantial shareholder on 15/12/2014

The previous notice was given to the company on 28/8/2014

The previous notice was dated 28/8/2014

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)
Ordinary fully paid shares	47,543,646	5.14%	84,543,646	8.04%

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
15/12/14	Cazenove Pty Ltd - Cardinal Provident Fund/ Carling Capital Partners	Shares purchased in Rights Issue	\$185,000	37,000,000 ordinary shares	8.04%

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
Carling Capital Partners Pty Ltd	Carling Capital Partners Pty Ltd	Carling Capital Partners Pty Ltd	Ordinary fully paid shares	23,400,000 ordinary fully paid shares	2.22%
Cazenove Pty Ltd - Cardinal Provident Fund	Cazenove Pty Ltd - Cardinal Provident Fund	Cazenove Pty Ltd - Cardinal Provident Fund	Ordinary fully paid shares	61,143,646 ordinary fully paid shares	5.82%

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

Name	Address
Carling Capital Partners Pty Ltd	3 Spring Street, Sydney NSW 2000
Cazenove Pty Ltd - Cardinal Provident Fund	PO Box H32, Australia Square, Sydney NSW 1215

Signature

Print name Maxim Carling capacity Director

Sign here  date 16/12/2014
