

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme

MINERA GOLD LTD

ACN/ARSN

117 790 897

1. Details of substantial holder(1)

Name

REFER TO SECTION 1 OF ANNEXURE 'A' TO THIS FORM

ACN/ARSN (if applicable)

ACN 137 521 825

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

9,6,15

The previous notice was given to the company on

22,9,14

The previous notice was dated

19,9,14

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)
FPO SHARES	208080647	8.40 %	219556444	6.93 %

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

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

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:

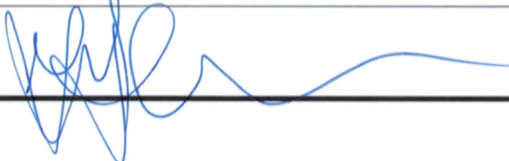
Name and ACN/ARSN (if applicable)	Nature of association
REFER TO SECTION #	OF ANNEXURE 'A' TO THIS FORM

6. Addresses

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

Name	Address
REFER TO SECTION 5	OF ANNEXURE 'A' TO THIS FORM

Signature

print name JULIAN JARMAN capacity AUTHORISED REP
 sign here  date 10/6/15

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.

Form 604

Notice of change of interests of substantial holder

Annexure A

Entity: **Minera Gold**

ACN: **117 790 897**

1) **Substantial Holders**

- a) Ekirtson Nominees Pty Ltd (ACN 137 521 825) as trustee for GFCR Investment Trust (**Ekirtson**)
- b) Tranaj Nominees Pty Ltd (ACN 137 521 843) as trustee for the FT Family Trust (**Tranaj**)
- c) Alignment Capital Pty Ltd (ACN 167 124 754) (**Alignment**)
- d) Julian Jarman (**Jarman**)
- e) Troy Valentine (**Valentine**)

2) Changes in Relevant Interests

Date of change	Persons whose relevant interest changes	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
16 Oct 2014	Ekirtson	Decrease in voting power as a result of a further increase in shares	-	144,256,445	Decrease from 5.82% to 5.80%
18 Dec 2014	Ekirtson	Decrease in voting power as a result of a further increase in shares	-	144,256,445	Decrease from 5.80% to 5.20%
9 Mar 2015	Ekirtson	Decrease in voting power as a result of a further increase in shares	-	144,256,445	Decrease from 5.20% to 4.85%
2 Apr 2015	Ekirtson	Decrease in voting power as a result of a further increase in shares	-	144,256,445	Decrease from 4.85% to 4.71%
9 June 2015	Ekirtson	Decrease in voting power as a result of a further increase in shares	-	144,256,445	Decrease from 4.71% to 4.55%
23 Sept 2014	Tranaj	Decrease in voting power as a result of on-market disposal	\$59,967	10,000,000 FPO Shares	Decrease from 1.97% to 1.56%
3 Oct 2014	Tranaj	Increase in voting power as a result of on-market purchase	\$(50,033)	10,000,000 FPO Shares	Increase from 1.56% to 1.97%
16 Oct 2014	Tranaj	Decrease in voting power as a result of a further increase in shares	-	48,732,535 FPO Shares	Decrease from 1.97% to 1.96%
18 Dec 2014	Tranaj	Decrease in voting power as a result of a further increase in shares	-	48,732,535 FPO Shares	Decrease from 1.96% to 1.76%
18 Dec 2014	Tranaj	Increase in voting power as a result of participation in placement	\$(25,000)	7,142,857 FPO Shares	Increase from 1.76% to 2.02%
21 Jan 2015	Tranaj	Decrease in voting power as a result of on-market disposal	\$1,363	349,048 FPO Shares	Decrease from 2.02% to 2.00%
23 Jan 2015	Tranaj	Decrease in voting power as a result of on-market disposal	\$56	22,300 FPO Shares	Decrease from 2.00% to 2.00%
10 Feb 2015	Tranaj	Decrease in voting power as a result of on-market disposal	\$13,412	3,361,187 FPO Shares	Decrease from 2.00% to 1.88%
9 Mar 2015	Tranaj	Decrease in voting power as a result of a further increase in shares	-	52,142,857	Decrease from 1.88% to 1.75%
2 Apr 2015	Tranaj	Decrease in voting power as a result of a further increase in shares	-	52,142,857	Decrease from 1.75% to 1.70%

9 June 2015	Tranaj	Decrease in voting power as a result of a further increase in shares	-	52,142,857	Decrease from 1.70% to 1.65%
23 Sept 2014	Alignment	Decrease in voting power as a result of on-market disposal	\$35,524	5,091,667	Decrease from 0.61% to 0.04%
3 Oct 2014	Alignment	Increase in voting power as a result of on-market purchase	\$(75,248)	15,000,000	Increase from 0.04% to 1.01%
16 Oct 2014	Alignment	Decrease in voting power as a result of a further increase in shares	-	25,000,000	Decrease from 1.01% to 1.00%
3 Nov 2014	Alignment	Decrease in voting power as a result of on-market disposal	\$34,885	7,000,000	Decrease from 1.00% to 0.72%
18 Dec 2014	Alignment	Decrease in voting power as a result of a further increase in shares	-	18,000,000	Decrease from 0.72% to 0.65%
18 Dec 2014	Alignment	Increase in voting power as a result of participation in placement	\$(100,000)	21,428,571	Increase from 0.65% to 1.42%
18 Dec 2014	Alignment	Increase in voting power as a result of shares issued in lieu of fees	\$(33,000)	9,428,571	Increase from 1.42% to 1.76%
23 Jan 2015	Alignment	Decrease in voting power as a result of on-market disposal	\$48,910	16,357,142	Decrease from 1.76% to 1.17%
27 Jan 2015	Alignment	Decrease in voting power as a result of on-market disposal	\$29,901	10,000,000	Decrease from 1.17% to 0.81%
28 Jan 2015	Alignment	Decrease in voting power as a result of on-market disposal	\$19,863	6,642,858	Decrease from 0.81% to 0.57%
30 Jan 2015	Alignment	Decrease in voting power as a result of on-market disposal	\$7,467	2,500,000	Decrease from 0.57% to 0.48%
2 Feb 2015	Alignment	Decrease in voting power as a result of on-market disposal	\$11,960	4,000,000	Decrease from 0.48% to 0.34%
9 Feb 2015	Alignment	Increase in voting power as a result of on-market purchase	\$(183)	50,000	Decrease from 0.34% to 0.34%
9 Mar 2015	Alignment	Decrease in voting power as a result of a further increase in shares	-	9,407,142	Decrease from 0.34% to 0.32%
2 Apr 2015	Alignment	Decrease in voting power as a result of a further increase in shares	-	9,407,142	Decrease from 0.32% to 0.31%
9 Jun 2015	Alignment	Decrease in voting power as a result of a further increase in shares	-	9,407,142	Decrease from 0.31% to 0.30%
9 Jun 2015	Alignment	Increase in voting power as a result of shares issued in lieu of fees	\$(24,750)	13,750,000	Increase from 0.30% to 0.73%

3) Present Relevant Interests

Holder of relevant interest	Registered holder of securities	Person entitled to be registered (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Ekirtson	Ekirtson, Tranaj and Alignment	Ekirtson, Tranaj and Alignment	Holder of FPO Shares	219,556,444 FPO Shares comprising: Ekirtson – 144,256,445 FPO Shares Tranaj – 52,142,857 FPO Shares Alignment – 23,157,142 FPO Shares 219,556,444 FPO Shares	6.93%
Tranaj	As above	As above	As above	As above	As above
Alignment	As above	As above	As above	As above	As above
Jarman	As above	As above	As above	As above	As above
Valentine	As above	As above	As above	As above	As above

4) Changes in Associations

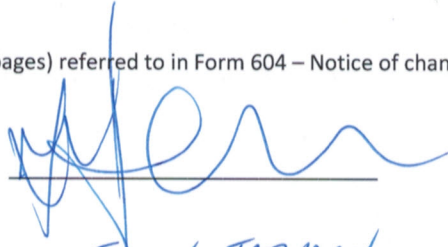
Name	Nature of association
Ekirtson	Ekirtson is an associate with the other substantial holders by virtue of: <ul style="list-style-type: none"> • Jarman being: <ul style="list-style-type: none"> ○ A director of Ekirtson and Alignment; ○ A beneficiary of the GFCR Investment Trust and the FT Family Trust; and ○ A 50% shareholder in Alignment; and • Valentine being: <ul style="list-style-type: none"> ○ A director of Tranaj and Alignment; ○ A beneficiary of the GFCR Investment Trust and the FT Family Trust; and ○ A 50% shareholder in Alignment; and
Tranaj	As above
Alignment	As above
Jarman	As above
Valentine	As above

5) Addresses

Name	Address
Ekirtson	207A, 757 Bourke Street, Docklands Victoria 3008
Tranaj	As above
Alignment	As above
Jarman	As above
Valentine	As above

This is Annexure A (being 4 pages) referred to in Form 604 – Notice of change of substantial holder dated ~~19 Sept 2014~~ ^{9 JUNE 15}.

Signature:



Name:

JULIAN JARMAN

Capacity:

AUTHORISED REP

Date:

10/6/15