

**Form 603**Corporations Act 2001  
Section 671B**Notice of initial substantial holder**

To: Company Name/Scheme MALACHITE RESOURCES LIMITED  
 ACN/ARSN 075 613 268

**1. Details of substantial holder (1)**

Name MR LINDSAY JONES AND ASSOCIATES  
 ACN/ARSN (if applicable)

The holder became a substantial holder on 20/11/13

**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)
<u>ORDINARY</u>	<u>83,675,853</u>	<u>83,675,853</u>	<u>8.33%</u>

**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
<u>REFER ANNEXURE A</u>		

**4. Details of present registered holders**

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

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
<u>REFER ANNEXURE B</u>			

**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	
<u>REFER ANNEXURE C</u>				

**6. Associates**

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

Name and ACN/ARSN (if applicable)	Nature of association
REFER ANNEXURE D	

**7. Addresses**

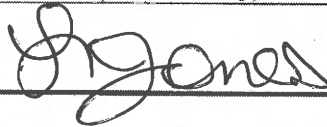
The addresses of persons named in this form are as follows:

Name	Address
REFER ANNEXURE E	

**Signature**

print name LINDSAY JONES capacity SUBSTANTIAL HOLDER

sign here



date 27/11/2013

**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 7 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 609 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 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.
- (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 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.

**A****Malachite Resources Limited**  
**ACN 075 613 268**

This is Annexure A of 1 Page referred to in Form 603 Notice of Initial Substantial Holder

**Details of Relevant Interests**

<b>Holder of Relevant Interest</b>	<b>Nature of Relevant Interest</b>	<b>Class and No. of Shares</b>	
Mr. Lindsay Jones	Deemed relevant interest as a Director and shareholder of: Nebral Pty Ltd Trandara Pty Ltd Heavy Duty Superannuation Pty Limited <Heavy Duty Super Fund A/C>	ORD	83,675,853
Nebral Pty Ltd	Registered holder of shares in Malachite Resources Limited	ORD	37,317,794
Trandara Pty Ltd	Registered holder of shares in Malachite Resources Limited	ORD	35,178,062
Heavy Duty Superannuation Pty Limited <Heavy Duty Super Fund A/C>	Registered holder of shares in Malachite Resources Limited	ORD	11,179,997

**B****Malachite Resources Limited**  
**ACN 075 613 268**

This is Annexure B of 1 Page referred to in Form 603 Notice of Initial Substantial Holder

**Details of Present Registered Holders**

<b>Holder of Relevant Interest</b>	<b>Registered Holder of Shares</b>	<b>Person entitled to be registered as holder</b>	<b>Class and No. of Shares</b>
Mr. Lindsay Jones	Nebral Pty Ltd	-	ORD 37,317,794
Mr. Lindsay Jones	Trandara Pty Ltd	-	ORD 35,178,062
Mr. Lindsay Jones	Heavy Duty Superannuation Pty Limited <Heavy Duty Super Fund A/C>	-	ORD 11,179,997
Nebral Pty Ltd	Nebral Pty Ltd	-	ORD 37,317,794
Trandara Pty Ltd	Trandara Pty Ltd	-	ORD 35,178,062
Heavy Duty Superannuation Pty Limited <Heavy Duty Super Fund A/C>	Heavy Duty Superannuation Pty Limited <Heavy Duty Super Fund A/C>	-	ORD 11,179,997

**C**

**Malachite Resources Limited**  
**ACN 075 613 268**

This is Annexure C of 1 Page referred to in Form 603 Notice of Initial Substantial Holder

**Consideration**

<b>Holder of Relevant Interest</b>	<b>Date of acquisition</b>	<b>Consideration</b>	<b>Class and No. of Shares</b>
Nebral Pty Ltd	20 November 2013	\$125,000	ORD 25,000,000

**D**

**Malachite Resources Limited**  
**ACN 075 613 268**

This is Annexure D of 1 Page referred to in Form 603 Notice of Initial Substantial Holder

**Associates**

Name of Associate	Reason
Lindsay Jones	Director and shareholder of: Nebral Pty Ltd Trandara Pty Ltd Heavy Duty Superannuation Pty Limited <Heavy Duty Super Fund A/C>
Nebral Pty Ltd	Registered Holder of Shares in Malachite Resources Limited
Trandara Pty Ltd	Registered Holder of Shares in Malachite Resources Limited
Heavy Duty Superannuation Pty Limited <Heavy Duty Super Fund A/C>	Registered Holder of Shares in Malachite Resources Limited

**E**

**Malachite Resources Limited**  
**ACN 075 613 268**

This is Annexure E of 1 Page referred to in Form 603 Notice of Initial Substantial Holder  
**Addresses**

<b>Name of Associate</b>	<b>Address</b>
Lindsay Jones	25 Amy Road Peakhurst NSW 2210
Nebral Pty Ltd	25 Amy Road Peakhurst NSW 2210
Trandara Pty Ltd	25 Amy Road Peakhurst NSW 2210
Heavy Duty Superannuation Pty Limited <Heavy Duty Super Fund A/C>	25 Amy Road Peakhurst NSW 2210