

Form 605
Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme Havilah Resources Limited (the 'Company')

ACN/ARSN 077 435 520

1. Details of substantial holder (1)

Name See Annexure A

ACN/ARSN (if applicable) See Annexure A

The holder ceased to be a
substantial holder on

09/10/2019

The previous notice was given to the company on

16/09/2019

The previous notice was dated

12/09/2019

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
09/10/2019	See Annexure A	See Annexure A	Nil	See Annexure A	See Annexure A

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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
See Annexure A	

4. Addresses

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

Name	Address
See Annexure A	

Signature

print name Keith Robert Johnson

capacity Authorised Representative

sign here *K.R. Johnson*

Date 11/10/2019

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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.
- (5) Details of the consideration must include any and all benefits, moneys 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

This is "Annexure A" of 1 page referred to in Form 605: Notice of easing to be a Substantial Holder
 Havilah Resources Limited
 ACN 077 435 520

1. Details of substantial holder (1)

Name	Statsmin Nominees Pty Ltd
ACN/ARSN (if applicable)	001 652 900
Name	Statsmin Nominees Pty Ltd in its capacity as trustee for the Statsmin Nominees Superannuation Fund
ACN/ARSN (if applicable)	001 652 900
Name	Keith Robert Johnson
ACN/ARSN (if applicable)	N/A
Name	I-Site Pty Ltd
ACN/ARSN (if applicable)	091 406 183
Name	Talager Pty Ltd
ACN/ARSN (if applicable)	073 771 294
Name	Maptek Pty Ltd
ACN/ARSN (if applicable)	002 140 436
Name	Melissa Kate Johnson
ACN/ARSN (if applicable)	N/A
Name	Peter Andrew Johnson and Melissa Kate Johnson, in their capacity as trustees for the Peter and Melissa Johnson Superannuation Fund
ACN/ARSN (if applicable)	N/A
Name	HNC Holdings Pty Ltd
ACN/ARSN (if applicable)	622 890 911

2. Changes in relevant interests

Persons whose relevant interest changed	Nature of change (4)	Class (6) and number of securities affected	Person's votes affected
Statsmin Nominees Pty Ltd	Ceasing to be associated by virtue of section 12(2)(b) of the <i>Corporations Act 2001</i> (Cth) (CA) with persons who have issued a notice of intention to move a resolution to remove directors and appoint replacement directors of the Company pursuant to the Company's Constitution (Notice) as a result of withdrawing the Notice with effect on 09/10/2019.	2,579,705 ORD	2,579,705 ORD
Statsmin Nominees Pty Ltd in its capacity as trustee for the Statsmin Nominees Superannuation Fund		1,976,641 ORD	1,976,641 ORD
Keith Robert Johnson		7,951,487 ORD	7,951,487 ORD
I-Site Pty Ltd		63,000 ORD	63,000 ORD
Talager Pty Ltd		1,597,147 ORD	1,597,147 ORD
Maptek Pty Ltd		84,994 ORD	84,994 ORD
Melissa Kate Johnson		3,037,114 ORD	3,037,114 ORD
Peter Andrew Johnson and Melissa Kate Johnson, in their capacity as trustees for the Peter and Melissa Johnson Superannuation Fund		353,855 ORD	353,855 ORD
HNC Holdings Pty Ltd		2,625,000 ORD	2,625,000 ORD

3. Changes in association

Name and ACN/ARSN (if applicable)	Nature of association
Statsmin Nominees Pty Ltd ACN 001 652 900	By virtue of section 12(2)(b) CA being associated with the persons who have issued the Notice. This association ceased with effect on 09/10/2019.
Statsmin Nominees Pty Ltd ACN 001 652 900 in its capacity as trustee for the Statsmin Nominees Superannuation Fund	
Keith Robert Johnson	
I-Site Pty Ltd ACN 091 406 183	
Talager Pty Ltd ACN 073 771 294	
Maptek Pty Ltd ACN 002 140 436	
Melissa Kate Johnson	
Peter Andrew Johnson and Melissa Kate Johnson, in their capacity as trustees for the Peter and Melissa Johnson Superannuation Fund	
HNC Holdings Pty Ltd ACN 622 890 911	

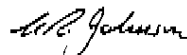
4. Addresses

Name	Address
Statsmin Nominees Pty Ltd	31 Flemington Street Glenside SA 5065
Statsmin Nominees Pty Ltd in its capacity as trustee for the Statsmin Nominees Superannuation Fund	31 Flemington Street Glenside SA 5065
Keith Robert Johnson	31 Flemington Street Glenside SA 5065
I-Site Pty Ltd	31 Flemington Street Glenside SA 5065
Talager Pty Ltd	31 Flemington Street Glenside SA 5065
Maptek Pty Ltd	31 Flemington Street Glenside SA 5065
Melissa Kate Johnson	70 Algernon Street Oatley NSW 2223
Peter Andrew Johnson and Melissa Kate Johnson, in their capacity as trustees for the Peter and Melissa Johnson Superannuation Fund	70 Algernon Street Oatley NSW 2223
HNC Holdings Pty Ltd	70 Algernon Street Oatley NSW 2223

print name Keith Robert Johnson

capacity Authorised Representative

sign here



Date 11/10/2019