

Form 603

Corporations Act 2001

Section 671B

Notice of initial substantial holderTo Company Name/Scheme **Havilah Resources Limited**ACN/ARSN **ACN 077 435 520****1. Details of substantial holder (1)**Name **Maptek Pty Ltd and each of the entities listed in Annexure A**ACN/ARSN (if applicable) **ACN 002 140 436**The holder became a substantial holder on **9/10/2024****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)
Fully paid ordinary Shares	34,790,678	34,790,678	10.25%

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
See Annexure A		

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
See Annexure A			

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	
See Annexure A				

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
See Annexure A	

7. Addresses

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

Name	Address
See Annexure A	

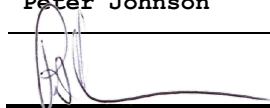
Signature

print name **Peter Johnson**

capacity **Director**

sign here

date **17/10/2024**


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 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 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.
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This is Annexure “A” of 3 pages referred to in Form 603: Notice of Initial Substantial Holder

**Havilah Resources Limited
ACN 077 435 520
17th November 2024**

1. Details of substantial holder

Name	Statsmin Nominees Pty Ltd
Name	Statsmin Nominees Pty Ltd in its capacity as trustee for the Statsmin Nominees Superannuation Fund
Name	Keith Robert Johnson
Name	Talager Pty Ltd
Name	Maptek Pty Ltd
Name	Peter Andrew Johnson
Name	Peter Johnson Super Pty Ltd in its capacity as trustee for the Peter Johnson Super Fund
Name	HNC Holdings Pty Ltd
Name	I-Site Pty Ltd
Name	Gaynor Joy Johnson
Name	Timothy Paul Johnson
Name	Claire Rebecca Johnson
Name	Nicholas Robert Johnson

3. Details of relevant interests

Holder of relevant interest	Nature of relevant interest	Class and number of securities
Statsmin Nominees Pty Ltd	Deemed relevant interest as the holder of securities pursuant to section 608(1)(a)	3,644,038 ORD
Statsmin Nominees Pty Ltd in its capacity as trustee for the Statsmin Nominees Superannuation Fund	Deemed relevant interest as the holder of securities pursuant to section 608(1)(a)	2,836,363 ORD
Keith Robert Johnson	Deemed relevant interest as the holder of securities pursuant to section 608(1)(a)	1,650,000 ORD
Talager Pty Ltd	Deemed relevant interest as the holder of securities pursuant to section 608(1)(a)	2,172,904 ORD
Maptek Pty Ltd	Deemed relevant interest as the holder of securities pursuant to section 608(1)(a)	20,961,621 ORD
Peter Andrew Johnson	Deemed relevant interest as the holder of securities pursuant to section 608(1)(a)	126,051 ORD
Peter Johnson Super Pty Ltd in its capacity as trustee for the Peter Johnson Super Fund	Deemed relevant interest as the holder of securities pursuant to section 608(1)(a)	353,855 ORD
HNC Holdings Pty Ltd	Deemed relevant interest as the holder of securities pursuant to section 608(1)(a)	2,654,411 ORD
I-Site Pty Ltd	Deemed relevant interest as the holder of securities pursuant to section 608(1)(a)	255,220 ORD
Gaynor Joy Johnson	Deemed relevant interest as the holder of securities pursuant to section 608(1)(a)	27,221 ORD
Timothy Paul Johnson	Deemed relevant interest as the holder of securities pursuant to section 608(1)(a)	14,000 ORD

Claire Rebecca Johnson	Deemed relevant interest as the holder of securities pursuant to section 608(1)(a)	6,000 ORD
Nicholas Robert Johnson	Deemed relevant interest as the holder of securities pursuant to section 608(1)(a)	4,000 ORD

4. Details of present registered holders

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Statsmin Nominees Pty Ltd	Statsmin Nominees Pty Ltd	Statsmin Nominees Pty Ltd	3,644,038 ORD
Statsmin Nominees Pty Ltd in its capacity as trustee for the Statsmin Nominees Superannuation Fund	Statsmin Nominees Pty Ltd	Statsmin Nominees Pty Ltd	2,836,363 ORD
Keith Robert Johnson	Keith Robert Johnson	Keith Robert Johnson	1,650,000 ORD
Talager Pty Ltd	Talager Pty Ltd	Talager Pty Ltd	2,172,904 ORD
Maptek Pty Ltd	Maptek Pty Ltd	Maptek Pty Ltd	20,961,621 ORD
Peter Andrew Johnson	Peter Andrew Johnson	Peter Andrew Johnson	126,051 ORD
Peter Johnson Super Pty Ltd in its capacity as trustee for the Peter Johnson Super Fund	Peter Johnson Super Pty Ltd	Peter Johnson Super Pty Ltd	353,855 ORD
HNC Holdings Pty Ltd	HNC Holdings Pty Ltd	HNC Holdings Pty Ltd	2,654,411 ORD
I-Site Pty Ltd	I-Site Pty Ltd	I-Site Pty Ltd	255,220 ORD
Gaynor Joy Johnson	Gaynor Joy Johnson	Gaynor Joy Johnson	27,221 ORD
Timothy Paul Johnson	Timothy Paul Johnson	Timothy Paul Johnson	14,000 ORD
Claire Rebecca Johnson	Claire Rebecca Johnson	Claire Rebecca Johnson	6,000 ORD
Nicholas Robert Johnson	Nicholas Robert Johnson	Nicholas Robert Johnson	4,000 ORD

5. Consideration

Holder of relevant interest	Date of acquisition	Consideration		Class and number of securities
		Cash	Non-cash	
Maptek Pty Ltd	9/10/24	A\$0.18 per share	Nil	10,742,442 ORD
Maptek Pty Ltd	20/9/24	A\$0.18 per share	Nil	3,014,612
Statsmin Nominees Pty Ltd	20/9/24	A\$0.18 per share	Nil	242,936 ORD
Statsmin Nominees Pty Ltd in its capacity as trustee for the Statsmin Nominees Superannuation Fund	20/9/24	A\$0.18 per share	Nil	189,091 ORD
Peter Andrew Johnson	20/9/24	A\$0.18 per share	Nil	9,404 ORD

6. Associates

Name and ACN/ARSN (if applicable)	Nature of association
Statsmin Nominees Pty Ltd ACN 001 652 900	By virtue of section 608(1)(b) of the <i>Corporations Act 2001 (Cth)</i> Keith Robert Johnson is a director of Statsmin Nominees

	Pty Ltd and has power to exercise, or control the exercise of, a right to vote attached to the securities.
Statsmin Nominees Pty Ltd ACN 001 652 900 in its capacity as trustee for the Statsmin Nominees Superannuation Fund	As above
Keith Robert Johnson	By virtue of section 608(3)(a) of the <i>Corporations Act 2001 (Cth)</i> Keith Robert Johnson has a relevant interest in Maptek Pty Ltd
Talager Pty Ltd ACN 073 771 294	By virtue of section 608(1)(b) of the <i>Corporations Act 2001 (Cth)</i> Keith Robert Johnson is a director of Talager Pty Ltd and has power to exercise, or control the exercise of, a right to vote attached to the securities.
Maptek Pty Ltd ACN 002 140 436	By virtue of section 608(1)(b) of the <i>Corporations Act 2001 (Cth)</i> Peter Andrew Johnson is a director of Maptek Pty Ltd and has power to exercise, or control the exercise of, a right to vote attached to the securities.
Peter Andrew Johnson	Peter Andrew Johnson is a related party to Keith Robert Johnson
Peter Johnson Super Pty Ltd in its capacity as trustee for the Peter Johnson Super Fund	By virtue of section 608(1)(b) of the <i>Corporations Act 2001 (Cth)</i> Peter Andrew Johnson is a director of Peter Johnson Super Pty Ltd and has power to exercise, or control the exercise of, a right to vote attached to the securities.
HNC Holdings Pty Ltd ACN 622 890 911	By virtue of section 608(1)(b) of the <i>Corporations Act 2001 (Cth)</i> Peter Andrew Johnson is a director of HNC Holdings Pty Ltd and has power to exercise, or control the exercise of, a right to vote attached to the securities.
I-Site Pty Ltd ACN 091 406 183	By virtue of section 608(1)(b) of the <i>Corporations Act 2001 (Cth)</i> Keith Robert Johnson is a director of I-Site Pty Ltd and has power to exercise, or control the exercise of, a right to vote attached to the securities.
Gaynor Joy Johnson	By virtue of section 608(3)(a) of the <i>Corporations Act 2001 (Cth)</i> Gaynor Joy Johnson has a relevant interest in Maptek Pty Ltd
Timothy Paul Johnson	Timothy Paul Johnson is a related party to Keith Robert Johnson
Claire Rebecca Johnson	Claire Rebecca Johnson is a related party to Keith Robert Johnson
Nicholas Robert Johnson	Nicholas Robert Johnson is a related party to Keith Robert Johnson

7. 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

Talager Pty Ltd	31 Flemington Street Glenside SA 5065
Maptek Pty Ltd	31 Flemington Street Glenside SA 5065
Peter Andrew Johnson	93 Verney Rd West, Graceville, QLD 4075
Peter Johnson Super Pty Ltd in its capacity as trustees for the Peter Johnson Super Fund	93 Verney Rd West, Graceville, QLD 4075
HNC Holdings Pty Ltd	93 Verney Rd West, Graceville, QLD 4075
I-Site Pty Ltd	31 Flemington Street Glenside SA 5065
Gaynor Joy Johnson	31 Flemington Street Glenside SA 5065
Timothy Paul Johnson	c/o: 31 Flemington St, Glenside SA 5065
Claire Rebecca Johnson	c/o: 31 Flemington St, Glenside SA 5065
Nicholas Robert Johnson	c/o: 31 Flemington St, Glenside SA 5065