



Fax

To: Form 604 - JRV	Fax: +61 3 8630 2800
From: Winston Lay	Date: 6/22/17

Comments:

Dear Sir / Madam

Please see attached correspondence.

Regards

Winston

Winston Lay | é»Žá@□ā¼

Director

[EL-Logo-En-Wide-Pos (sign off 3)]

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EVOLVE LAWYERS

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Your ref:

Our ref: WLCC:1700089

Writer: Ching Cao, Lawyer

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D: (03) 8672 7904

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22 June 2017

By Fax: 1300 135 638

Market Announcements Office
Level 4, North Tower, Rialto
525 Collins Street
MELBOURNE VIC 3000

Dear Sir / Madam

Jervois Mining Limited (ASX: JRV) Form 604 – Notice of change of interests of substantial holder

We act for Robert Henry Masterman and 327th P. & C. Nominees Pty. Ltd. ACN 007 180 645 in its capacity as trustee for the Masterman Superannuation Fund (together, **Substantial Holders**) in relation to the above matter.

For the purposes of section 671B(1)(b) of the *Corporations Act* 2001 (Cth), please find attached the following in respect of the Substantial Holders:

- form 604 – notice of change of interests of substantial holder; and
- annexure A to form 604 – notice of change of interests of substantial holder.

A copy of the above documents has also been given to Jervois Mining Limited.

Yours faithfully



Ching Cao

Lawyer

Evolve Lawyers Pty Ltd

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Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

In: Company Name/Scheme JERV OISM IN NG L B I TED

ACN/ARSN 007 626 575

1. Details of substantial holder(s)

Name ROBERT HENRY M A S T E R M A N ; A N D

ACN/ARSN (if applicable) 327TH P. & C. A O M N E E S P T Y . L T D . A C N 007 180 645 A I F M A S T E R M A N S U P E R A N N U A T I O N F U N D

There was a change in the interests of the substantial holder on 19/06/2017

The previous notice was given to the company on 22/02/2017

The previous notice was dated 22/02/2017

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 (a)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
ORD SHARES	8,276,013	7.68%	12,000,000	8.76%

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
REFER TO ANNEXURE A					

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
REFER TO ANNEXURE A					

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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 (3) 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
NOT APPLICABLE	

6. Addresses

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

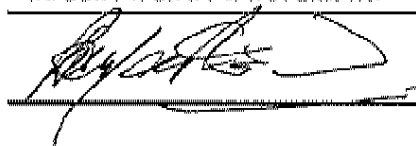
Name	Address
ROBERT HENRY MASTERNAN	55 COCHANE STREET, BRIMPTON, V.C. 3168
327TH P. & C. NOMINEES PTY. LTD.	AS ABOVE
LTD. AIFM MASTERNAN SUPERANNUATION FUND	

Signature

print name ROBERT HENRY MASTERNAN

capacity DIRECTOR / HOLDER

sign here



date 22/06/2017

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.



GUIDE

This guide does not form part of the prescribed form and is included by ASIC to assist you in completing and lodging form 604.

Signature This form must be signed by either a director or a secretary of the substantial holder.

Lodging period Nil

Lodging Fee Nil

Other forms to be completed Nil

Additional information

(a) If additional space is required to complete a question, the information may be included on a separate piece of paper annexed to the form.

(b) This notice must be given to a listed company, or the responsible entity for a listed managed investment scheme. A copy of this notice must also be given to each relevant securities exchange.

(c) The person must give a copy of this notice:

(i) within 2 business days after they become aware of the information; or

(ii) by 9.30 am on the next trading day of the relevant securities exchange after they become aware of the information if:

(A) a takeover bid is made for voting shares in the company or voting interests in the scheme; and

(B) the person becomes aware of the information during the bid period.

Annexures

To make any annexure conform to the regulations, you must

- 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides
- 2 show the corporation name and ACN or ARBN
- 3 number the pages consecutively
- 4 print or type in BLOCK letters in dark blue or black ink so that the document is clearly legible when photocopied
- 5 identify the annexure with a mark such as A, B, C, etc
- 6 endorse the annexure with the words:
This is annexure (mark) of (number) pages referred to in form (form number and title)
- 7 sign and date the annexure
The annexure must be signed by the same person(s) who signed the form.

X

THIS IS ANNEXURE A OF 6 PAGES REFERRED TO IN FORM 604 'NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL HOLDER' LODGED ON 22 JUNE 2017 IN RELATION TO JERVOIS MINING LIMITED ACN 007 626 575

3. Change in Relevant Interests

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
13 April 2017	327TH P. & C. Nominees Pty. Ltd. ATF Masterman Superannuation Fund	On-market purchase share	\$2,430.00	40,000 ord shares	40,000
18 April 2017	327TH P. & C. Nominees Pty. Ltd. ATF Masterman Superannuation Fund	On-market purchase share	\$4,179.96	69,666 ord shares	69,666
19 April 2017	327TH P. & C. Nominees Pty. Ltd. ATF Masterman Superannuation Fund	On-market purchase share	\$7,430.87	114,321 ord shares	114,321
20 April 2017	327TH P. & C. Nominees Pty. Ltd. ATF Masterman Superannuation Fund	On-market purchase share	\$498.98	8,180 ord shares	8,180
21 April 2017	327TH P. & C. Nominees Pty. Ltd. ATF Masterman Superannuation Fund	On-market purchase share	\$2,718.30	41,820 ord shares	41,820
24 April 2017	327TH P. & C. Nominees Pty. Ltd. ATF Masterman Superannuation Fund	On-market purchase share	\$650.33	10,005 ord shares	10,005
26 April 2017	327TH P. & C. Nominees Pty. Ltd. ATF Masterman Superannuation Fund	On-market purchase share	\$1,156.29	17,789 ord shares	17,789
27 April 2017	327TH P. & C. Nominees Pty. Ltd. ATF Masterman Superannuation Fund	On-market purchase share	\$1,443.39	22,206 ord shares	22,206

27 April 2017	327TH P. & C. Nominees Pty. Ltd. ATF Masterman Superannuation Fund	On-market purchase share	\$6,500.00	100,000 ord shares	100,000
4 May 2017	327TH P. & C. Nominees Pty. Ltd. ATF Masterman Superannuation Fund	On-market purchase share	\$6,500.00	100,000 ord shares	100,000
4 May 2017	327TH P. & C. Nominees Pty. Ltd. ATF Masterman Superannuation Fund	On-market purchase share	\$6,500.00	100,000 ord shares	100,000
8 May 2017	327TH P. & C. Nominees Pty. Ltd. ATF Masterman Superannuation Fund	On-market purchase share	\$1,260.00	20,000 ord shares	20,000
9 May 2017	327TH P. & C. Nominees Pty. Ltd. ATF Masterman Superannuation Fund	On-market purchase share	\$5,100.00	80,000 ord shares	80,000
19 June 2017	327TH P. & C. Nominees Pty. Ltd. ATF Masterman Superannuation Fund	Allotment under non-renounceable pro-rata rights issue with attaching options as per ASX announcement dated 8 May 2017	\$112,500	2,250,000 ord shares	2,250,000
19 June 2017	327TH P. & C. Nominees Pty. Ltd. ATF Masterman Superannuation Fund	Additional allotment under shortfall offer pursuant to non-renounceable pro-rata rights issue with attaching options as per ASX announcement dated 8 May 2017	\$37,500	750,000 ord shares	750,000

4. Present relevant interests

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities	Person's votes
327TH P. & C. Nominees Pty. Ltd. ATF Masterman	327TH P. & C. Nominees Pty. Ltd. ATF Masterman		Direct holder of securities	12,000,000 ord shares	12,000,000

Superannuation Fund	Superannuation Fund				
Robert Henry Masterman	327TH P. & C. Nominees Pty. Ltd. ATF Masterman Superannuation Fund		Indirect interest in the securities directly held by 327TH P. & C. Nominees Pty. Ltd. ATF Masterman Superannuation Fund, by virtue of the fact that Robert Henry Masterman has the power to exercise, or control the exercise of, the right to vote the relevant securities held by 327TH P. & C. Nominees Pty. Ltd. ATF Masterman Superannuation Fund and the power to dispose of, or control the exercise of the power to dispose of, the relevant securities held by 327TH P. & C. Nominees Pty Ltd ATF Masterman Superannuation Fund	12,000,000 ord shares	12,000,000

Signature and date

This Annexure was signed by:



Robert Henry Masterman
22 June 2017