

FACSIMILE MESSAGE:**RE:**

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| Fax to: | ASX Market Announcements Office | Date: | 8 th July 2014 |
| Fax No: | 1300 135 638 | From: | Robert Masterman |
| No of pages: | 8 (including this page) | Original to be sent by mail: | NO |



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8 July 2014

ASX Market Announcements Office
ASX Limited
Level 4
North Tower, Rialto
525 Collins Street
Melbourne Vic 3000

Fax No: 1300 135 638

Dear Sir/Madam,

**Re: Robert Henry Masterman – Notice of Initial substantial holder
(Jervois Minerals Limited)**

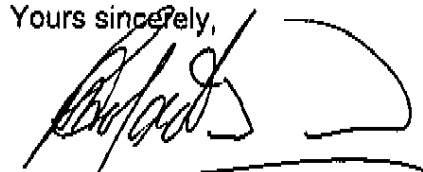
For the purpose of section 671B (1) (a) of the Corporations Act 2001 (Cth), please find following:

- Form 603 (notice of initial substantial holder); and
- Annexure A to Form 603 (notice of initial substantial holder)

From Robert Henry Masterman and 327th P. & C. Nominees Pty Ltd ATF Masterman Superannuation Fund.

A copy of the Form 603 and Annexure A has been sent to Jervois Minerals Limited.

Yours sincerely,



Robert Masterman
55 Cochrane Street, Brighton Vic 3186
M: 0412 321 862

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**To Company Name/Scheme Jervois Mining LimitedACN/ARSN 007 626 575

1. Details of substantial holder (1)
 Name Robert Henry Masterman
-and-
327TH P. & C. Nominees Pty. Ltd. ACN 007 180 645
 ACN/ARSN (if applicable) ATF Masterman Superannuation Fund

The holder became a substantial holder on 6 / 6 / 2014**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) |
|-------------------------|----------------------|--------------------|------------------|
| ORD Shares | 3,350,000 | 3,350,000 | 5.10% |
| | | | |

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 |
|-----------------------------|---------------------------------|--------------------------------|
| Refer to 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 |
|-----------------------------|---------------------------------|--|--------------------------------|
| Refer to 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 | |
| Refer to 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 |
|-----------------------------------|-----------------------|
| Refer to Annexure A | |
| | |

7. Addresses

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

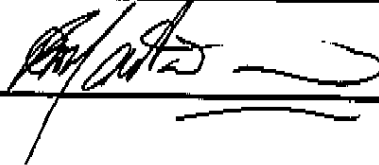
| Name | Address |
|------------------------|---------------------------------------|
| Robert Henry Masterman | 55 Cochrane Street, Brighton Vic 3186 |
| For all his associates | As above |

Signature

print name Robert Henry Masterman

capacity Holder / Director

sign here



date 8 / 7 / 2014

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.

**THIS IS ANNEXURE A OF 4 PAGES REFERRED TO IN
FORM 603 'NOTICE OF INITIAL SUBSTANTIAL HOLDER' LODGED ON 8 JULY 2014 IN RELATION TO
JERVOIS MINING LIMITED ACN 007 626 575**

3. Details of relevant interests

| Holder of relevant interest | Nature of relevant interest | Class of securities | Number of securities |
|--|---|---------------------|----------------------|
| Robert Henry Masterman | Direct holder of securities | Ord shares | 2,000,000 |
| Robert Henry Masterman | 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. | Ord shares | 1,350,000 |
| 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | Direct holder of securities | Ord shares | 1,350,000 |

4. Details of present registered holders

| Holder of relevant interest | Registered holder of securities | Person entitled to be registered as holder | Class of securities | Number of securities |
|-----------------------------|--|--|---------------------|----------------------|
| Robert Henry Masterman | Robert Henry Masterman | | Ord shares | 2,000,000 |
| Robert Henry Masterman | 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | | Ord shares | 1,350,000 |

| | | | | |
|--|--|--|------------|-----------|
| 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | | Ord shares | 1,350,000 |
|--|--|--|------------|-----------|

5. Consideration

| Holder of relevant interest | Date of acquisition | Cash consideration \$ | Non-cash consideration | Class of securities | Number of securities |
|--|---------------------|-----------------------|------------------------|---------------------|----------------------|
| Robert Henry Masterman | 24.02.2014 | 425.94 | - | Ord shares | 14,198 |
| Robert Henry Masterman | 26.02.2014 | 240.03 | - | Ord shares | 8,001 |
| Robert Henry Masterman | 27.02.2014 | 750.00 | - | Ord shares | 25,000 |
| Robert Henry Masterman | 28.02.2014 | 1,400.00 | - | Ord shares | 50,000 |
| Robert Henry Masterman | 28.02.2014 | 84.03 | - | Ord shares | 2,801 |
| Robert Henry Masterman | 5.03.2014 | 670.57 | - | Ord shares | 23,949 |
| Robert Henry Masterman | 6.03.2014 | 126.00 | - | Ord shares | 4,500 |
| Robert Henry Masterman | 11.03.2014 | 603.43 | - | Ord shares | 21,551 |
| Robert Henry Masterman | 13.03.2014 | 1,350.00 | - | Ord shares | 50,000 |
| 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | 16.04.2014 | 545.53 | - | Ord shares | 18,744 |
| 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | 24.04.2014 | 3,317.17 | - | Ord shares | 114,385 |
| 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | 29.04.2014 | 1,137.90 | - | Ord shares | 39,408 |
| 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | 30.04.2014 | 306.91 | - | Ord shares | 10,583 |

| | | | | | |
|--|------------|----------|---|------------|---------|
| 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | 2.05.2014 | 2,801.95 | - | Ord shares | 100,000 |
| 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | 5.05.2014 | 602.72 | - | Ord shares | 20,913 |
| 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | 6.05.2014 | 3,987.36 | - | Ord shares | 137,495 |
| 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | 7.05.2014 | 2,656.17 | - | Ord shares | 91,592 |
| 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | 8.05.2014 | 1,332.63 | - | Ord shares | 48,542 |
| 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | 9.05.2014 | 40.82 | - | Ord shares | 1,458 |
| 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | 12.05.2014 | 1,293.70 | - | Ord shares | 46,134 |
| 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | 13.05.2014 | 189.00 | - | Ord shares | 6,750 |
| 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | 14.05.2014 | 558.22 | - | Ord shares | 18,621 |
| 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | 16.05.2014 | 1,036.53 | - | Ord shares | 32,501 |

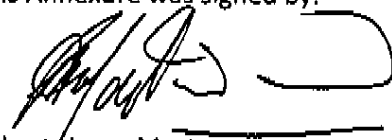
| | | | | | |
|---|------------|----------|---|------------|--------|
| 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | 20.05.2014 | 1,517.80 | - | Ord shares | 45,994 |
| 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | 2.06.2014 | 46.95 | - | Ord shares | 1,500 |
| 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | 3.06.2014 | 22.50 | - | Ord shares | 750 |
| 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | 4.06.2014 | 1,656.25 | - | Ord shares | 47,750 |
| 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | 6.06.2014 | 1,501.95 | - | Ord shares | 50,000 |
| 327TH P&C Nominees Pty Ltd ATF Masterman Superannuation Fund | 6.06.2014 | 1,651.95 | - | Ord shares | 50,000 |

6. Associates

| Name and ABN / ARSN (if applicable) | Nature of association |
|---|--|
| 327TH P&C Nominees Pty Ltd ACN 007 180 645 ATF Masterman Superannuation Fund | The super fund of Robert Henry Masterman, of which Robert Henry Masterman is a director, shareholder and beneficiary. |
| Robert Henry Masterman | Director, shareholder and beneficiary of 327TH P&C Nominees Pty Ltd ACN 007 180 645 ATF Masterman Superannuation Fund. |

Signature and date

This Annexure was signed by:


Robert Henry Masterman
8 July 2014