

**Form 603**Corporations Act 2001  
Section 671B**Notice of initial substantial holder**To Company Name/Scheme Merlin Diamonds LimitedACN/ARSN A.C.N. 009 153 119**1. Details of substantial holder (1)**Name S H Rayburn Nominees Pty LtdACN / ARSN (if applicable) -The holder became a substantial holder on 25 November 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	Persons' votes (5)	Voting power (6)
Ordinary	30,769,230	30,769,230	10.08%

**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
S H Rayburn Nominees Pty Ltd	Registered Holder	Ordinary Shares

**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
S H Rayburn Nominees Pty Ltd	S H Rayburn Nominees Pty Ltd	S H Rayburn Nominees Pty Ltd	30,769,230 ordinary shares

**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	
S H Rayburn Nominees Pty Ltd	25/11/2014	\$1,704,430.97		26,222,015 ordinary shares
	27/11/2014	\$295,569.03		4,547,215 ordinary shares

**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
S. HOWARD RABINOWITZ	DIRECTOR

**7. Addresses**

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

Name	Address
S H Rayburn Nominees Pty Ltd	PO Box 96 Brighton VIC 3186
S HOWARD RABINOWITZ	P.O. Box 96 BRIGHTON 3186

**Signature**

print name

S HOWARD RABINOWITZ

Capacity

DIRECTOR  
S. H RAYBURN NOM P/L

sign here



Date

4/12/14.