

# Form 603

Corporations Act 2001  
Section 671B

## Notice of initial substantial holder

To Company Name/Scheme Merlin Diamonds Limited

ACN/ARSN 009 153 119

### 1. Details of substantial holder (1)

Name Gutnick Group (see annexure marked "A")

ACN / ARSN (if applicable) \_\_\_\_\_

The holder became a substantial holder on 24 / 12 / 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 shares	46,923,077	46,923,077	12.22%

### 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
Gutnick Group	Each holder's voting power in the registered holder of the securities, Legend International Holdings, Inc., is above 20%	46,923,077 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
Gutnick Group	Mazil Pty Ltd	Mazil Pty Ltd	32,307,692 ordinary shares
Gutnick Group	Great Central Gold Limited	Great Central Gold Limited	14,615,385 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	
Gutnick Group	24/12/2014		Conversion of debt to equity at \$0.065 per share	46,923,077 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
Mazil Pty Ltd ACN 166 570 270	Entity controlled by Mr Gutnick
Great Central Gold Limited	Mr Gutnick is a shareholder and director

**7. Addresses**

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

Name	Address
Joseph Isaac Gutnick	Level 8, 580 St Kilda Road, Melbourne, Victoria 3004
Mazil Pty Ltd ACN 166 570 270	Level 8, 580 St Kilda Road, Melbourne, Victoria 3004
Great Central Gold Limited	Trust Company Complex, Ajeltake Road, Ajeltake Island Majuro, Republic of the Marshall Islands, MH96960

**Signature**

JOSEPH ISAAC GUTNICK

print name

SELF capacity

sign here

*J.I. Gutnick*

date 15 January 2015

**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 A.
- (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.

**“A”**

This is the annexure of 1 page marked “A” mentioned in the Form 603 Notice of Initial Substantial Holder signed by me and dated 9 January 2015

Signed by:



*Signature*

JOSEPH ISAAC GUTNICK  
*Name*

SELF

*Capacity*

15 January 2015  
*Date*

The following substantial holders are members of the Gutnick Group:

1. Joseph Isaac Gutnick;
2. Mazil Pty Ltd ACN 166 570 270; and
3. Great Central Gold Limited