

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme
Fox Resources Limited

ACN/ARSN
079 902 499

1. Details of substantial holder(1)
Jungle Creek Gold Mines Pty Ltd (ACN 008 795 033), Velsberry Pty Ltd (ACN 078 480 092) and Mr Terence Streeter

Name
ACN/ARSN (if applicable)
As stated above

There was a change in the interests of the substantial holder on
30/06/2014

The previous notice was given to the company on
30/08/2013

The previous notice was dated
30/08/2013

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 (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Fully Paid Shares	92,283,587	18.78%	315,903,225	37.38

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 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
28/03/14	Jungle Creek Gold Mines Pty Ltd	On Market purchase	\$684	36,000 Ordinary Fully Paid Shares	36,000
31/03/14	Mr Terence Streeter (Velsberry Pty Ltd)	On Market purchase	\$18,316	964,000 Ordinary Fully Paid Shares	964,000
30/06/14	Jungle Creek Gold Mines Pty Ltd	Issue of shares pursuant to Rights Issue Replacement Prospectus dated 10 June 2014 & underwriting agreement dated 30 April 2014.	\$3,339,295	222,619,638 Ordinary Fully Paid Shares	222,619,638

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
Jungle Creek Gold Mines Pty Ltd	Jungle Creek Gold Mines Pty Ltd	Jungle Creek Gold Mines Pty Ltd	Registered Holder	314,703,225 Ordinary Fully Paid Shares	314,703,225
Velsberry Pty Ltd	Velsberry Pty Ltd	Velsberry Pty Ltd	Registered Holder	1,200,000 Ordinary Fully Paid Shares	1,200,000
Mr Terence Streeter	Jungle Creek Gold Mines Pty Ltd and Velsberry Pty Ltd	Jungle Creek Gold Mines Pty Ltd in relation to	Under section 608(3) of the Corporations Act to have a relevant interest by reason of	315,903,225 Ordinary Fully Paid Shares	315,903,225

		314,703,225 shares and Velsberry Pty Ltd in relation to 1,200,000 shares	having voting power in each of Jungle Creek Gold Mines Pty Ltd and Velsberry Pty Ltd above 20% and by reason of having control of Jungle Creek Gold Mines Pty Ltd and Velsberry Pty Ltd		
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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 (9) 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
N/A	N/A

6. Addresses

The addresses of persons named in this form are:

Name	Address
Jungle Creek Gold Mines Pty Ltd	27 Charles Street, South Perth, WA 6151
Velsberry Pty Ltd	27 Charles Street, South Perth, WA 6151
Mr Terence Streeter	10 Taworri Way, City Beach WA 6015

Signature

Print Name: Mr Terence Streeter

Capacity: Director

Sign Here

Date: 2 July 2014