

JOHNSON WINTER & SLATTERY
L A W Y E R S

Partner: Byron Koster +61 2 8274 9550
Email: byron.koster@jws.com.au

14 July 2014

BY FAX: 1300 135 638

ASX Market Announcements Office
Australian Securities Exchange
Level 6
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

Mirabela Nickel Limited (ASX:MBN)
Form 603: Notice of initial substantial holder

Attached is a Form 603: Notice of initial substantial holder for Lonestar Partners, L.P., Lonestar Capital Management LLC, Cottonwood Capital GP LLC and Jerome Simon.

Yours faithfully,



Byron Koster
Partner

Level 25, 20 Bond Street
SYDNEY NSW 2000
T +61 2 8274 9555 | F +61 2 8274 9500

www.jws.com.au

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Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**To Company Name/Scheme MIRABELA NICKEL LTD (ASX:MBN)ACN/ARSN 108 161 593**1. Details of substantial holder (1)**Name Lonestar Partners, L.P., Lonestar Capital Management LLC, Cottonwood Capital GP LLC and Jerome SimonACN/ARSN (if applicable) N/AThe holder became a substantial holder on 01 / 07 / 14**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	55,976,900	55,976,900	6.02%

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
Lonestar Partners, L.P.	Relevant interest under s608(1) of the Corporations Act as the holder of the shares	10,000,000 ordinary shares
Lonestar Partners, L.P.	Relevant interest under s608(1) as power to control the exercise of a power to dispose of shares held on its behalf by Mirabela Investments Pty Limited as bare trustee under Deed of Company Arrangement dated 13 May 2014	45,976,900 ordinary shares
Lonestar Capital Management LLC	Relevant interest in shares under s608(1) as has the power to control the exercise of voting rights attached to, and disposal of, shares held by Lonestar Partners, L.P. as the investment manager of Lonestar Partners, L.P.	55,976,900 ordinary shares
Cottonwood Capital GP LLC	Relevant interest in shares under s608(1) as has the power to control the exercise of voting rights attached to, and disposal of, shares held by Lonestar Partners, L.P. as the general partner of Lonestar Partners, L.P.	55,976,900 ordinary shares
Jerome Simon	Relevant interest in shares in which Cottonwood Capital GP LLC and Lonestar Capital Management LLC have a relevant interest under section 608(3)	55,976,900 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
Lonestar Partners, L.P.	Lonestar Partners, L.P.	Lonestar Partners, L.P.	10,000,000 ordinary shares
Lonestar Partners, L.P.	Mirabela Investments Pty	Mirabela Investments	45,976,900 ordinary

	Limited as bare trustee	Pty Limited as bare trustee	shares
Lonestar Capital Management LLC	Lonestar Partners, L.P. and Mirabela Investments Pty Limited as bare trustee	Lonestar Partners, L.P. and Mirabela Investments Pty Limited as bare trustee	55,976,900 ordinary shares
Cottonwood Capital GP LLC	Lonestar Partners, L.P. and Mirabela Investments Pty Limited as bare trustee	Lonestar Partners, L.P. and Mirabela Investments Pty Limited as bare trustee	55,976,900 ordinary shares
Jerome Simon	Lonestar Partners, L.P. and Mirabela Investments Pty Limited as bare trustee	Lonestar Partners, L.P. and Mirabela Investments Pty Limited as bare trustee	55,976,900 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	
See Annexure A	See Annexure A	See Annexure A	See Annexure A	See 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

7. Addresses

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

Name	Address
Lonestar Partners, L.P., Lonestar Capital Management LLC, Cottonwood Capital GP LLC, Jerome Simon	One Maritime Plaza, Suite 1105, San Francisco, California 9411

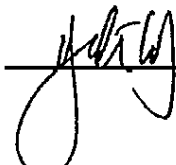
Signature

print name YEDI WONG

capacity

CFD

sign here



date 13/7/14

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).

Annexure A

This is Annexure B of one page referred to in the Form 603 Notice of initial substantial holder
by Lonestar Partners, L.P., Lonestar Capital Management LLC, Cottonwood Capital GP LLC, Jerome Simon

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Lonestar Partners, L.P.	01/07/14	0.0581 per share		4,000,000 ordinary shares
Lonestar Partners, L.P.	10/07/14	0.1679 per share		5,062,493 ordinary shares
Lonestar Partners, L.P.	11/07/14	0.1674 per share		4,937,507 ordinary shares
Lonestar Partners, L.P.	24/06/14 - transfer shares transferred to Mirabela Investments Pty Ltd as bare trustee under Deed of Company Arrangement dated 13 May 2014		As per Deed of Company Arrangement dated 13 May 2014	45,976,900 ordinary shares