

**Form 604**

Corporations Act 2001  
Section 671B

**Notice of change of interests of substantial holder**

To: Company Name/Scheme **Emmerson Resources Limited**

ACN/ARSN **117 086 745**

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

Name **Chinova Resources Pty Ltd group (see Annexure A)**

ACN/ARSN (if applicable) **107 689 878**

There was a change in the interests of the substantial holder on **07/07/2014**

The previous notice was given to the company on **13/12/2011**

The previous notice was dated **13/12/2011**

**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)
<b>Ordinary</b>	<b>22,610,000</b>	<b>8.79%</b>	<b>22,610,000</b>	<b>6.00%</b>

**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 or scheme 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
<b>Refer Annexure B</b>	<b>Refer Annexure B</b>	<b>Dilution as a result of new issue of shares</b>	<b>n/a</b>	<b>Refer Annexure B</b>	<b>Refer Annexure B</b>

**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
<b>Refer Annexure B</b>	<b>Refer Annexure B</b>	<b>Refer Annexure B</b>	<b>Refer Annexure B</b>	<b>Refer Annexure B</b>	<b>Refer Annexure B</b>

## 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
	<b>See Annexure A</b>

## 6. Addresses

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

Name	Address
<b>Chinova Resources Pty Ltd</b>	<b>Level 9, 303 Coronation Drive, Milton QLD, 4064</b>

## Signature

print name      **Mark Liccardo**      capacity      **Company Secretary**

sign here      date      **18/July/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 6 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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.
- (7) 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.
- (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) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Emmerson Resources Limited  
ACN 117 086 745

This is Annexure A of 1 page referred to in Form 604, Notice of Change of Interest of Substantial Holder (being the associates of, controllers of, shareholder of, or other persons with similar relevant interests to, Chinova Resources Pty Ltd) signed by me and dated 18 July 2014.



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Signed by: Mark Licciardo

Name	Relationship to Chinova Resources Pty Ltd
Shanxi Donghui Coal Coking and Chemical Group Ltd	Voting power over 100% of Chinova Resources Pty Ltd
Chinova Resources Pty Ltd	Controlled body corporate/Associate
Chinova Resources Cloncurry Mines Pty Ltd and other subsidiaries of Chinova Resources Pty Ltd	Controlled body corporate / Associate

**Persons who have ceased to be associates of the substantial shareholder since the last notice.**

Note: the list of associated provided previously (as detailed below) no longer applies

Name
Orian Holding Corp
IAL Holdings Singapore Pte. Ltd.
Phoenix International Resources Ltd
SouthGobi Resources Ltd. (and its subsidiaries)
Rio Tinto International Holdings Ltd.
Papyrus Ventures LLC
Torquoise Hill Netherlands Cooperatief U.A. (and its subsidiaries)
Ivanhoe OT Mines Ltd
Ivanhoe Mines Delaware Holdings, LLC (and its subsidiaries)
Torquise Hill Luxembourg (and its subsidiaries)
Ivanhoe Reserve Holding Company Ltd
Turquoise Hill Services Company Ltd
IGP Holding Company Ltd

Emmerson Resources Limited  
ACN 117 086 745

This is Annexure B of 1 page referred to in Form 604, Notice of Change of Interest of Substantial Holder (being the particulars of each relevant interest of the Chinova Resources Pty Ltd Group in voting shares of Emmerson Resources Limited) signed by me and dated 18 July 2014.



Signed by: Mark Licciardo

Holder of Relevant Interest	Registered Holder of Securities	Person entitled to be registered as Holder	Nature of Relevant Interest	No. of Ordinary Shares	Person's votes	Voting Power	Change from previous Notice	Reason for change
Shanxi Donghui Coal Coking and Chemical Group Ltd	Chinova Resources Pty Ltd (ACN 107 689 878)	n/a	Control of registered holder	22,610,000	22,610,000	6%	-2.79%	Refer Note 1
Chinova Resources Pty Ltd	Chinova Resources Pty Ltd	n/a	Registered holder of shares	22,610,000	22,610,000	6%	-2.79%	Refer Note 1
Chinova Resources Cloncurry Mines Pty Ltd (& other subsidiaries of Chinova Resources Pty Ltd)	Chinova Resources Pty Ltd	n/a	Associate and subsidiary of registered holder (deemed relevant interest under s608(3)(a))	22,610,000	22,610,000	6%	-2.79%	Refer Note 1

**Note 1**

On 7 July 2014 Emmerson Resources Limited issued a further approx. 119.5M shares which had the effect of diluting the holding of Chinova Resources Pty Ltd.