

Meridian Capital International Fund

Date: July 28, 2014

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To: Market Announcements Platform, ASX Limited

Sydney

Fax: +61 2 9347 0005

To: Company Secretary, South Boulder Mines Ltd, Perth

Fax: +61 8 9486 7093

Dear Sirs,

South Boulder Mines Ltd

Notice of ceasing to be a substantial holder

Attached is a notice of ceasing to be a substantial holder (Form 605) from Meridian Capital International Fund (and on whose behalf the notice is lodged) in relation to ordinary shares in South Boulder Mines Ltd.

Form 605
Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme South Boulder Mines Ltd

ACN/ARSN 097 904 302

1. Details of substantial holder (1)

Name Meridian Capital International Fund (MCIF) and each other person described in the notice given on 9 July 2012 (collectively, with MCIF, the Meridian Relevant Entities)

ACN/ARSN (if applicable) N/A

There was a change in the interests of the substantial holder on	<u>25 July 2014</u>
The previous notice was given to the company on	<u>15 July 2014</u>
The previous notice was dated	<u>15 July 2014</u>

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class and number of securities affected	Person's votes affected
See the Annexure	See the Annexure	See the Annexure	See the Annexure	See the Annexure	See the Annexure

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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

4. Addresses

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

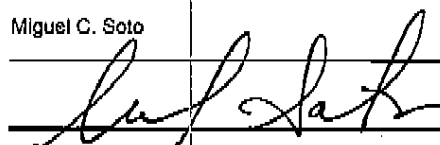
Name	Address
Meridian Relevant Entities	See part 1 of annexure A to the notice given on 9 July 2012

Signature

print name Miguel C. Soto

capacity MCIF Director

sign here



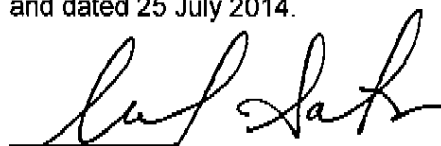
date 25 July 2014

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 "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.
- (5) 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 on 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

ANNEXURE TO FORM 605

This is the Annexure of 1 page referred to in the Form 605 (Notice of ceasing to be a substantial holder) signed by me and dated 25 July 2014.



Miguel C. Soto
MCIF Director

Changes in relevant interests

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
16 July 2014	Meridian Relevant Entities	Sell	A\$48,719.34 (A\$0.1603 per share)	303,926 fully paid ordinary shares	303,926
17 July 2014	Meridian Relevant Entities	Sell	A\$ 55,208.08 (A\$0.1604 per share)	344,190 fully paid ordinary shares	344,190
18 July 2014	Meridian Relevant Entities	Sell	A\$ 11,252.96 (A\$0.16 per share)	70,331 fully paid ordinary shares	70,331
21 July 2014	Meridian Relevant Entities	Sell	A\$10,700.64 (A\$0.16 per share)	66,879 fully paid ordinary shares	66,879
22 July 2014	Meridian Relevant Entities	Sell	A\$2,836.32 (A\$0.16 per share)	17,727 fully paid ordinary shares	17,727
23 July 2014	Meridian Relevant Entities	Sell	A\$1,832.16 (A\$0.16 per share)	11,451 fully paid ordinary shares	11,451
24 July 2014	Meridian Relevant Entities	Sell	A\$47,488.80 (A\$0.16 per share)	296,805 fully paid ordinary shares	296,805
25 July 2014	Meridian Relevant Entities	Sell	A\$251,831.38 (A\$0.1601 per share)	1,572,963 fully paid ordinary shares	1,572,963