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25 August 2014

Your Ref:
Our Ref: JHM:DRT:3717-02
Contact: Jonathan Murray
Partner
jmurray@steinpag.com.au

Company Announcements Office
ASX Limited
Level 8, Exchange Plaza
2 The Esplanade
PERTH WA 6150

By Email

Dear Sir / Madam

NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL HOLDER IN LEMUR RESOURCES LTD (COMPANY)

We act for Bushveld Minerals Limited Incorporated in Guernsey with registration number 54506) (**Bushveld**).

We attach a "Notice of Change of Interests of Substantial Holder – Form 604" in relation to an increase in Bushveld's voting power in the Company. Bushveld's voting power has increased to 57.20% due to an off-market purchase made by Bushveld on 22 August 2014; this is a 2.81% increase in Bushveld's voting power since the date 6 months prior.

Bushveld's last substantial shareholder notice, lodged prior to the completion of its takeover offer for all of the ordinary shares in Lemur, showed Bushveld's voting power as 53.67%. Bushveld's voting power increased to 54.39% at the completion of the takeover offer before being diluted to 52.22% following the share issue on 24 February 2014.

Yours faithfully



STEINEPREIS PAGANIN

Encl.

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme Lemur Resources Limited (**Lemur**)

ACN/ARSN ACN 147 241 361

1. Details of substantial holder (1)Name Bushveld Minerals Limited (**Bushveld**)

ACN/ARSN (if applicable) Incorporated and registered in Guernsey with registration number 54506

There was a change in the interests of the substantial holder on 22 August 2014

The previous notice was given to the company on 26 September 2013

The previous notice was dated 26 September 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 (ORD)	103,319,738	53.67%	114,697,097	57.20%

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
22 August 2014	Bushveld	Acquisition of Lemur shares via off market purchase	8,000,000 shares in Bushveld	10,000,000 ordinary shares	10,000,000

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
Bushveld	Bushveld Minerals Limited	Bushveld Minerals Limited	Registered Shareholder	114,697,097	114,697,097

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	

6. Addresses

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

Name	Address
Lemur Resources Limited	Suite 1, Ground Floor, 83 Havelock Street, WEST PERTH WA 6005
Bushveld Minerals Limited	C/- Steinepreis Paganin, Level 4, 16 Milligan Street, PERTH WA 6000 (Attention Jonathan Murray)

Signature

print name FORTUNE MOJAPELO capacity CHIEF EXECUTIVE OFFICER

sign here



date 22 AUGUST 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.