

Form 604**Corporations Act 2001
Section 671B****Notice of change of interests of substantial holder**

To Company Name/Scheme Minerals Corporation Limited

ACN/ARSN ACN 002 529 160

1. Details of substantial holder (1)

Name Jane Valentine Whiddon

ACN/ARSN (if applicable)

There was a change in the interests of the
substantial holder on 10/09/2014The previous notice was given
to the company on 26/08/2014

The previous notice was dated 26/08/2014

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 | 1,695,714 | 11.50% | 1,891,472 | 12.82% |
| | | | | |

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 |
|----------------|--|----------------------|---|---|-------------------------|
| 10/09/14 | 6466 Investments Pty Ltd | On market | 0.06 | 195,758 | 195,758 |
| | | | | | |
| | | | | | |
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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 |
|---|---|--|---------------------------------|--------------------------------|----------------|
| Nautical Holdings WA Pty Ltd <Abandon Ship Super Fund A/C> | Nautical Holdings WA Pty Ltd <Abandon Ship Super Fund A/C> | N/A | Indirect | Ord 606,061 | Ord 606,061 |
| | | | | | |

| | | | | | |
|---|---|-----|----------|---------------|---------------|
| Lagral Strategies Pty Ltd <Lagral Family A/C> | Lagral Strategies Pty Ltd <Lagral Family A/C> | N/A | Indirect | Ord 189,394 | Ord 189,394 |
| 6466 Investments Pty Ltd | 6466 Investments Pty Ltd | N/A | Indirect | Ord 1,096,097 | Ord 1,096,097 |
| | | | | | |
| | | | | | |

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 (3) 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 |
|--|-------------------------------|
| Nautical Holdings WA Pty Ltd <Abandon Ship Super Fund A/C> | PO Box 752 Cottlesloe WA 6911 |
| Lagral Strategies Pty Ltd <Lagral Family A/C> | PO Box 752 Cottlesloe WA 6911 |
| 6466 Investments Pty Ltd | PO Box 752 Cottlesloe WA 6911 |
| Jane Valentine Whiddon | PO Box 752 Cottlesloe WA 6911 |
| | |

Signature

print name Jane Valentine Whiddon

capacity Self

sign here

date 10/09/2014

