



18 September 2014

Manager Companies
Companies Announcement Office
Australian Securities Exchange Limited
20 Bridge Street
Sydney NSW 2000

ELECTRONIC LODGEMENT

Dear Sir/Madam,

Notice of compulsory acquisition of BAB shares

On 15 September 2014 Norton Gold Fields Limited (**Norton**) closed its off-market takeover offer for all the fully paid ordinary shares in Bullabulling Gold Limited (ACN 153 234 532) (**BAB**) (**Offer**).

Norton acquired a relevant interest in more than 90% of BAB's shares and will now exercise its right to acquire the remaining shares under the compulsory acquisition provisions of the Corporations Act 2001 (Cth), on the same terms as under the Offer.

Accompanying this letter is a letter from Norton to remaining BAB shareholders and an ASIC Form 6021 (**Compulsory Acquisition Notice**). The Compulsory Acquisition Notice was lodged today with the Australian Securities and Investments Commission and Norton will dispatch the letter to remaining BAB shareholders.

Yours faithfully

A handwritten signature in black ink, appearing to read 'Richard Jones', is written over a light blue horizontal line.

Richard Jones
Company Secretary
Norton Gold Fields Limited



18 September 2014

Dear BAB Securityholder

NOTICE OF COMPULSORY ACQUISITION OF BULLABULLING GOLD LIMITED SHARES

As set out in its Bidder's Statement dated 17 April 2014, Norton Gold Fields Limited (**Norton**) made an off-market takeover bid for all the fully paid ordinary shares in Bullabulling Gold Limited (ACN 153 234 532) (**BAB**) (**Offer**).

The Offer closed at 7.00pm (GMT) on 15 September 2014.

As Norton acquired a relevant interest in more than 90% of BAB shares under the Offer, it will now exercise its right to acquire the remaining shares (and any new shares issued upon the exercise of options in the next 6 weeks) under the compulsory acquisition provisions of the *Corporations Act 2001* (Cth) (**Corporations Act**) on the same terms as under the Offer.

Our records indicate that you did not accept the Offer or hold options in BAB. Accordingly, accompanying this letter is an ASIC Form 6021 (**Notice of compulsory acquisition following takeover bid**). Please disregard this letter and the Notice of compulsory acquisition following takeover bid if you have accepted the Offer or otherwise disposed of all of your BAB shares.

In accordance with the Corporations Act, the compulsory acquisition process will likely take approximately four to six weeks to complete and at its conclusion, Norton will issue BAB the consideration for your BAB shares. You will then be entitled to claim the consideration from BAB.

Please note that you do not need to sign or return the enclosed notice. In due course you will be sent a letter which will set out details for the method to claim the consideration issued to you upon compulsory acquisition of your BAB shares.

Yours faithfully

A handwritten signature in black ink, appearing to read 'Richard Jones', is written over a light blue horizontal line.

Richard Jones
Company Secretary
Norton Gold Fields Limited

Notice of compulsory acquisition following takeover bid

Notice

To each holder of:

Description of class of securities to which the bid relates

Fully paid ordinary shares
(‘Bid Class Securities’)

Name of target company or body

in
Name (‘the Company’)
Bullabulling Gold Limited
ACN/ARBN/ARSN
ACN 153 234 532

Tick applicable box(es)

- and each holder of securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid related.
- and each holder of non-transferable securities issued under an employee incentive scheme referred to in paragraph 2.

Name of bidder

1. Under a takeover bid offers were made by
Norton Gold Fields Limited

in respect of the acquisition of Bid Class Securities in the company.

Tick one box

The offers

- closed
 are scheduled to close

Date offers closed or are scheduled to close

on

Date
1 5 / 0 9 / 1 4
[D] [D] [M] [M] [Y] [Y]

Tick applicable box(es).
(see subsection 661A(4) and (4A))

2. You are, as at the date of this notice, the holder of one or more of the following
- securities in respect of which the takeover offer was made, but have not accepted the offer. (If you have accepted the offer but have received this notice you do not need to do anything in response to this notice—the bidder will acquire your securities under the offer.)
 - securities to which the bid related issued after the end of the offer period and before the date of this notice
 - securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid related
 - securities issued under an employee incentive scheme to which restrictions on transfer apply under the company’s constitution or the terms of issue, being

Description of securities

Description of securities

the following securities in the bid class in which the bidder has a relevant interest

Tick one box

3. The bidder gives you notice under subsection 661B(1) of the Corporations Act 2001 (‘the Act’) that the bidder has become entitled pursuant to subsection

- 661A(1)
 661A(3)

of the Act to compulsorily acquire your securities and desires to acquire those securities.

Continued... Notice

Date of lodgement

4. Under section 661D of the Act, you have the right, by notice in writing given to the bidder within one month after this notice is lodged with ASIC, to ask the bidder for a written statement of the names and addresses of everyone else the bidder has given this notice to.

This notice was lodged with ASIC on

Date

/
[D] [D] [M] [M] [Y] [Y]

Insert paragraph 4A only where alternative forms of consideration were offered under the bid.

- 4A. You are entitled, within one month after being given this notice (see paragraph 8), or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is the later, by notice in writing to the bidder, to elect which of the following forms of consideration will apply to the acquisition of your securities:

Details of alternative terms

If you do not elect which of the alternative forms of consideration will apply to the acquisition of your securities, the form of consideration that will apply will be:

Set out the terms that will apply

5. Under section 661E of the Act, you have the right, within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is later, to apply to the Court for an order that the securities not be compulsorily acquired.

Tick one box

6. The bidder is entitled and bound to acquire the securities on the terms that applied under the takeover bid immediately before

- this notice was given.
 the end of the offer period.

7. Unless the Court otherwise orders, on application made by you under section 661E of the Act within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement under section 661D (as referred to in paragraph 4 of this notice), whichever is the later, the bidder must comply with paragraph 6 of this notice.

8. A notice sent by post to you is taken to be given to you 3 days after it is posted.

Signature

Name of person signing

Richard Jones

Capacity

Company Secretary

Signature



Date signed

/
[D] [D] [M] [M] [Y] [Y]