

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme

Helix Resources Limited (the Company)

ACN/ARSN

ACN 009 138 738

1. Details of substantial holder (1)

Name

Nuevo Royalty Limited (Nuevo), Acta Investment Group Pty Ltd (Acta) and Michael George Frederick Povey (together the Acta Entities)

ACN/ARSN (if applicable)

NZBN 9429047868694 and ACN 678 845 004 respectively

There was a change in the interests of the substantial holder on

15/01/2025

The previous notice was given to the company on

2/01/2025

The previous notice was dated

2/01/2025

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)
Fully paid ordinary shares	662,258,087	19.685%	733,766,159	21.811%

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
3/01/2025	Acta Entities	Acquisition of a relevant interest in fully paid ordinary shares pursuant to contracts arising as a result of acceptances of the offer made under Acta's off market proportional takeover offer as set out in the bidder's statement dated 15 October 2024 (Takeover Offer).	\$0.005 per share, as per and subject to the terms of the Takeover Offer.	152 fully paid ordinary shares	152
6/01/2025				31,242 fully paid ordinary shares	31,242
7/01/2025				2,471,428 fully paid ordinary shares	2,471,428

8/01/2025				1,583,333 fully paid ordinary shares	1,583,333
10/01/2025				4,377,647 fully paid ordinary shares	4,377,647
13/01/2025				15,213,386 fully paid ordinary shares	15,213,386
14/01/2025				6,422,029 fully paid ordinary shares	6,422,029
15/01/2025				41,408,855 fully paid ordinary shares	41,408,855

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
Refer to Annexure A					

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
Not applicable	Not applicable

6. Addresses

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

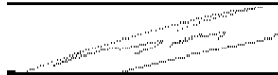
Name	Address
Nuevo Royalty Limited	74 Speargrass Flat Road, Rd 1, Queenstown, 9371 , New Zealand
Michael George Frederick Povey and Acta Investment Group Pty Ltd	105 Temby Avenue Kalamunda WA 6076

Signature

print name Michael George Frederick Povey

Director and substantial holder

sign here



date

17/01/2025

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 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.
- (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.

Annexure A

This is Annexure A of 2 Pages referred to in Form 604 'Notice of change of interests of substantial holder'.

Michael George Frederick Povey
17 January 2025

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
Acta Investment Group Pty Ltd	Citicorp Nominees Pty Ltd	Citicorp Nominees Pty Ltd	Indirect. Deemed relevant interest in shares held by associate Nuevo Royally Limited as they are a person with whom Acta Investment Group Pty Ltd is acting in concern in relation to the affairs of Helix Resources Limited.	550,531,463 fully paid ordinary shares (being the below shares held by Nuevo Royally Limited through Citicorp Nominees Pty Ltd)	550,531,463
	Acta Investment Group Pty Ltd	Acta Investment Group Pty Ltd	Direct.	100,000,000 fully paid ordinary shares	100,000,000
	Shareholders of the Company who have accepted offers under the Takeover Offer	Acta Investment Group Pty Ltd, subject to the terms of the Takeover Offer	Direct. Relevant interest under section 608(8) of the Corporations Act as a result of acceptance of offers under the Takeover Offer. The shares that are the subject of these acceptances have not yet been transferred into the name of Acta.	83,234,696 fully paid ordinary shares	83,234,696
Nuevo Royalty Limited	Citicorp Nominees Pty Ltd	Citicorp Nominees Pty Ltd	Relevant interest under section 608(1)(b) and 608(1)(c) of the Corporations Act 2001 (Cth) being a relevant interest exercised through the right to vote and a power to dispose of the shares.	550,531,463 fully paid ordinary shares	550,531,463
	Acta Investment Group Pty Ltd	Acta Investment Group Pty Ltd	Indirect. Deemed relevant interest in shares held by associate Acta Investment Group Pty Ltd as they are a person with whom Nuevo Royalty Limited is acting in concern in relation to the affairs of Helix Resources Limited.	100,000,000 fully paid ordinary shares (being the above shares held by Acta Investment Group Pty Ltd)	100,000,000

	Shareholders of the Company who have accepted offers under the Takeover Offer	Acta Investment Group Pty Ltd, subject to the terms of the Takeover Offer	Indirect. Deemed relevant interest in shares in which associate Acta Investment Group Pty Ltd has a relevant interest in (under section 608(8) of the Corporations Act as a result of acceptance of offers under the Takeover Offer), as they are a person with whom Nuevo Royalty Limited is acting in concert in relation to the affairs of Helix Resources Limited.	83,234,696 fully paid ordinary shares	83,234,696
Michael George Frederick Povey	Citicorp Nominees Pty Ltd	Citicorp Nominees Pty Ltd	Indirect. Deemed relevant interest under section 608(3)(a) or 608(3)(b) of the Corporations Act 2001, being a relevant interest held through a body corporate (Nuevo Royalty Limited and Acta Investment Group Pty Ltd) in which Mr Povey's voting power is above 20% or that Mr Povey controls.	550,531,463 fully paid ordinary shares (being the above shares held by Nuevo Royalty Limited through Citicorp Nominees Pty Ltd)	550,531,463
	Acta Investment Group Pty Ltd	Acta Investment Group Pty Ltd	Indirect. Deemed relevant interest under section 608(3)(a) or 608(3)(b) of the Corporations Act 2001, being a relevant interest held through a body corporate (Nuevo Royalty Limited and Acta Investment Group Pty Ltd) in which Mr Povey's voting power is above 20% or that Mr Povey controls.	100,000,000 fully paid ordinary shares (being the above shares held by Acta Investment Group Pty Ltd)	100,000,000
	Shareholders of the Company who have accepted offers under the Takeover Offer	Acta, subject to the terms of the Takeover Offer	Indirect. Deemed relevant interest under section 608(3)(a) or 608(3)(b) of the Corporations Act 2001, being a relevant interest held through a body corporate (Nuevo Royalty Limited and Acta Investment Group Pty Ltd) in which Mr Povey's voting power is above 20% or that Mr Povey controls.	83,234,696 fully paid ordinary shares (being the above shares in which Acta Investment Group Pty Ltd has a relevant interest)	83,234,696