

Form 605Corporation Act 2001
Section 671B**Notice of ceasing to be a substantial shareholder**

To: Company Name/Scheme
ACN/ARSN

Windward Resources Limited
158 432 270

1. Details of substantial holder

Name Mark Gareth Creasy, Yandal Investments Pty Ltd (A.C.N. 070 684 810), Lake Rivers Gold Pty Ltd (A.C.N. 122 986 681), Ponton Minerals Pty Ltd (A.C.N. 108 313 024), NBX Pty Ltd (A.C.N. 140 719 491)
Great Southern Gold Pty Ltd (A.C.N. 123 821 545)

ACN/ARSN (if applicable) As Above

The holder ceased to be a substantial holder on 11/11/2016

The previous notice was given to the company on 31/03/2015

The previous notice was dated 31/03/2015

2. Changes in relevant changes

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 (6) and number of securities affected	Person's votes affected
11.11.16	Lake Rivers Gold Pty Ltd	Off-Market Takeover Offer by Independence Group NL	\$2,984,633.05	15,708,595 Fully Paid Ordinary Shares	15,708,595
11.11.16	Ponton Minerals Pty Ltd	Off-Market Takeover Offer by Independence Group NL	\$170,536.97	897,563 Fully Paid Ordinary Shares	897,563
11.11.16	Mark G.Creasy	Off-Market Takeover Offer by Independence Group NL	\$116,961.15	615,585 Fully Paid Ordinary Shares	615,585
11.11.16	NBX Pty Ltd	Off-Market Takeover Offer by Independence Group NL	\$281,862.72	1,483,488 Fully Paid Ordinary Shares	1,483,488
11.11.16	Yandal Investments Pty Ltd	Off-Market Takeover Offer by Independence Group NL	\$2,066,250.00	10,875,000 Fully Paid Ordinary Shares	10,875,000
11.11.16	Great Southern Gold Pty Ltd	Off-Market Takeover Offer by Independence Group NL	\$12,692.00	66,800 Fully Paid Ordinary Shares	66,800

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	Nature of association
N/A	

4. Addresses

The addresses of persons named in this form are:

Name	Address
Yandal Investments Pty Ltd	PO Box 1492, West Perth WA 6872
Lake Rivers Gold Pty Ltd	PO Box 1492, West Perth WA 6872
NBX Pty Ltd	PO Box 1492, West Perth WA 6872
Great Southern Gold Pty Ltd	PO Box 1492, West Perth WA 6872
Ponton Minerals Pty Ltd	PO Box 1492, West Perth WA 6872
Mark G. Creasy	PO Box 1492, West Perth WA 6872

Signature

name Mark Gareth Creasy Capacity Sole Director & Secretary

signature  Date 14 November 2016

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 4 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 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.

(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.