

File No: BIP 2126

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FACSIMILE MESSAGE

ORGANISATION:

Australian Stock Exchange

ATTENTION:

Company Announcements Office

FAX NUMBER:

1300 135 638

FROM:

Allan Parapuram

PHONE: 02-9238-5927

DATE:

5 December 2016

Number of pages including this one: 4

Please find attached a form 604 "Notice of change of interests of substantial holder" in relation of SAS Trustee Corporation and Gold Road Resources Ltd.

A copy of the form has been sent to the company registrar.

Kind Regards

Allan Parapuram General Counsel

SAS Trustee Corporation

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Form 604

Corporations Act 2001 Section 671B

Notice of change of interests of substantial holder

To_Company Name/Scheme	GOLD ROAD RESOURCES LTD	 	
ACN/ARSN	109 289 527		

1. Details of substantial holder(1)

Name SAS TRUSTEE CORPORATION

ABN 29239066746 ACTV AFSIN (if applicable)

Therewas a change in the interests of the

substantial holder on

29/11/2016

The previous notice was given to the company on

22/06/2015

The previous notice was dated

22/06/2015

2 Previous and present voting power

The total number of votes attached to all the voting shares in the companyor 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 companyor scheme, are as follows:

Class of securities (4)	Frevious natice		Present notice		
	Parson's votes	Voting power (5)	Ferson's votes	Voting power (5)	
Ordinary Shares	36,692,538.00	6.17%	44,503,279.00	5.11%	

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 relevent interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Parson's votes affected
29/11/2016	SAS TRUSTEE CORPORATION	Share Purchase	REFER TO ANNEXURE 1		SAS TRUSTEE CORPORATION

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			Nature of relevent interest (6)	Gess and number of securities	Ferson's votes
SAS Trustee Corporation	J.P. Morgan Nominees Australia Limited	N/A	Beneficial owner as trustee of certain superannuation schemes under Superannuation Administration Act 1996 (NSW)	Ordinary Shares	5.11%

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 companyor scheme are as follows:

Name and AOV APSN (f applicable)	Nature of association	
n/a	<u>-</u>	

6. Addresses

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

Name	Address
SAS Trustee Corporation	Level 16, 83 Clarence Street, Sydney, NSW 2000
J.P. Morgan Nominees Australia Limited	Level 18, 85 Castlercagh Street, Sydney, NSW, 2000

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print name ALLAN PARAPURAM

CORPANT SECRETARY

sign here

Mr_

date

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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 nemes 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.
- 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:
 - any relovant agreement or other dircumstances 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 persongiving 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 or entitled to receive in relation to that acquisition. 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.

Annexure 1

SAS Trustee Corporation ABN 29 239 066 746

GOLD ROAD RESOURCES LTD ACN 109 289 527

This is Annexure 1 of one page referred to in form 604 Notice of Initial Substantial holder.

Pfolio	Security	Short Name	Çипелсу	Trans.	Contract	Units	Unit Gross Gross	Value	ContractDate
SDEP		GOLD ROAD RESOURCES	ALID	OS-SAL		484879	0.64	310322.56	29/11/2016
+			_	OS-SAL		1094313		700360 32	29/11/2016
STEP	B15F5K1	GOLD ROAD RESOURCES	AUD	OS-SAL		1034313	0.04	700300.02	23/1//2010

Allan Parapuram

General Counsel & Company Secretary

SAS Trustee Corporation