



## FACSIMILE MESSAGE

**To** : Company Announcements Office      **Fax No** : (61) 2 9778 0999  
Australian Securities Exchange Limited

**CC** : Mr. David Stokes      **Fax No** : (61) 8 9485 2305  
Mount Gibson Iron Limited

**From** : Twinnie Lau      **Fax No** : (852) 2541 9133

**Date** : 28 June 2017      **Page(s)** : 7 (including this page)

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Dear Sirs,

**Mount Gibson Iron Limited (ACN: 008 670 817)**

Please find enclosed a Form 604 – Notice of change of interests of substantial holder dated 28 June 2017 in respect of the interests of APAC Resources Limited (“**APAC**”) in Mount Gibson Iron Limited (ASX: MGX) (“**MGX**”).

The changes notified in the enclosed Form 604 are a result of an internal restructuring within the APAC Group relating to an intragroup transfer of shares in MGX from APAC Resources Capital Limited and APAC Resources Strategic Holdings Limited, respectively, to APAC Resources Investments Limited, all of which are wholly-owned subsidiaries of APAC. The relevant interest in MGX held by the APAC Group remains unchanged.

Yours faithfully,  
*For and on behalf of*  
**APAC RESOURCES LIMITED**

Twinnie Lau  
Company Secretary

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

**To Company Name/Scheme** Mount Gibson Iron Limited

**ACN/ARSN** 008 670 817

**1. Details of substantial holder (1)**

**Name** APAC Resources Limited and its related bodies corporate, including the entities referred to in section 1 of Annexure A ("APAC Group")

**ACN/ARSN (if applicable)** N/A

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

28/06/2017

The previous notice was given to the company on

27/06/2016

The previous notice was dated

27/06/2016**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)
See section 2 of Annexure A				

**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
See section 3 of Annexure A					

**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 (6)	Nature of relevant interest (6)	Class and number of securities	Person's votes
<b>See section 4 of Annexure A</b>					

**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
<b>See section 5 of Annexure A</b>	

**6. Addresses**

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

Name	Address
<b>See section 6 of Annexure A</b>	

**Signature**

print name **Lau Tung NI** capacity **Company Secretary**

sign here  date **28/06/2017**

**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 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 "A"****Form 604  
Notice of Change of Interests of Substantial Holder****Mount Gibson Iron Limited  
ACN 008 670 817**

This is Annexure "A" of 3 pages referred to in the Form 604 (Notice of Change of Interests of Substantial Holder), signed by me and dated 28 June 2017.


Signed: **Lau Tung Ni****1. Details of substantial holder**

Substantial holder ("APAC Group")
APAC Resources Limited and its related bodies corporate, including the entities listed in the first column of the table in section 6 of this Annexure A ("APAC Group")

**2. Previous and present voting power**

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Fully paid ordinary shares ("Shares")	323,780,748	29.67% (based on 1,091,279,435 Shares on issue)	323,780,748	29.53% (based on 1,096,562,516 Shares on issue)

**3. Changes in relevant interests**

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
28/06/2017	APAC Group	Intragroup transfer of 89,357,288 Shares from APAC Resources Capital Limited and APAC Resources Strategic Holdings Limited, respectively, to APAC Resources Investments Limited.	A\$25,314,920	89,357,288 Shares	89,357,288

**4. Present relevant interests**

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
APAC Group	Sun Hung Kai Investment Services Ltd <Client A/C>	Fortune Desire Investments Limited	Controller of shares within the meaning of section 608(1)(b) and (c) of the <i>Corporations Act 2001</i> (Cth)	151,523,460 Shares	151,523,460
APAC Group	APAC Resources Investments Limited	APAC Resources Investments Limited	Holder of shares within the meaning of section 608(1)(a) of the <i>Corporations Act 2001</i> (Cth)	172,257,288 Shares	172,257,288

**5. Changes in association**

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

**6. Addresses**

Name	Address
APAC Resources Limited	Room 2304, 23rd Floor, Allied Kajima Building, 138 Gloucester Road, Wanchai, Hong Kong
APAC Resources Investments Limited	C/- Room 2304, 23rd Floor, Allied Kajima Building, 138 Gloucester Road, Wanchai, Hong Kong
Fortune Desire Investments Limited	As above
Accardo Investments Limited	As above
APAC Resources Asia Limited	As above
APAC Resources Assets Limited	As above
APAC Resources Beijing Limited	As above
APAC Resources Capital Limited	As above
APAC Resources China Limited	As above
APAC Resources Commodity Trading Limited	As above
APAC Resources Investment Holding Limited	As above
APAC Resources Management Limited	As above

APAC Resources Mining Limited	As above
APAC Resources (Qingdao) Company Limited	As above
APAC Resources Shanghai Limited	As above
APAC Resources Strategic Holdings Limited	As above
APAC Resources Treasury Management Limited	As above
Asia Cheer Trading Limited	As above
First Landmark Limited	As above
Fortune Arm Limited	As above
Hua Loong Textiles Limited	As above
Mount Sun Investments Limited	As above
Park Well International Group Limited	As above
Ruiyu (Shanghai) Investment Consulting Co., Ltd.	As above
Sino Chance Trading Limited	As above
Shanghai Merchants Holdings Limited	As above
Super Grand Investments Limited	As above
Ying Wing (HK) Limited	As above
Ultimate Smart Holdings Limited	As above
Ultra Effort Limited	As above