

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme **URANIUM EQUITIES LIMITED**ACN/ARSN **009 799 553****1. Details of substantial holder (1)**Name **Timothy R B Goyder**

ACN/ARSN (if applicable)

There was a change in the interests of the  
substantial holder on03/07/2017The previous notice was given to the company on 10/02/2017The previous notice was dated 10/02/2017**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)
<b>Fully Paid Ordinary Shares</b>	<b>178,575,354</b>	<b>28.87%</b>	<b>187,645,608</b>	<b>30.28%</b>

**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
<b>See Annexure A</b>					

**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
<b>Timothy R B Goyder</b>	<b>Timothy R B Goyder</b>	<b>Timothy R B Goyder</b>	<b>Direct investment</b>	<b>177,708,687 fully paid ordinary shares</b>	<b>177,708,687</b>

Plato Prospecting Pty Ltd ATF TRB Goyder Superannuation Fund	Plato Prospecting Pty Ltd ATF TRB Goyder Superannuation Fund	Plato Prospecting Pty Ltd ATF TRB Goyder Superannuation Fund	Direct investment  Timothy Goyder is the sole Director and Shareholder of Plato Prospecting Pty Ltd and a member of the TRB Goyder Superannuation Fund.	7,270,254 fully paid ordinary shares	7,270,254
Linda Sullivan	Linda Sullivan	Linda Sullivan	Indirect interest held - Linda Sullivan is the wife of Timothy Goyder	2,666,667 fully paid ordinary shares	2,666,667

#### 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

#### 6. Addresses

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

Name	Address
Timothy R B Goyder and Plato Prospecting Pty Ltd	PO Box 1116 West Perth WA 6872
Linda Sullivan	C/- PO Box 1116 West Perth WA 6872

### Signature

print name	Timothy R B Goyder	capacity	Registered holder & Director, Plato Prospecting Pty Ltd
sign here		date	03/07/2017

#### 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.

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- (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.
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**Form 604**  
Corporations Act 2001 Section 671B

Notice of change of interests of substantial holder  
**Appendix A**

**Uranium Equities Limited**  
ACN 009 799 553

**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
16/02/2017	Timothy R B Goyder	On market purchase	\$10,527	694,192 fully paid ordinary shares	694,192
17/02/2017	Timothy R B Goyder	On market purchase	\$4,638	305,808 fully paid ordinary shares	305,808
20/02/2017	Timothy R B Goyder	On market purchase	\$4,399	290,052 fully paid ordinary shares	290,052
22/02/2017	Timothy R B Goyder	On market purchase	\$3,310	218,301 fully paid ordinary shares	218,301
23/02/2017	Timothy R B Goyder	On market purchase	\$243	16,050 fully paid ordinary shares	16,050
24/02/2017	Timothy R B Goyder	On market purchase	\$7,212	475,597 fully paid ordinary shares	475,597
07/03/2017	Timothy R B Goyder	On market purchase	\$36,396	3,000,000 fully paid ordinary shares	3,000,000
27/06/2017	TRB Goyder Super Fund	On market purchase	\$23,343	3,869,254 fully paid ordinary shares	3,869,254
28/06/2017	TRB Goyder Super Fund	On market purchase	\$754	125,000 fully paid ordinary shares	125,000
30/06/2017	TRB Goyder Super Fund	On market purchase	\$456	76,000 fully paid ordinary shares	76,000