

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme Paradigm Metals Limited

ACN/ARSN 28 102 747 133

1. Details of substantial holder (1)

Name Mr Jason Peterson

ACN/ARSN (if applicable) n/a

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

23 / 06 / 2015

The previous notice was given to the company on

29 / 01 / 2015

The previous notice was dated

29 / 01 / 2015

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 of scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary fully paid (O.F.P.)	87,874,811	11.15%	87,249,811	9.99%

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 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
09/06/2015	Professional Payment Services Pty Ltd	OMT to Celtic No 2 AC	\$Nil	35,000,000	Mr Jason Peterson
09/06/2015	Celtic Capital Pty Ltd <Celtic Capital No 2 A/C>	OMT from Celtic No 2 AC	\$Nil	35,000,000	Mr Jason Peterson
03/03/2015	Mr Jason Peterson & Mrs Lisa Peterson <J & L Peterson S/F A/C>	On Market Sale	\$2,500.00	625,000	Mr Jason Peterson

4. Present relevant interest

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
Professional Payment Services Pty Ltd	Professional Payment Services Pty Ltd	Professional Payment Services Pty Ltd	Direct	Nil	Nil
Celtic Capital Pty Ltd <Celtic Capital No 2 A/C>	Celtic Capital Pte Ltd <Celtic Capital No 2 A/C>	Celtic Capital Pte Ltd <Celtic Capital No 2 A/C>	Direct	35,000,000	35,000,000
Mr Jason Peterson & Mrs Lisa Peterson <J & L Peterson S/F A/C>	Mr Jason Peterson & Mrs Lisa Peterson <J & L Peterson S/F A/C>	Mr Jason Peterson & Mrs Lisa Peterson <J & L Peterson S/F A/C>	Direct	52,249,811	52,249,811

6. 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:

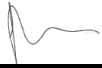
Name and ACN/ARSN (if applicable)	Nature of association
Professional Payment Services Pty Ltd <The Celtic Capital A/C>	Director
Celtic Capital Pty Ltd <Celtic Capital No 2 A/C>	Director
Mr Jason Peterson & Mrs Lisa Peterson <J & L Peterson S/F A/C>	Trustee

7. Addresses

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

Name	Address
Professional Payment Services Pty Ltd	C/O PO Box Z5467, St Georges Tce, Perth WA 6831
Celtic Capital Pty Ltd <Celtic Capital No 2 A/C>	C/O PO Box Z5467, St Georges Tce, Perth WA 6831
Mr Jason Peterson & Mrs Lisa Peterson <J & L Peterson S/F A/C>	C/O PO Box Z5467, St Georges Tce, Perth WA 6831

Signature

print name	Mr Jason Peterson	capacity	Director
sign here		date	01 / 07 / 2015