



TO: Australian Securities Exchange Limited ("ASX")
FROM: Ochre Group Holdings Limited (ASX" OGH)
DATE: 31 October, 2014
SUBJECT: Activities Report – September Quarter 2014

HIGHLIGHTS

- **Completion of Transaction with Ascot Resources**
- **Completion of Unmarketable Parcel Buy-Back and Announcement of on Market Buy-Back**
- **Increase in Cash offer for Gondwana Resources (GDA) & Offer is now Free of Any Conditions.**

Corporate

Completion of Transaction with Ascot Resources

- Previously reported Mineral Resource estimate highlights that Wonmunna is host to 84.3Mt of iron ore at an average Fe grade of 56.5% (at a 50% Fe cut-off grade) with 65% of the estimate in the Indicated Resource category.
- Project area intersected by the Great Northern Highway providing direct road access to Port Hedland.
- Extensive resource, environmental, heritage, groundwater and scoping studies completed providing a solid foundation for future planned mine development.
- Ascot's Management team has a proven track record in successfully developing greenfield iron ore projects from exploration through to production.
- Consideration payable by Ascot for Wonmunna comprises:
 - i. the issue of 50 million fully paid ordinary Ascot shares;
 - ii. A\$2 million cash consideration
 - iii. A further A\$19.95 million payable five years from first production, paying an annual coupon of 5.88%; and
 - iv. a 1% gross revenue royalty commencing 12 months after the first shipment..

- Global mining investment fund manager Resource Capital Funds and Commodity Trading Group Gunvor participate in Ascot placement for \$5m each at a price of \$0.25.

Completion of Unmarketable Parcel Buy-Back and Announcement of On Market Buy-back

The Company completed a sale of un-marketable parcels during the quarter. A total of 4,082,972 shares representing 1635 shareholders were sold within the facility and subsequently cancelled. Consideration totaled \$93,091.76.

The Company also announced the implementation of an on market buy-back under the 10/12 limit during the quarter for the purposes of providing liquidity in what continues to remain tough and trying market conditions and to take advantage of the significant discount to NTA that the current price of Ochre Shares represent.

Takeover bid for Gondwana Resources Limited

The Company continues to assess various strategic investment opportunities within the natural resources sector. During the quarter, the company announced an increase in its cash offer of \$0.082/share for those shares in Gondwana that it does not currently own to \$0.115/share. Ochre presently holds a 19.09% interest in Gondwana (ASX:GDA), including acceptances to date.

Gondwana Resources is a mineral exploration company whose assets include a A\$1.13 p/tonne royalty over the Corunna Downs Iron Ore Project, owned and operated by Atlas Iron.

The Company announced yesterday that it had removed all conditions to the takeover offer, which expires on 10 November, 2014.

**By Order of the Board
Ochre Group Holdings Limited**