

**Form 603**Corporations Act 2001  
Section 671B**Notice of initial substantial holder**To Company Name/Scheme Capital Mining Limited

ACN/ARSN 104 551 171

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

Name Chapmans Limited

ACN/ARSN (if applicable) 34 000 012 386

The holder became a substantial holder on 28/07/2015

**2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

| Class of securities (4)    | Number of securities | Person's votes (5) | Voting power (6) |
|----------------------------|----------------------|--------------------|------------------|
| Fully paid ordinary shares | 155,000,000          | 155,000,000        | 10.4%            |
|                            |                      |                    |                  |
|                            |                      |                    |                  |

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

| Holder of relevant interest | Nature of relevant interest (7) | Class and number of securities         |
|-----------------------------|---------------------------------|----------------------------------------|
| Chapmans Limited            | Direct                          | 155,000,000 Fully paid ordinary shares |
|                             |                                 |                                        |
|                             |                                 |                                        |

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

| Holder of relevant interest | Registered holder of securities | Person entitled to be registered as holder (8) | Class and number of securities         |
|-----------------------------|---------------------------------|------------------------------------------------|----------------------------------------|
| Chapmans Limited            | Chapmans Limited                | Chapmans Limited                               | 155,000,000 Fully paid ordinary shares |
|                             |                                 |                                                |                                        |
|                             |                                 |                                                |                                        |

**5. Consideration**

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

| Holder of relevant interest | Date of acquisition | Consideration (9) |          | Class and number of securities         |
|-----------------------------|---------------------|-------------------|----------|----------------------------------------|
|                             |                     | Cash              | Non-cash |                                        |
| Chapmans Limited            | 28/07/2015          | \$77,500          | -        | 155,000,000 Fully paid ordinary shares |
|                             |                     |                   |          |                                        |
|                             |                     |                   |          |                                        |
|                             |                     |                   |          |                                        |

**6. Associates**

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

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

**7. Addresses**

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

| Name             | Address                                      |
|------------------|----------------------------------------------|
| Chapmans Limited | Level 10, 52 Phillip Street, Sydney NSW 2000 |
|                  |                                              |
|                  |                                              |

**Signature**

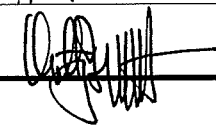
print name

*Anthony Donzel*

capacity

*DIRECTOR*

sign here



Date

*29 July 2015***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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
  - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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