



2 September 2015

ASX Limited  
Market Announcements Office  
20 Bridge Street  
Sydney NSW 2000

Dear Sir/Madam

The Company has received notice from Khan Mongolian Equity Fund (KMEF), a shareholder with a 4.63% interest in the Company, that it has exited from the Asia Capital and Advisers Pte Ltd (ACA) Associated Group.

The ACA Associated Group previously held a 33.63% interest in the Company. The ACA Associated Group now consists of CAAF Ltd (CAAF) and Copper Success Limited (CSL) each with a 13.61% equity holding in the Company (aggregate interest of 27.21%).

Please find attached the following notices disclosing this restructure:

- Khan Mongolia Equity Fund: Notice of ceasing to be a substantial shareholder
- CAAF Limited: Notice of change of interests of substantial shareholder
- Copperplate Success Limited: Notice of change of interests of substantial shareholder

Yours sincerely

**Janine Rolfe**  
Company Secretary



**CONTACT**

Mark Wheatley  
Executive Chairman  
T: +61 417 688 539  
mark.wheatley@xanadumines.com

[www.xanadumines.com](http://www.xanadumines.com)



**AUSTRALIA**

c/o Company Matters Pty Limited  
Level 12, 680 George Street  
Sydney NSW 2000  
T: +612 8280 7497



**MONGOLIA**

2nd Khoroo, Military Town  
AOS Street, Bayanzurkh District  
Ulaanbaatar, Mongolia  
T: +967 5011 0211



**ASX  
XAM**

**Form 605**Corporations Act 2001  
Section 671B**Notice of ceasing to be a substantial holder**To Company Name/Scheme Xanadu Mines LimitedACN/ARSN 114 249 026**1. Details of substantial holder(1)**Name Khan Mongolia Equity FundACN/ARSN (if applicable) N/AThe holder ceased to be a  
substantial holder on 01 / 09 / 2015The previous notice was given to the company on 23 / 03 / 2015The previous notice was dated 15 / 03 / 2015**2. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change(5)	Class (6) and number of securities affected	Person's votes affected
Please refer to Schedule A attached					

**3. Changes in association**

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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
Please refer to Schedule A attached	

**4. Addresses**

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

Name	Address
Please refer to Schedule A attached	

**Signature**print name Narantuguldur Saijrahcapacity Director

sign here

date 01 / 09 / 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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.
- (5) 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

This is "Schedule A" referred to in Form 604 (Notice of change of interests of substantial holder) signed by me and dated 1 September 2015.

---------- (Signature)

Narantuguldur Saijrakh

Director

Khan Mongolia Equity Fund

## 2. Changes in relevant interests

Date of change	Person whose relevant interest changed	Nature of change (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
01/09/2015	CAAF Limited	Change in association	N/A	50,978,792 fully paid ordinary shares	13.61%
01/09/2015	Copper Plate Success Limited	Change in association	N/A	50,978,792 fully paid ordinary shares	13.61%

## 3. Changes in association

Name and ACN/ARSN (if applicable)	Nature of association
CAAF Limited (CAAF) and Copper Plate Success Limited (CSL)	CAAF and CSL ceased to be associates of Khan Mongolia Equity Fund (KMEF), thereby KMEF ceased to be a substantial shareholder of Xanadu Mines Limited.

## 4. Addresses

Name	Address
Khan Mongolia Equity Fund	Maples Corporate Services PO Box 309 Ugland House Grand Cayman KY1-1104 Cayman Islands
CAAF Limited	TMF Services SA Rue de Candolle 17 PO Box 604 12 Geneva 4 Switzerland
Copper Plate Success Limited	Heritage Trust Services (BVI) Limited Ground Floor, Coastal Building Wickhams Cay II PO Box 3169 Road Town Tortola BVI

**Form 604**

Corporations Act 2001

Section 671B

**Notice of change of interests of substantial holder**To Company Name/Scheme Xanadu Mines LimitedACN/ARSN 114 249 026**1. Details of substantial holder (1)**Name CAAF LimitedACN/ARSN (if applicable) N/A

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

01/09/2015

The previous notice was given to the company on

23/03/2015

The previous notice was dated

19/03/2015**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 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)
Fully paid ordinary	119,302,461	32.07%	101,957,584	27.21%

**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
01/09/15	CAAF Limited	Change in association	Nil	50,978,792 fully paid ordinary shares	50,978,792 fully paid ordinary shares
01/09/15	Copper Plate Success Limited	Change in association	Nil	50,978,792 fully paid ordinary shares	50,978,792 fully paid ordinary shares

**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
CAAF Limited	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	Beneficial holder of shares	50,978,792 fully paid ordinary shares	50,978,792 fully paid ordinary shares

Copper Plate Success Limited	BBY Limited	BBY Limited	Beneficial holder of shares	50,978,792 fully paid ordinary shares	50,978,792 fully paid ordinary shares

### 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
Khan Mongolia Equity Fund (KMEF)	KMEF ceased to be an associate of CAAF Limited and Copper Plate Success Limited, thereby reducing the aggregate voting power from 32.07% to 27.21%.

### 6. Addresses

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

Name	Address
Please refer to Schedule A attached	

### Signature

print name HOMESTEAD MANAGEMENT INC capacity DIRECTOR  
 sign here [Signature] date 01 / 09 / 2015

### DIRECTIONS

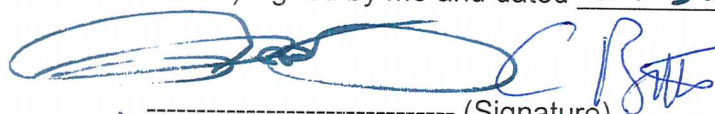
- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially 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 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.

This is "Schedule A" referred to in Form 604 (Notice of change of interests of substantial holder) signed by me and dated 1st September 2015

  
----- (Signature)  
HOMESTEAD MANAGEMENT  
INC ----- (Name)  
DIRECTOR ----- (Position)

CAAF Limited

6. Addresses

Name	Address
CAAF Limited	TMF Services SA Rue de Candolle 17 PO Box 604 12 Geneva 4 Switzerland
Khan Mongolia Equity Fund	Maples Corporate Services PO Box 309 Ugland House Grand Cayman KY1-1104 Cayman Islands
Copper Plate Success Limited	Heritage Trust Services (BVI) Limited Ground Floor, Coastal Building Wickhams Cay II PO Box 3169 Road Town Tortola BVI



**Form 604**

Corporations Act 2001

Section 671B

**Notice of change of interests of substantial holder**To Company Name/Scheme **Xanadu Mines Limited**ACN/ARSN **114 249 026****1. Details of substantial holder (1)**Name **Copper Plate Success Limited**ACN/ARSN (if applicable) **N/A**There was a change in the interests of the substantial holder on **01/09/2015**The previous notice was given to the company on **23/03/2015**The previous notice was dated **19/03/2015****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 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</b>	<b>119,302,461</b>	<b>32.07%</b>	<b>101,957,584</b>	<b>27.21%</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>01/09/15</b>	<b>Copper Plate Success Limited</b>	<b>Change in association</b>	<b>Nil</b>	<b>50,978,792 fully paid ordinary shares</b>	<b>50,978,792 fully paid ordinary shares</b>
<b>01/09/15</b>	<b>CAAF Limited</b>	<b>Change in association</b>	<b>Nil</b>	<b>50,978,792 fully paid ordinary shares</b>	<b>50,978,792 fully paid ordinary shares</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>Copper Plate Success Limited</b>	<b>BBY Limited</b>	<b>BBY Limited</b>	<b>Beneficial holder of shares</b>	<b>50,978,792 fully paid ordinary shares</b>	<b>50,978,792 fully paid ordinary shares</b>

CAAF Limited	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	Beneficial holder of shares	50,978,792 ordinary shares	50,978,792 fully paid ordinary shares

## 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
Khan Mongolia Equity Fund (KMEF)	KMEF ceased to be an associate of Copper Plate Success Limited and CAAF Limited, thereby reducing the aggregate voting power from 32.07% to 27.21%.

## 6. Addresses

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

Name	Address
Please refer to Schedule A attached	

## Signature

print name

Aaron Rotario

capacity

Director

sign here

*[Signature]*

date

01 / 09 / 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 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.

This is "Schedule A" referred to in Form 604 (Notice of change of interests of substantial holder) signed by me and dated 01/09/15.

 (Signature)

Aaron Rozario (Name)

Director (Position)

Copper Plate Success Limited

#### 6. Addresses

Name	Address
Copper Plate Success Limited	Heritage Trust Services (BVI) Limited Ground Floor, Coastal Building Wickhams Cay II PO Box 3169 Road Town Tortola BVI
CAAF Limited	TMF Services SA Rue de Candolle 17 PO Box 604 12 Geneva 4 Switzerland
Khan Mongolia Equity Fund	Maples Corporate Services PO Box 309 Ugland House Grand Cayman KY1-1104 Cayman Islands
BBY Nominees Limited	BBY Nominees Limited Level 13 8 Exhibition Street Melbourne VIC 3000 Australia