# Form 604

**Corporations Act 2001**
**Section 671B**

## Notice of change of interests of substantial holder

| | |
|---|---|
| To Company Name/Scheme | East Coast Minerals N.L. |
| ACN/ARSN | 000 738 885 |

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

| | |
|---|---|
| Name | Esperance Minerals NL |
| ACN/ARSN (if applicable) | 59 009 815 605 |

| | |
|---|---|
| There was a change in the interests of the substantial holder on | 14/08/2009 |
| The previous notice was given to the company on | 26/05/2009 |
| The previous notice was dated | 26/05/2009 |

**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) |
| Ordinary Shares | 9,136,868 | 15.4% | 10,123,210 | 15.3% |
| | | | | |

**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 |
|---|---|---|---|---|---|
| 14/08/2009 | Esperance Minerals NL | Change in relevant interest under Section 608(3) arising from sale of shareholding interest in Minga Pty Ltd in conjunction with acquisition of direct interest in East Coast Minerals NL shareholding (refer annexure) | $20,000 for Minga Pty Ltd shares plus full release to Minga Pty Ltd for outstanding loan balance due to ESM of approx $1.3million | 9,136,868 fp ordinary shares | 9,136,868 fp 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 |
|---|---|---|---|---|---|
| Esperance Minerals NL | Esperance Minerals NL | Esperance Minerals NL | Direct Interest | 10,123,210 fp ordinary shares | 10,123,210 |
| | | | | | |
| | | | | | |

**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 |
|---|---|
| Minga Pty Ltd 000 894 379 | Esperance Minerals NL sold the 40% interest it held in Minga Pty Ltd and acquired a direct interest in the 9,136,868 fp East Coast Minerals NL shares (refer annexure) |
| | |

**6. Addresses**

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

| Name | Address |
|---|---|
| Esperance Minerals NL | Level 10, 1 Margaret Street, Sydney NSW 2000 |
| Minga Pty Ltd | Level 16, 190 Queen Street, Melbourne Vic 3000 |

## Signature

print name John M Hartigan capacity Managing Director / Secretary

**sign here** date 18/08/09

**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.

Annexure to Esperance Minerals NL form 604 to East Coast Minerals NL.

# Asset Sale Agreement

among

Boss Energy Limited (ABN 38 116 834 336)

and

Greenvale Mining NL (ABN 54 000 743 555)

and

Esperance Minerals NL (ABN 59 009 815 605)

and

East Coast Minerals NL (ABN 82 000 738 885)

and

Minga Pty Ltd (ABN 75 000 894 379)

This document is a true copy of the sale agreement in relation to the sale of 20 000 ordinary shares in Minga Pty Ltd by Esperance Minerals NL.

18/8/09

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## Agreement

| | |
|---|---|
| Date | 14 August 2009 |
| Parties | |
| Name | Boss Energy Limited (ABN 38 116 834 336) **(Boss)** |
| Address | Suite 24, 18 Stirling Highway NEDLANDS, WA, AUSTRALIA, 6009 |
| Fax Number | 03 9670 6643 |
| Contact | Winton Willesee |
| Name | Greenvale Mining NL (ABN 54 000 743 555) **(Greenvale)** |
| Address | C/- 1A Group, Level 16, 190 Queen Street, Melbourne VIC 3000 |
| Fax Number | 02 9 240 9821 |
| Contact | Vince Fayad |
| Name | Esperance Minerals NL (ABN 59 009 815 605) **(Esperance)** |
| Address | Level 10, 1 Margaret Street, Sydney NSW 2000 |
| Fax Number | 02 9262 2885 |
| Contact | John Hartigan |
| Name | East Coast Minerals NL (ABN 82 000 738 885) **(East Coast)** |
| Address | Level 10, 1 Margaret Street, Sydney NSW 2000 |
| Fax Number | 02 9262 2885 |
| Contact | Graham Libbesson |
| Name | Minga Pty Ltd (ABN 75 000 894 379) **(Minga)** |
| Address | C/- 1A Group, Level 16, 190 Queen Street, Melbourne VIC 3000 |
| Fax Number | 03 9670 6643 |
| Contact | Winton Willesee |

## Background

A. Greenvale, Esperance and East Coast are public listed companies, and are together the registered, legal and beneficial owners of the following proportions of the Minga Shares:

(a) Greenvale – Greenvale Minga Shares;

(b) Esperance – Esperance Minga Shares; and

(c) East Coast – East Coast Minga Shares.

B. Boss is also a public company with presently an approximately 18% shareholding in Greenvale.

C. Greenvale, Esperance and East Coast have agreed to sell their respective holdings of the Minga Shares to Boss and Boss has agreed to buy all of the Minga Shares, and Esperance has also agreed to extinguish the Esperance Loan in consideration for Minga transferring the East Coast Shares to Esperance, all in accordance with this Agreement.

## Operative part

### 1. Definitions and interpretation

#### 1.1 Definitions

In this Agreement unless the context requires otherwise:

**Act** means the *Corporations Act 2001* (Cth).

**ASX** means ASX Limited ACN 008 624 691.

**Business Day** means a weekday on which banks are open in Sydney.

**Claim** means, in relation to a party, a demand, claim, action, proceeding, judgment, damage, loss, cost, expense or liability incurred by or recovered by or against the party, however arising and whether present, unascertained, immediate, future or contingent and whether or not arising in relation to matters which occurred in the past.

**Completion** means completion of the East Coast Transaction, the Esperance Transaction, the Greenvale Transaction, the Minga Transaction and all other acts for completion in accordance with clause 4.

**Completion Date** means 14 August 2009, or such other date agreed in writing between the parties.

# Signing page

**Executed as an agreement**

**Executed** by **Minga Pty Ltd** ABN 75 000 894 379 in accordance with section 127 of the *Corporations Act 2001* (Cth) by:

| | |
|---|---|
| Signature of Director | Signature of Director/Secretary |
| GRAHAM CLARKSON | |
| Print name of Director | Print name of Director/Secretary |

**Executed** by **Esperance Minerals NL** ABN 59 009 815 605 in accordance with section 127 of the *Corporations Act 2001* (Cth) by:

| | |
|---|---|
| Signature of Director | Signature of Director/Secretary |
| | John M Hamilton |
| Print name of Director | Print name of Director/Secretary |

# Signing page

**Executed as an agreement**

**Executed** by **Minga Pty Ltd** ABN 75 000 894 379 in accordance with section 127 of the *Corporations Act 2001* (Cth) by:

| | |
|---|---|
| ..... | ..... |
| Signature of Director | Signature of Director/Secretary |
| ..... | ..... |
| Print name of Director | Print name of Director/Secretary |

**Executed** by **Esperance Minerals NL** ABN 59 009 815 605 in accordance with section 127 of the *Corporations Act 2001* (Cth) by:

| | |
|---|---|
| ..... | ..... |
| Signature of Director | Signature of Director/Secretary |
| ANTHONY HO | John M Hartigan |
| Print name of Director | Print name of Director/Secretary |

**Executed** by **East Coast Minerals NL** )
ABN 82 000 738 885 in accordance )
with section 127 of the *Corporations* )
*Act 2001* (Cth) by: )
)

| | |
|---|---|
| ..... | ..... |
| Signature of Director | Signature of ~~Director~~/Secretary |
| GRAHAM LIBBESS | John M HARRIGAN |
| Print name of Director | Print name of ~~Director~~/Secretary |

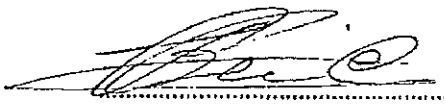
**Executed** by **Greenvale Mining NL** )
ABN 54 000 743 555 in accordance )
with section 127 of the *Corporations* )
*Act 2001* (Cth) by: )
)

| | |
|---|---|
| ..... | ..... |
| Signature of Director | Signature of ~~Director~~/Secretary |
| ..... | ..... |
| Print name of Director | Print name of ~~Director~~/Secretary |

**Executed** by **Boss Energy Limited** )
ACN 116 834 336 in accordance with )
section 127 of the *Corporations Act* )
*2001* (Cth) by: )
)
)

| | |
|---|---|
| ..... | ..... |
| Signature of Director | Signature of Director/Secretary |
| ..... | ..... |
| Print name of Director | Print name of Director/Secretary |

**Executed by Boss Energy Limited** )
ACN 116 834 336 in accordance with )
section 127 of the *Corporations Act* )
*2001* (Cth) by: )
)
)



Signature of Director

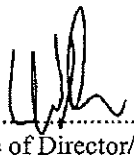
Signature of Director/Secretary

JOSEPH OBEID

Print name of Director

Print name of Director/Secretary

**Executed** by **Boss Energy Limited** )
ACN 116 834 336 in accordance with )
section 127 of the *Corporations Act* )
*2001* (Cth) by: )
)



| | |
|---|---|
| ..... | ..... |
| Signature of Director | Signature of Director/Secretary |
| ..... | Winton Willett |
| Print name of Director | Print name of Director/Secretary |

**Sydney**
Level 16
321 Kent Street
SYDNEY NSW 2000
Ph: 02 9373 3555
Fax: 02 9373 3599

**Our Ref: MSU:MIN008/1**