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**Form 603**Corporations Act 2001  
Section 671B**Notice of initial substantial holder**

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To Company Name/Scheme      MONTERAY MINING GROUP LIMITED

ACN/ARSN                              062 959 540

**1. Details of substantial holder(1)**Name                                      JOHN HANNAFORD;  
RIVERVIEW CORPORATION PTY LTD; ACN 071 087 404  
JAEK HOLDINGS PTY LTD <HANNAFORD FAMILY A/C> ACN 145 089 596

ACN/ARSN (if applicable)      \_\_\_\_\_

The holder became a substantial holder on      21/2 /2011

**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)
ORD FULLY PAID	2,926,613	2,926,613	9.28%

**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
John Andrew Hannaford	Holder	97,663
Emma Kate Hannaford	Holder	10,000
Jaek Holdings Pty Ltd <Hannaford Family a/c>	Holder	2,007,500
Riverview Corporation Pty Ltd	Holder	521,450
John & Emma Hannaford Superannuation Pty Ltd <the Hannaford Super Fund a/c>	Holder	290,000

**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
John Andrew Hannaford	John Andrew Hannaford	John Andrew Hannaford	ORD FPO 97,663
Emma Kate Hannaford	Emma Kate Hannaford	Emma Kate Hannaford	ORD FPO 10,000
Jaek Holdings Pty Ltd <Hannaford Family a/c>	Jaek Holdings Pty Ltd <Hannaford Family a/c>	Jaek Holdings Pty Ltd <Hannaford Family a/c>	ORD FPO 2,007,500
Riverview Corporation Pty Ltd	Riverview Corporation Pty Ltd	Riverview Corporation Pty Ltd	ORD FPO 521,450
John & Emma Hannaford Superannuation Pty Ltd <the Hannaford Super Fund a/c>	John & Emma Hannaford Superannuation Pty Ltd <the Hannaford Super Fund a/c>	John & Emma Hannaford Superannuation Pty Ltd <the Hannaford Super Fund a/c>	ORD FPO 290,000

**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	
John Andrew Hannaford	See Annexure A	20,532	-	ORD FPO 97,663
Emma Kate Hannaford	" "	2,000	-	ORD FPO 10,000
Jaek Holdings Pty Ltd <Hannaford Family a/c>	" "	1,500	400,000	ORD FPO 2,007,500
Riverview Corporation Pty Ltd	" "	99,046	-	ORD FPO 521,450
John & Emma Hannaford Superannuation Pty Ltd <the Hannaford Super Fund a/c>	" "	57,450	-	ORD FPO 290,000

**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
Emma Kate Hannaford	Spouse
Riverview Corporation Pty Ltd	interest arises through shareholding and directorship
Jaek Holdings Pty Ltd <Hannaford Family a/c>	interest arises through shareholding and directorship, and as beneficiary of trust
John & Emma Hannaford Superannuation Pty Ltd <the Hannaford Super Fund a/c>	interest arises through directorship and beneficiary of super fund

**7. Addresses**

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

Name	Address
John Andrew Hannaford	3 Minim Close Mosman Park WA 6012
Emma Kate Hannaford	3 Minim Close Mosman Park WA 6012
Jaek Holdings Pty Ltd <Hannaford Family a/c>	3 Minim Close Mosman Park WA 6012
Riverview Corporation Pty Ltd	3 Minim Close Mosman Park WA 6012
John & Emma Hannaford Superannuation Pty Ltd <the Hannaford Super Fund a/c>	3 Minim Close Mosman Park WA 6012



**Signature**

print name      JOHN HANNAFORD      capacity      Self/Director

sign here      date      23/6 /2011

**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 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.

- (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) 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.

## ANNEXURE A

Holder	Date	Trade	Shares	Price	Consideration	Type
John Hannaford						
		Subscribe	10,000	\$ 0.200	\$ 2,000.00	Prospectus
	29/11/2010	BUY	133	\$ 0.220	\$ 51.41	On Market
	1/12/2010	BUY	30	\$ 0.240	\$ 29.35	On Market
	13/12/2010	BUY	9,970	\$ 0.240	\$ 2,414.95	On Market
	14/12/2010	BUY	2,530	\$ 0.240	\$ 629.35	On Market
	1/03/2011	BUY	75,000	\$ 0.205	\$ 15,407.15	On Market
			<u>97,663</u>		<u>\$ 20,532.21</u>	
Emma Hannaford						
	21/02/2011	Subscribe	10,000	\$ 0.200	\$ 2,000.00	Prospectus
Jaek Holdings Pty Ltd <Hannaford Family A/c>						
		Subscribe	7,500	\$ 0.200	\$ 1,500.00	Prospectus subscription
		Agreement	2,000,000	\$ 0.200		Pursuant to acquisition agreement
Riverview Corporation Pty Ltd						
	21/02/2011	Subscribe	125,000	\$ 0.200	\$ 25,000.00	Prospectus subscription
	1/03/2011	BUY	50,000	\$ 0.210	\$ 10,522.15	On Market
	14/06/2011	BUY	125,000	\$ 0.200	\$ 25,027.50	On Market
	17/06/2011	BUY	30,689	\$ 0.175	\$ 5,390.53	On Market
	20/06/2011	BUY	46,922	\$ 0.175	\$ 8,231.30	On Market
	20/06/2011	BUY	19,311	\$ 0.175	\$ 3,379.43	On Market
	21/06/2011	BUY	38,000	\$ 0.170	\$ 6,479.95	On Market
	21/06/2011	BUY	50,000	\$ 0.175	\$ 8,769.95	On Market
	21/06/2011	BUY	3,078	\$ 0.175	\$ 538.65	On Market
	23/06/2011	BUY	33,450	\$ 0.170	\$ 5,706.45	On Market
			<u>521,450</u>		<u>\$ 99,045.91</u>	
John & Emma Hannaford <Hannaford Super fund A/C>						
	21/02/2011	Subscribe	250,000	\$ 0.200	\$ 50,000.00	Prospectus subscription
	15/06/2011	BUY	8,500	\$ 0.185	\$ 1,597.45	On Market
	16/06/2011	BUY	31,500	\$ 0.185	\$ 5,852.45	On Market
			<u>290,000</u>		<u>\$ 57,449.90</u>	