

**Form 603
Corporations Act 2001
Section 671B**

Notice of initial substantial holder

To: PMI Gold Corporation
ACN: 146 885 609
ASX Code: PVM

1. Details of substantial holder

Name: IOOF Holdings Limited
ACN: 100 103 722

This notice is given by IOOF Holdings Limited on behalf of itself and its subsidiaries.

The holder became a substantial shareholder on: 11/03/2013

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interest in the scheme that the substantial holder or an associate had a relevant interest in on the date the substantial holder is as follows:

Class of securities	Number of securities	Person's votes	Voting Power
Ordinary	20,776,303	20,776,303	5.019%

3. Details of present registered holders

The persons registered as holders of the securities are as follows:

Holder	Registered holder of securities	Person Entitled to be holder	Nature of relevant interest	Class & Number (Ord)	Person's votes
Perennial Investment Partners Limited (ACN 087 901 620)	State Street		Investment Manager	4,683,166	4,683,166
Perennial Investment Partners Limited (ACN 087 901 620)	NAB Asset Servicing		Investment Manager	8,691,601	8,691,601

Perennial Investment Partners Limited (ACN 087 901 620)	JP Morgan		Investment Manager	993,094	993,094
Perennial Investment Partners Limited (ACN 087 901 620)	BNP		Investment Manager	6,408,442	6,408,442

4. Consideration

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

Date	Person	Nature	Consideration	Class & number (ord)	Person's votes
6/12/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 327,170.14	- 400,000	- 400,000
10/12/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 494,844.87	- 605,000	- 605,000
11/12/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 856,595.29	- 1,047,278	- 1,047,278
12/12/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 249,000.00	300,000	300,000
17/12/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 10,884.26	13,571	13,571
18/12/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 337,215.90	420,500	420,500
2/01/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 8,180.64	10,200	10,200
16/01/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 52,712.93	62,719	62,719
24/01/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 113,316.76	143,222	143,222
25/01/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 172,034.16	220,000	220,000
29/01/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 26,291.35	35,000	35,000
30/01/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,196,518.82	1,566,272	1,566,272
31/01/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 112,700.41	149,888	149,888
1/02/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 789,137.80	1,055,277	1,055,277
4/02/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 228,929.16	307,544	307,544
12/02/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 696,758.35	1,000,000	1,000,000
13/02/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 220,849.05	329,778	329,778
18/02/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 504,686.36	833,051	833,051

20/02/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 252,841.46	419,500	419,500
21/02/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 247,045.80	405,500	405,500
22/02/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 156,451.26	258,500	258,500
25/02/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 13,387.79	22,000	22,000
26/02/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,371,181.98	2,206,729	2,206,729
27/02/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 467,151.47	793,001	793,001
6/03/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 7,024.37	12,516	12,516
7/03/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 95,692.10	170,717	170,717
8/03/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 18,801.25	34,422	34,422
11/03/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 81,753.34	153,913	153,913

5. Associates

Name & ACN	Nature of association
Not applicable	

6. Addresses

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

Name	Address
IOOF Holdings Limited	Level 6, 161 Collins Street Melbourne Victoria 3000
Perennial Investment Partners Limited	Level 24, 303 Collins Street Melbourne Victoria 3000
PMI Gold Corporation	408 – 837 West Hastings St Vancouver Canada V6C 3N6