

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder****12. Company Name/Scheme** Republic Gold LimitedACN/ARSN 106 399 311**1. Details of substantial holder (1)**Name Chifley Portfolios Pty LimitedACN/ARSN (if applicable) 001 303 939The holder became a substantial holder on 14 / 11 / 2013**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)
Ordinary Shares	16,500,000	16,500,000	19.904

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
Six Pty Ltd	Shareholder	ORD 10,000,000
RAB (STC) Pty Ltd	Shareholder	ORD 30,000,000
Chifley Portfolios Pty Ltd	Shareholder	ORD 46,500,000

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
Six Pty Ltd	Six Pty Ltd	Six Pty Ltd	ORD 10,000,000
RAB (STC) Pty Ltd	RAB (STC) Pty Ltd	RAB (STC) Pty Ltd	ORD 30,000,000
Chifley Portfolios Pty Ltd	Chifley Portfolios Pty Ltd	Chifley Portfolios Pty Ltd	ORD 46,500,000

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 (\$)		Class and number of securities
		Cash	Non-cash	
Eias Pty Ltd	14 Nov 2013	\$100,000		ORD 10,000,000
RAB (BTC) Pty Ltd	14 Nov 2013	\$200,000		ORD 20,000,000
Chifley Portfolios Pty Ltd	14 Nov 2013	\$465,000		ORD 46,500,000

6. Associates

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

Name and ACHARDN (if applicable)	Nature of association
Eias Pty Ltd ACN: 084 313 048	Director Related Entity
RAB (BTC) Pty Ltd ACN: 078 943 278	Director Related Entity

7. Addresses

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

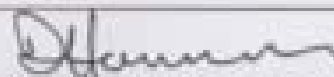
Name	Address
All	Level 7, 151 Macquarie Street, Sydney, NSW 2000

Signature

print name David Hanson

capacity Director

sign here



date 15 / 11 / 2013

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