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**Form 604**

Corporations Act 2001  
Section 671B

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**Notice of Change of interests of substantial holder**

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To Company Name/Scheme TUC Resources Limited

ACN/ARSN 115 770 226

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

Name Anthony Barton and Associates

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

There was a change of interests of the substantial holder on

27 / 02 / 2013

The previous notice was given to the company on

08 / 03 / 2011

The previous notice was dated

08 / 03 / 2011

**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
<b>Ordinary Shares</b>	<b>11,713,146</b>	<b>9.45%</b>	<b>13,150,000</b>	<b>10.49%</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 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>27 / 02 / 2013</b>		<b>On Market Purchases</b>	<b>\$216,057</b>	<b>Ordinary Shares 1,436,854</b>	<b>1.15%</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>Inglewood Lodge Pty Ltd</b>				<b>1,700,000</b>	<b>1.35%</b>
<b>Barton Superannuation Funds</b>				<b>1,000,000</b>	<b>0.80%</b>
<b>Australian Heritage Group Pty Ltd</b>				<b>8,000,000</b>	<b>6.38%</b>
<b>Harvey Springs Estate Pty Ltd</b>				<b>1,500,000</b>	<b>1.20%</b>
<b>Barton &amp; Barton Pty Ltd</b>				<b>700,000</b>	<b>0.56%</b>
<b>Anthony P Barton Family A/c</b>				<b>250,000</b>	<b>0.20%</b>

**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

**6. Addresses**


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

Name	Address
<b>Australian Heritage Group Pty Ltd</b> <Australian Heritage A/C>	<b>PO Box Z5152, Perth WA 6831</b>

**Signature**

print name      **Anthony Barton**      capacity **Director**

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sign here            date      **01 / 03 / 13**

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