



HERBERT  
SMITH  
FREEHILLS

The Manager  
Company Announcements Office  
ASX Limited

4 February 2014

Dear Sir / Madam

**Substantial holder notice**

We act for Eldorado Gold Corporation (**Eldorado**) and attach, on behalf of Eldorado, a Notice of Change of Interests of Substantial Holder (Form 604) relating to Glory Resources Limited.

Yours sincerely

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**Form 604**

Corporations Act 2001

Section 671B

**Notice of change of interests of substantial holder**

To Company Name/Scheme                      Glory Resources Limited (GLY)

ACN/ARSN    142 870 102

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

Name    Eldorado Gold Corporation, Eldorado Gold Coöperatief UA (**Eldorado**) and each of the entities listed in Annexure 'A' (**Eldorado Group Entities**).

ACN (if applicable)                              See Annexure 'A' for the ACNs of the Eldorado Group Entities that are registered or incorporated in Australia.

There was a change in the interests of the substantial holder on                      See Annexure 'B'

The previous notice was given to the company on                      30 January 2014

The previous notice was dated                      30 January 2014

**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 (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	151,318,764	67.52% (based on 224,100,099 ordinary shares on issue)	184,908,764	82.51% (based on 224,100,099 ordinary shares on issue)

**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
See Annexure B	Eldorado Gold Corporation, Eldorado and each of the Eldorado Group Entities	Acquisition of relevant interests pursuant to acceptances of offers dated 22 November 2013 made under Eldorado's off-market takeover bid for all the ordinary shares in GLY on the terms and conditions set out in Eldorado's bidder's statement dated 22 November 2013 (the <b>Offer</b> ).	\$0.17 cash for each GLY ordinary share, subject to the terms and conditions of the Offers	See Annexure B	See Annexure 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
Eldorado	Eldorado	Eldorado	Relevant interest under paragraph 608(1)(a), 608(1)(b) and 608(1)(c) of the <i>Corporations Act 2001</i> (Cth), being a relevant interest arising from holding the shares, having the power to control the exercise of the right to vote attached to the shares and having the power to control the disposal of the shares.	44,595,920 ordinary shares	44,595,920
	GLY shareholders to whom the Offer was made and who have accepted the Offer	Eldorado, subject to the Offer becoming unconditional	Relevant interest under section 608(1) and/or section 608(8) of the <i>Corporations Act 2001</i> (Cth) pursuant to acceptances of the Offers. The shares which are the subject of the acceptances have not yet been transferred into the name of Eldorado.  The power of Eldorado to vote or dispose of the shares that are the subject of acceptances of the Offers is qualified since the Offers have not been declared unconditional and it is not presently registered as the holder of the shares.	140,312,844 ordinary shares	140,312,844
Eldorado Gold Corporation and the Eldorado Group Entities	Eldorado	Eldorado	Relevant interest under section 608(3)(a) and/or s608(3)(b) of the <i>Corporations Act 2001</i> (Cth), being a relevant interest held through a body corporate (Eldorado) in which (1) the voting power of Eldorado Gold Corporation and the Eldorado Group Entities is above 20% and (2) which Eldorado Gold Corporation and/or certain of the Eldorado Group Entities control.	44,595,920 ordinary shares	44,595,920
	GLY shareholders to whom the Offer was made and who have accepted the Offer	Eldorado, subject to the Offer becoming unconditional	Relevant interest under section 608(3)(a) and/or s608(3)(b) of the <i>Corporations Act 2001</i> (Cth), being a relevant interest held through a body corporate (Eldorado) in which (1) the voting power of Eldorado Gold Corporation and the Eldorado Group Entities is above 20% and (2) which Eldorado Gold Corporation and/or certain of the Eldorado Group Entities control. The relevant interest arises through acceptances of the Offers.  The power of Eldorado Gold Corporation and the Eldorado Group Entities to vote or dispose of the shares that are the subject of acceptances of the Offers is qualified since the Offers have not been declared unconditional and Eldorado is not presently registered as the holder of the shares, and neither Eldorado Gold Corporation nor any Eldorado Group Entities are entitled to be registered as the holder of the shares.	140,312,844 ordinary shares	140,312,844

#### 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 (if applicable)	Nature of association
N/A	N/A

#### 6. Addresses

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

Name	Address
Eldorado	Barbara Strozziilaan 101, 1083HN Amsterdam, The Netherlands
Eldorado Gold Corporation and each Eldorado Group Entity	Suite 1188 – 550 Burrard Street, Vancouver, British Columbia V6C 2B5, Canada

#### Signature

print name **Dawn Moss**

capacity **Executive Vice President,  
Administration & Corporate  
Secretary**

sign here



date 4 February 2014

## Annexure 'A'

This is Annexure 'A' of 2 pages referred to in the Form 604 (Notice of Change of Interests of Substantial Holder), signed by me and dated 4 February 2014.



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Dawn Moss  
Executive Vice President, Administration & Corporate Secretary

## Eldorado Group Entities

### Australian Eldorado Group Entities

The following are Eldorado Group Entities incorporated in Australia.

ENTITY	ACN
Eldorado Pacific Pty Limited	140 003 149
Sino Gold Mining Pty Limited	093 518 579
Sino Mining Guizhou Pty Ltd.	094 694 970

### Non-Australian Eldorado Group Entities

The following are Eldorado Group Entities incorporated outside of Australia.

Entity	Country of incorporation
Afcan Mining Corporation	Canada
Brazauro Holdings (Brazil) Ltd.	Canada
Brazauro Recursos Minerais Ltda.	Brazil
Brazauro Resources Corporation	Canada
Candelaria Holdings Limited	British Virgin Islands
Candelaria Pesquisas SA	Brazil
Deva Gold (Barbados) Limited	Barbados
Deva Gold SA	Romania
Eldorado Gold Cooperatief UA	Netherlands
Eldorado Gold (BC) Corp	Canada
Eldorado Gold (Barbados) Limited	Barbados
Eldorado Gold (Beijing) Management Co. Ltd.	People's Republic of China
Eldorado Gold (Greece) BV	Netherlands
Eldorado Gold Holdings (BC) Ltd.	Canada
Eldorado Gold Insurance Corporation	Barbados
Eldorado Gold Jilin Jincheng Mining Limited	People's Republic of China
Eldorado Gold (Netherlands) BV	Netherlands
Eldorado Gold (Romania) BV	Netherlands
Eldorado Gold Thrace (Greece) BV	Netherlands
Eldorado Gold Treasury BV	Netherlands
Empresa Internacional de Mineracao do Brasil Ltda.	Brazil
European Goldfields Deva SRL	Romania

<b>Entity</b>	<b>Country of incorporation</b>
European Goldfields (Services) Limited UK	United Kingdom
Frontier Pacific Mining Corporation	Canada
Greater Anatolia BV	Netherlands
Greater Pontides Exploration BV	Netherlands
Heihe Rockmining Industry Development Ltd.	People's Republic of China
Hellas Gold SA	Greece
Macedonian Copper Mines SA	Greece
Mavidag Madencilik San Ve Ltd.	Turkey
Pontid Madencilik San Ve Ltd.	Turkey
Pontid Altin Madencilik Ltd. STI	Turkey
Qinghai Dachaidan Mining Ltd.	People's Republic of China
Resource Holdings 2004	British Virgin Islands
Rockmining Group Company Limited	Hong Kong
Sao Bento Holdings Ltd.	Barbados
Sao Bento Mineracao SA	Brazil
SG Resources BV	Netherlands
Sino Gold BMZ Limited	Cayman
Sino Gold Guizhou Jingdu Mining Limited	People's Republic of China
Sino Gold Heilongjiang Strike Mining Limited	People's Republic of China
Sino Gold HLJ Limited	Barbados
Sino Gold Jilin BMZ Mining Limited	People's Republic of China
Sino Gold Jindu Limited	Barbados
Sino Gold Jinluo Limited	Barbados
Sino Gold Tenya (HK) Limited	Hong Kong
Sino Guizhou Jinfeng Mining Limited	People's Republic of China
Sino Guizhou Jinluo Mining Limited	People's Republic of China
Thraccean Gold Mining	Greece
TJS Limited	Barbados
Tuprag Export Ihracat Ticaret Ltd.	Turkey
Tuprag Metal Madencilik Sanay ve Ticaret AS	Turkey
Unamgen Mineracao e Metalurgia SA	Brazil

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## Annexure 'B'

This is Annexure 'B' of 1 page referred to in the Form 604 (Notice of Change of Interests of Substantial Holder), signed by me and dated 4 February 2014.



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Dawn Moss  
Executive Vice President, Administration & Corporate Secretary

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### Details of changes in relevant interests pursuant to acceptances of the Offers

DATE OF CHANGE	CLASS AND NUMBER OF SECURITIES AFFECTED	PERSON'S VOTES AFFECTED
31 January 2014	50,000 ordinary shares	50,000
3 February 2014	33,540,000 ordinary shares	33,540,000
<b>Total</b>	<b>33,590,000 ordinary shares</b>	<b>33,590,000</b>