

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme Minerals Corporation LtdACN/ARSN 002 529 160**1. Details of substantial holder (1)**Name N&J Mitchell Holdings Pty Ltd and Linda SteinepreisACN/ARSN (if applicable) 008 756 483There was a change in the interests of the
substantial holder on 04/12/2014The previous notice was given to the company on 27/10/2014The previous notice was dated 29/10/2014**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 (5)
Ordinary	2,171,948	14.95%	5,283,651	14.55%

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 attached	Purchase on market			
		Entitlement offer and			
		placement			

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
	see attached				

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
	na

6. Addresses

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

Name	Address
all parties	Level 1, 33 Ord Street, West Perth, WA 6005

Signature

print name **Linda Louise Steinepreis**

capacity **Director**

sign here



date **08/12/2014**

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 6 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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.
- (7) 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.
- (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) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

3. Changes in relevant interest

Date of change	Person whose relevant interest changed	Nature of change(6)	Consideration given in relation to change (7)	Class and No. of securities affected	Persons Votes affected
07/11/2014	Linda Louise Steinepreis	Entitlement	\$2,333	Ordinary 58,314	58,314
14/11/2014	Linda Louise Steinepreis	Shortfall	\$1,087	Ordinary 27,177	27,177
07/11/2014	N&J Mitchell Holdings Pty Ltd <Steinepreis Super Fund a/c>	Entitlement	\$3,939	Ordinary 98,485	98,485
28/11/2014	N&J Mitchell Holdings Pty Ltd <Steinepreis Super Fund a/c>	On Market purchase	\$3,314	Ordinary 68,547	68,547
07/11/2014	N&J Mitchell Holdings Pty Ltd <Second Super Fund a/c>	Entitlement	\$38,219	Ordinary 955,493	955,493
14/11/2014	N&J Mitchell Holdings Pty Ltd <Second Super Fund a/c>	Shortfall	\$1,087	Ordinary 27,177	27,177
07/11/2014	N&J Mitchell Holdings Pty Ltd <Mitchell Unit Trust>	Entitlement	\$559	Ordinary 13,996	13,996
14/11/2014	N&J Mitchell Holdings Pty Ltd <Mitchell Unit Trust>	Shortfall	\$1,087	Ordinary 27,177	27,177
07/11/2014	N&J Mitchell Holdings Pty Ltd <Ord Street Properties a/c>	Entitlement	\$25,432	Ordinary 635,811	635,811
14/11/2014	N&J Mitchell Holdings Pty Ltd <Ord Street Properties a/c>	Shortfall	\$1,087	Ordinary 27,177	27,177
03/12/2014	N&J Mitchell Holdings Pty Ltd <Ord Street Properties a/c>	Placement	\$25,000	Ordinary 625,000	625,000
07/11/2014	Ascent Capital Holdings Pty Ltd	Entitlement	\$9,394	Ordinary 234,849	234,849

04/12/2014	Ascent Capital Holdings Pty Ltd	Placement	\$12,500	Ordinary 312,500	312,500
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4. Present relevant interests

Holder of relevant interest	Registered holder	Person entitled to be registered as holder	Nature of relevant interest	Class and No. of securities	Persons Votes
Linda Steinepreis	Linda Steinepreis	-	Direct	Ord 143,805	143,805
N&J Mitchell Holdings Pty Ltd <Steinepreis Super Fund a/c>	N&J Mitchell Holdings Pty Ltd <Steinepreis Super Fund a/c>	-	Direct	Ord 265,517	265,517
N&J Mitchell Holdings Pty Ltd <Second Super Fund a/c>	N&J Mitchell Holdings Pty Ltd <Second Super Fund a/c>	-	Direct	Ord 1,938,163	1,938,163
Ascent Capital Holdings Pty Ltd	Ascent Capital Holdings Pty Ltd	-	Direct	Ord 782,198	782,198
N&J Mitchell Holdings Pty Ltd <Ord Street Properties a/c>	N&J Mitchell Holdings Pty Ltd <Ord Street Properties a/c>	-	Indirect	Ord 2,098,799	2,098,799
N&J Mitchell Holdings Pty Ltd <Mitchell Unit Trust>	N&J Mitchell Holdings Pty Ltd <Mitchell Unit Trust>	-	Direct	55,169	55,169