

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

**Notice of initial substantial holder**

To Company Name/Scheme      Sirius Resources NL

ACN/ARSN                      009 150 083

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

Name                      FraserX Pty Ltd

ACN/ARSN (if applicable)      099 488 114

The holder became a substantial holder on 30 May 2014

**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 <sup>(2)</sup> had a relevant interest <sup>(3)</sup> 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 (5)
Ordinary Shares	116,092,299	116,092,299	34.90%

**3. Details of relevant interests**

The nature of the relevant interest of 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
FraserX Pty Ltd	Registered holder	20,724,527 Ordinary shares
Ponton Minerals Pty Ltd	Registered holder	16,612,927 Ordinary shares
Lake Rivers Gold Pty Ltd	Registered holder	16,612,926 Ordinary shares
Free CI Pty Ltd	Registered holder	16,612,926 Ordinary shares
Yandal Investments Pty Ltd	Registered holder	44,028,993 Ordinary shares
Legend Mining Limited	Pursuant to section 608(3) of the Corporations Act	1,500,000 Ordinary shares

**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 a holder (8)	Class and number of securities
FraserX Pty Ltd	FraserX Pty Ltd	FraserX Pty Ltd	20,724,527 Ordinary shares
Ponton Minerals Pty Ltd	Ponton Minerals Pty Ltd	Ponton Minerals Pty Ltd	16,612,927 Ordinary shares
Lake Rivers Gold Pty Ltd	Lake Rivers Gold Pty Ltd	Lake Rivers Gold Pty Ltd	16,612,926 Ordinary shares
Free CI Pty Ltd	Free CI Pty Ltd	Free CI Pty Ltd	16,612,926 Ordinary shares
Yandal Investments Pty Ltd	Yandal Investments Pty Ltd	Yandal Investments Pty Ltd	44,028,993 Ordinary shares
Legend Mining Limited	Legend Mining Limited	Legend Mining Limited	1,500,000 Ordinary shares

**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 (9)		Class and number of securities
		Cash	Non-cash	
FraserX Pty Ltd	30/05/2014	Nil	Shares issued under the terms of a Sale and Purchase Agreement dated 13 February 2014 approved by a general meeting of shareholders on 9 May 2014	20,724,527 Ordinary shares

Ponton Minerals Pty Ltd Section 608(3) Corporations Act	30/05/2014	Nil	Shares issued under the terms of a Sale and Purchase Agreement dated 13 February 2014 approved by a general meeting of shareholders on 9 May 2014	16,612,927 Ordinary shares
Free CI Pty Ltd Section 608(3) Corporations Act	30/05/2014	Nil	Shares issued under the terms of a Sale and Purchase Agreement dated 13 February 2014 approved by a general meeting of shareholders on 9 May 2014	16,612,926 Ordinary shares
Lake Rivers Gold Pty Ltd Section 608(3) Corporations Act	30/05/2014	Nil	Shares issued under the terms of a Sale and Purchase Agreement dated 13 February 2014 approved by a general meeting of shareholders on 9 May 2014	16,612,926 Ordinary shares

## 6. Associates

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

Name and CAN/ARN (if applicable)	Nature of association
Ponton Minerals Pty Ltd A.C.N.:108 313 024	Common controller pursuant to section 12(2)(a)(iii) of the <i>Corporations Act 2001 (Cth)</i>
Lake Rivers Gold Pty Ltd A.C.N.:122 986 681	Common controller pursuant to section 12(2)(a)(iii) of the <i>Corporations Act 2001 (Cth)</i>
Free CI Pty Ltd A.C.N.:147 090 542	Common controller pursuant to section 12(2)(a)(iii) of the <i>Corporations Act 2001 (Cth)</i>
Yandal Investments Pty Ltd A.C.N.: 070 684 810	Common controller pursuant to section 12(2)(a)(iii) of the <i>Corporations Act 2001 (Cth)</i>
Legend Mining Limited A.C.N. 060 966 145	Relevant interest of Yandal Investments Pty Ltd pursuant to section 608(3) of the <i>Corporations Act</i>

## 7. Addresses

Name	Address
FraserX Pty Ltd	Level 11, 216 St. Georges Terrace, Perth WA 6000
Free CI Pty Ltd	Level 11, 216 St. Georges Terrace, Perth WA 6000
Lake Rivers Gold Pty Ltd	Level 11, 216 St. Georges Terrace, Perth WA 6000
Ponton Minerals Pty Ltd	Level 11, 216 St. Georges Terrace, Perth WA 6000
Yandal Investments Pty Ltd	Level 11, 216 St. Georges Terrace, Perth WA 6000
Legend Mining Limited	Level 1, 8 Kings Park Road, West Perth WA 6005

## Signature

Print name Mark Gareth Creasy

Capacity: Sole Director/Secretary

Sign here



Date: 4 June 2014