

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme **WESTERN DESERT RESOURCES**ACN/ARSN **122 301 848****1. Details of substantial holder (1)**Name **Scott Douglas Perrin**ACN/ARSN (if applicable) **n/a**There was a change in the interests of the
substantial holder on **15/4/2014**The previous notice was given to the company on **28/11/2013**The previous notice was dated **18/11/2013****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 Securities	89,078,065	18.44%	133,430,337	21.52%

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
refer annexure A					

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
Scott Douglas Perrin	Permat Holdings Pty Ltd	Permat Holdings Ltd	Pursuant to section 608 (3) of the Corporations Act, Scott Douglas Perrin has a deemed relevant	62,000,000	62,000,000

			interest in securities held by Permat Holdings Pty Ltd		

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:

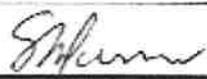
Name and ACN/ARSN (if applicable)	Nature of association
n/a	

6. Addresses

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

Name	Address
refer annexure A	

Signature

print name SCOTT PERRIN capacity DIRECTOR
 sign here  date 22/4/14

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 508 and 571B(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

Annexure A

Section 3. Changes in Relevant Interests

Date of Change	Person whose relevant interest changed	Nature of change (s)	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
15/4/14	Permat Holdings Pty Ltd	Allotment - renounceable rights issue	\$6,000,000 (\$0.50 per share)	12,000,000 ORD	Permat Holdings Pty Ltd
15/4/14	Bruce Lawrence Mathieson	Allotment - renounceable rights issue	\$6,000,000 (\$0.50 per share)	12,000,000 ORD	Permat Holdings Pty Ltd
15/4/14	Scott Douglas Perrin	Allotment - renounceable rights issue	\$6,000,000 (\$0.50 per share)	12,000,000 ORD	Permat Holdings Pty Ltd
15/4/14	Permat Holdings Pty Ltd	Allotment - renounceable rights issue	\$15,377,862.50 (\$0.50 per share)	30,755,725 ORD	Investment Holdings Pty Ltd
15/4/14	Bruce Lawrence Mathieson	Allotment - renounceable rights issue	\$15,377,862.50 (\$0.50 per share)	30,755,725 ORD	Investment Holdings Pty Ltd
15/4/14	Scott Douglas Perrin	Allotment - renounceable rights issue	\$15,377,862.50 (\$0.50 per share)	30,755,725 ORD	Investment Holdings Pty Ltd
15/4/14	Permat Holdings Pty Ltd	Allotment - renounceable rights issue	\$381,600 (\$0.50 per share)	763,200 ORD	BLM Superannuation Nominees Pty Ltd
15/4/14	Bruce Lawrence Mathieson	Allotment - renounceable rights issue	\$381,600 (\$0.50 per share)	763,200 ORD	BLM Superannuation Nominees Pty Ltd
15/4/14	Scott Douglas Perrin	Allotment - renounceable rights issue	\$381,600 (\$0.50 per share)	763,200 ORD	BLM Superannuation Nominees Pty Ltd

Section 7. Addresses

Name	Address
Permat Holdings Pty Ltd	16-20 Claremont Street, South Yarra, VIC, 3141
Scott Douglas Perrin	47 Albatross Avenue, Mermaid Beach, Qld, 4218
Bruce Lawrence Mathieson	16-20 Claremont Street, South Yarra, VIC, 3141
Investment Holdings Pty Ltd	16-20 Claremont Street, South Yarra, VIC, 3141
BLM Superannuation Nominees Pty Ltd	C/- Grant Thornton Financial, GPO Box 427, Melbourne, VIC, 8060

Name: SCOTT PERRIN Capacity: DIRECTOR

Signature:  Date: 22-4-14