

Company Announcements Platform  
Australian Securities Exchange

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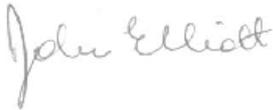
Dear Sir/Madam

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

We act for Audley Capital Management Limited (**Audley**).

Enclosed on behalf of Audley is a Form 604 (Notice of change of interests of substantial holder) in relation to Sylvania Resources Ltd.

Yours faithfully



**John Elliott, Partner**  
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**Enc**

**Form 604**  
Corporations Act 2001  
Section 671B

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

To Company Name/Scheme Sylvania Resources Ltd (Sylvania)

ACN/ARSN ACN 091 415 968

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

Name Audley Capital Management Limited (ACML) as Investment Manager of Audley European Opportunities Master Fund (AEOMF), Audley Investment I (AII) and Audley Investment II (AIII)

ACN/ARSN (if applicable) Not applicable

There was a change in the interests of the substantial holder on

01/12/2010

The previous notice was given to the company on

01/04/2010

The previous notice was dated

01/04/2010

**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	35,960,332	14.79%	36,960,332	12.24%

**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
29/09/2010	AEOMF	Dilution as a result of Sylvania issuing 7,711,888 new ordinary shares.	Not applicable	Not applicable	Not applicable
29/09/2010	AII	Dilution as a result of Sylvania issuing 7,711,888 new ordinary shares.	Not applicable	Not applicable	Not applicable
29/09/2010	AIII	Dilution as a result of Sylvania issuing 7,711,888 new ordinary shares.	Not applicable	Not applicable	Not applicable
29/09/2010	AEOMF	Acquisition of shares in the course of ordinary business on the Australian Securities Exchange (ASX).	£393,000	750,000 ordinary shares	750,000
30/09/2010	AEOMF	Acquisition of shares in the course of ordinary business on the ASX.	£132,500	250,000 ordinary shares	250,000
1/12/2010	AEOMF	Dilution as a result of Sylvania issuing 51,170,663 new ordinary shares.	Not applicable	Not applicable	Not applicable
1/12/2010	AII	Dilution as a result of Sylvania issuing 51,170,663 new ordinary shares.	Not applicable	Not applicable	Not applicable
1/12/2010	AIII	Dilution as a result of Sylvania issuing 51,170,663 new ordinary shares.	Not applicable	Not applicable	Not applicable

**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
AEOMF	AEOMF	AEOMF	The relevant interest arises under s 608(1)(a) of the Corporations Act 2001 (the Act) as the holder of the shares.	23,295,090 ordinary shares	23,295,090
AII	AII	AII	The relevant interest arises under s 608(1)(a) of the Act as the holder of the shares.	12,287,971 ordinary shares	12,287,971
AIII	AIII	AIII	The relevant interest arises under s 608(1)(a) of the Act as the holder of the shares.	1,377,271 ordinary shares	1,377,271

**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
Not applicable	

**6. Addresses**

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

Name	Address
ACML and AEOMF	Trafalgar Court, Les Banques, St Peter Port, Guernsey
AII and AIII	PO Box 309, Uglund House, Grand Cayman, KY1-1104, Cayman Islands

**Signature**

print name Simon Proffitt capacity DIRECTOR  
 sign here [Signature] date 10 / 01 / 2011

**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 on 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.