

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

## Notice of change of interests of substantial holder

To Company Name/Scheme Laguna Resources NL (Laguna)

ACN/ARSN ACN 008 460 366

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

Name Kingsgate Consolidated Limited (Kingsgate) on its own behalf and on behalf each of its controlled entities as set out in Annexure A (Controlled Entities)

ACN/ARSN (if applicable) ACN 000 837 472

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

11 November 2011

The previous notice was given to the company on

9 November 2011

The previous notice was dated

8 November 2011

### 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 shares (Laguna Fully Paid Shares)	9,266,032	93.66%	9,367,513	94.68%
Partly paid shares paid up to \$251.70 with \$996.21 unpaid (Type 1 Laguna Partly Paid Shares)	27	0.000003%	32	0.000003%
Partly paid share paid up to \$417.32 with \$181.99 unpaid (Type 2 Laguna Partly Paid Shares)	7	0.0000007%	7	0.0000007%

### 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	Kingsgate	Increase in Kingsgate's relevant interest in Laguna securities under section 608(8) of the Corporations Act 2001 (Cth) (Act) as a result of acceptances of Kingsgate's off-market takeover offer for certain securities in Laguna, which offer is dated 4 November 2011 and contained in a bidder's statement dated 2 November 2011 (a copy of which was given to the ASX on 2 November 2011) (Offer).	See Annexure B	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
Kingsgate	Kingsgate	Kingsgate	Relevant interest under section 608(1)(a) of the Act as the holder of the shares. Each Controlled Entity has the same substantial holding as Kingsgate because it is a subsidiary of Kingsgate and Kingsgate is therefore its associate for the purposes of section 12(2)(a) of the Act.	6,914,913 Laguna Fully Paid Shares 27 Type 1 Laguna Partly Paid Shares 7 Type 2 Laguna Partly Paid Shares	6,914,947
Kingsgate	Those persons who have accepted the Offer and are still registered holders of the shares tendered to the Offer	Kingsgate	Relevant interest under section 608(8) as a result of acceptances of the Offer. Each Controlled Entity has the same substantial holding as Kingsgate because it is a subsidiary of Kingsgate and Kingsgate is therefore its associate for the purposes of section 12(2)(a) of the Act.	2,452,600 Laguna Fully Paid Shares 5 Type 1 Laguna Partly Paid Shares	2,452,605

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#### 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	

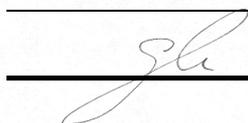
#### 6. Addresses

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

Name	Address
Kingsgate	Kingsgate Consolidated Limited, Suite 801, Level 8, 14 Martin Place, Sydney NSW 2000
Each Controlled Entity	c/- Kingsgate Consolidated Limited, Suite 801, Level 8, 14 Martin Place, Sydney NSW 2000

## Signature

print name      Ross Coyle      capacity      Company Secretary

sign here            date      11 November 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.

## Annexure A

This is the Annexure A referred to in the Form 604 (Notice of change of interests of substantial holder) signed by me and dated 11 November 2011.



Ross Coyle  
Company Secretary, Kingsgate Consolidated Limited

### Controlled Entities

Name	Jurisdiction
Issara Mining Limited	Thailand
Richaphum Limited	Thailand
Phar Lap Limited	Thailand
Akara Mining Limited	Thailand
Suan Sak Patana Limited	Thailand
Phar Mai Exploration Limited	Thailand
Phar Rong Limited	Thailand
Kingsgate Capital Pty Limited	Australia
Kingsgate South America Pty Ltd	Australia
Dominion Mining Limited	Australia
Dominion Gold Operations Pty Limited	Australia
Quadrio Resources Pty Limited	Australia
Gawler Gold Mining Pty Limited	Australia
Dominion Copper Pty Limited	Australia
Dominion Metals Pty Limited	Australia
Kingsgate Bowdens Pty Limited	Australia
Laguna Resources NL	Australia
Laguna Exploration Pty Ltd	Australia
Minera Kingsgate Limitada	Chile
Laguna Chile Ltda	Chile
Kingsgate Peru SRL	Peru
Minera Kingsgate Argentina S.A.	Argentina
Yilgarn Metals Limited	Australia
Yilgarn Metals Exploration Pty Ltd	Australia

## Annexure B

This is the Annexure B referred to in the Form 604 (Notice of change of interests of substantial holder) signed by me and dated 11 November 2011.



Ross Coyle  
Company Secretary, Kingsgate Consolidated Limited

### Changes in relevant interests

#### Laguna Fully Paid Shares

Date of change	Consideration given in relation to change	Number of securities affected	Person's votes affected
9 November 2011	\$3.75 for each Laguna Fully Paid Share	90,799	90,799
10 November 2011		5,026	5,026
11 November 2011		5,656	5,656

#### Type 1 Laguna Partly Paid Shares

Date of change	Consideration given in relation to change	Number of securities affected	Person's votes affected
9 November 2011	\$0.001 for each Type 1 Laguna Partly Paid Share	1	1
11 November 2011		4	4

#### Type 2 Laguna Partly Paid Shares

Date of change	Consideration given in relation to change	Number of securities affected	Person's votes affected
No change			