

Form 605Corporations Act 2001
Section 671B**Notice of ceasing to be a substantial holder**To Company Name/Scheme Windward Resources LimitedACN/ARSN ACN: 158 432 270**1. Details of substantial holder(1)**Name Fleming SG Capital Special Opportunities Fund Pty Ltd <Fleming SG Special Opp. Fund A/C>ACN/ARSN (if applicable) 140 720 387The holder ceased to be a
substantial holder on17/ 10/13

The previous notice was given to the company on

28/11/12

The previous notice was dated

28 /11/ 12**2. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change(5)	Class (6) and number of securities affected	Person's votes affected
17/10/13	Fleming SG Special Opp. Fund Pty Ltd <Fleming SG Special Opp. Fund A/C>	Dilution from Capital Raise	Nil	3,125,000 FPO	3,125,000 FPO

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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	

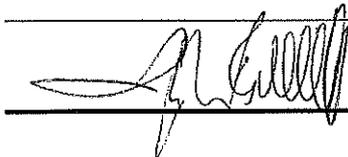
4. Addresses

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

Name	Address
Fleming SG Special Opp. Fund Pty Ltd <Fleming SG Special Opp. Fund A/C>	105, St Georges Tce, Perth, WA, 6000

Signatureprint name Stephen BelbenDirector
capacity

sign here

date 25/10/13