

# Form 604

Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme General Mining Corporation Limited

ACN/ARSN 125 721 075

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

Name Galaxy Resources Limited (GXY)

ACN/ARSN (if applicable) ACN 071 976 442

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

20/07/16

The previous notice was given to the company on

20/07/16

The previous notice was dated

20/07/16

### 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	156,115,294	49.03%	173,039,203	54.35%

### 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 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
20/07/16	Galaxy Resources Limited (and the entities listed in Annexure A)	Increase in relevant interest as a result of Galaxy Resources receipt of acceptances to its takeover offer dated 28 June 2016 (the <b>Takeover Offer</b> )	1.65 Galaxy Shares for every 1 General Mining Share, as per the Takeover Offer	16,923,909 ordinary shares	16,923,909

### 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
Galaxy Resources Limited (and the entities listed in Annexure A)	Galaxy Resources Limited (and the entities listed in Annexure A)	Galaxy Resources Limited (and the entities listed in Annexure A)	Relevant interest under section 608(1)(a) of the Corporations Act, as the holder of the securities	6,000,000 fully paid ordinary shares	1.88%

Galaxy Resources Limited (and the entities listed in Annexure A)	Shareholders of General Mining Corporation Limited who have accepted offers pursuant to the Takeover Offer (including various pre-bid holders who have accepted the Takeover Offer)	Galaxy Resources Limited (and the entities listed in Annexure A), subject to the terms of the Takeover Offer	Relevant interest under section 608(8) of the Corporations Act, as a result of acceptance of the Takeover Offer	167,039,203 fully paid ordinary shares	52.46%
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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
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## 6. Addresses

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

Name	Address
Galaxy Resources Limited	Suite 8, 18 Kearns Crescent, Ardross, WA 6153
GXY Group Entities	See Annexure A

## Signature

print name Simon Robertson capacity Company Secretary

sign here

*Simon Robertson*

date 21 July 2016

## 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 of 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 identify 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"**

Galaxy Resources Limited ACN 071 976 442

This is Annexure "A" of 1 page referred to in the Form 604 (Notice of Change of Substantial Holding).

Signed by:   
Simon Robertson, Company Secretary

Date: 21 July 2016

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**GXY Group Entities**

ENTITY	ACN	ADDRESS
Galaxy Lithium Australia Limited	130 182 099	Suite 8, 18 Kearns Crescent, Ardross, WA 6153
Galaxy Lithium Proprietary Limited	153 254 865	Suite 8, 18 Kearns Crescent, Ardross, WA 6153
Galaxy Resources Share Plan Pty Ltd	169 574 476	Suite 8, 18 Kearns Crescent, Ardross, WA 6153
Galaxy Resources International Limited	Not applicable	Suite 8, 18 Kearns Crescent, Ardross, WA 6153
Galaxy Lithium (Canada) Inc.	Not applicable	Suite 8, 18 Kearns Crescent, Ardross, WA 6153
Galaxy Lithium Holdings BV	Not applicable	Suite 8, 18 Kearns Crescent, Ardross, WA 6153
Galaxy Lithium (US) Inc.	Not applicable	Suite 8, 18 Kearns Crescent, Ardross, WA 6153
Galaxy Lithium One (Quebec) Inc.	Not applicable	Suite 8, 18 Kearns Crescent, Ardross, WA 6153
Galaxy Lithium One Inc	Not applicable	Suite 8, 18 Kearns Crescent, Ardross, WA 6153
Galaxy Lithium (Ontario) Inc.	Not applicable	Suite 8, 18 Kearns Crescent, Ardross, WA 6153
Galaxy Lithium (BC) Limited	Not applicable	Suite 8, 18 Kearns Crescent, Ardross, WA 6153
Galaxy Lithium Holdings LLC	Not applicable	Suite 8, 18 Kearns Crescent, Ardross, WA 6153
Galaxy Lithium (Colorado) Inc.	Not applicable	Suite 8, 18 Kearns Crescent, Ardross, WA 6153
Galaxy Lithium (Sal de Vida) S.A.	Not applicable	Suite 8, 18 Kearns Crescent, Ardross, WA 6153