

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

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

To Company Name/Scheme Regis Resources Limited

ACN/ARSN 009 174 761

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

Name Van Eck Associates Corporation (and its associates referred to in paragraph 6).

ACN/ARSN (if applicable) N/A

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

13/06/2017

The previous notice was given to the company on

29/05/2017

The previous notice was dated

26/05/2017

**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	89,452,649	17.86%	84,204,818	16.81%

**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
	Van Eck Associates Corporation ( <b>VEAC</b> )	See 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
VEAC	Bank of New York Mellon as custodian for VanEck Vectors Gold Miners ETF	VanEck Vectors Gold Miners ETF ( <b>GDX</b> )	VEAC holds its relevant interest by having the power to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities	Ordinary shares 26,189,312	5.23%

VEAC	Bank of New York Mellon as custodian for VanEck Vectors Junior Gold Miners ETF	VanEck Vectors Junior Gold Miners ETF ( <b>GDXJ</b> )	Same as above.	Ordinary shares 56,159,355	11.21%
VEAC	Bank of New York Mellon as custodian for VanEck Vectors Australian Resources ETF	VanEck Vectors Australian Resources ETF ( <b>MVR.AU</b> )	Same as above.	Ordinary shares 163,450	0.03%
VEAC	Bank of New York Mellon as custodian for VanEck Vectors Small Cap Dividend Payers ETF	VanEck Vectors Small Cap Dividend Payers ETF ( <b>MVS.AU</b> )	Same as above.	Ordinary shares 279,691	0.06%
VEAC	Bank of New York Mellon as custodian for VanEck Vectors Gold Miners UCITS ETF	VanEck Vectors Gold Miners UCITS ETF ( <b>UCTGDX</b> )	Same as above.	Ordinary shares 337,799	0.07%
VEAC	Bank of New York Mellon as custodian for VanEck Vectors Junior Gold Miners UCITS ETF	VanEck Vectors Junior Gold Miners UCITS ETF ( <b>UCTGDXJ</b> )	Same as above.	Ordinary shares 1,075,211	0.21%

**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

**6. Addresses**

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

Name	Address
VEAC	666 Third Avenue, New York, NY 10017
Van Eck Securities Corporation	666 Third Avenue, New York, NY 10017

Van Eck Absolute Return Advisers, Inc.	666 Third Avenue, New York, NY 10017
VanEck Australia Pty Ltd	Level 4 Aurora Place, 88 Phillip Street, Sydney NSW 2000
VanEck Investments Limited	Level 4 Aurora Place, 88 Phillip Street, Sydney NSW 2000

## Signature

print name Andrew Tilzer

capacity AVP

sign here

date 15/06/2017

### 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.

# GUIDE

**This guide does not form part of the prescribed form and is included by ASIC to assist you in completing and lodging form 604.**

**Signature**

This form must be signed by either a director or a secretary of the substantial holder.

**Lodging period**

Nil

**Lodging Fee**

Nil

**Other forms to be completed**

Nil

**Additional information**

- (a) If additional space is required to complete a question, the information may be included on a separate piece of paper annexed to the form.
- (b) This notice must be given to a listed company, or the responsible entity for a listed managed investment scheme. A copy of this notice must also be given to each relevant securities exchange.
- (c) The person must give a copy of this notice:
  - (i) within 2 business days after they become aware of the information; or
  - (ii) by 9.30 am on the next trading day of the relevant securities exchange after they become aware of the information if:
    - (A) a takeover bid is made for voting shares in the company or voting interests in the scheme; and
    - (B) the person becomes aware of the information during the bid period.

**Annexures**

To make any annexure conform to the regulations, you must

- 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides
- 2 show the corporation name and A.C.N or ARBN
- 3 number the pages consecutively
- 4 print or type in BLOCK letters in dark blue or black ink so that the document is clearly legible when photocopied
- 5 identify the annexure with a mark such as A, B, C, etc.
- 6 endorse the annexure with the words:  
*This is annexure (mark) of (number) pages referred to in form (form number and title)*
- 7 sign and date the annexure.

The annexure must be signed by the same person(s) who signed the form.

**Information in this guide is intended as a guide only. Please consult your accountant or solicitor for further advice.**

This is Annexure A of 1 page referred to in Form 604 - Notice of change of interests of substantial holder.

Holder of relevant interest	Date of Acquisition	B/S	Consideration Cash	Consideration Non-Cash	Number of Securities
GDX	02/13/2017	B	-	In-Kind	366,850
GDX	02/15/2017	B	-	In-Kind	95,700
GDX	02/16/2017	B	-	In-Kind	319,000
GDX	05/02/2017	S	2,623,579.93	-	816,704
GDX	05/08/2017	S	1,366,904.77	-	436,445
GDX	05/19/2017	S	959,346.78	-	293,234
GDX	05/22/2017	S	917,201.03	-	287,581
GDX	05/24/2017	S	5,704,919.77	-	1,791,707
GDX	05/25/2017	S	3,281,096.58	-	1,052,269
GDXJ	04/26/2017	S	9,678,427.30	-	3,040,404
GDXJ	05/02/2017	B	4,259,318.15	-	1,324,949
GDXJ	05/11/2017	S	1,090,389.74	-	334,566
GDXJ	05/12/2017	S	1,447,714.08	-	441,040
GDXJ	05/15/2017	S	1,569,588.82	-	487,292
GDXJ	05/16/2017	S	1,593,688.46	-	495,281
GDXJ	05/17/2017	S	2,527,700.13	-	761,797
GDXJ	05/22/2017	B	1,475,134.11	-	459,967
GDXJ	05/24/2017	S	4,233,185.42	-	1,337,211
GDXJ	05/25/2017	S	3,161,332.98	-	1,012,562
GDXJ	06/13/2017	S	11,185,711.26	-	3,189,499
MVRAU	02/23/2017	B	1,375.48	-	391
MVRAU	02/28/2017	B	1,436.90	-	425
MVRAU	03/01/2017	B	2,787.97	-	832
MVRAU	03/08/2017	B	2,110.34	-	694
MVRAU	03/10/2017	B	-	In-Kind	7,188
MVRAU	03/13/2017	S	-	In-Kind	7,188
MVRAU	03/17/2017	S	73,411.30	-	22,525
MVRAU	05/22/2017	B	-	In-Kind	6,290
UCTGDX	03/17/2017	B	54,417.02	-	16,689
UCTGDX	03/20/2017	B	1,462.96	-	443
UCTGDX	04/11/2017	B	1,320.92	-	375
UCTGDX	05/19/2017	S	6,474.15	-	1,988
UCTGDX	05/23/2017	B	23,149.95	-	6,968
UCTGDXJ	02/21/2017	B	87,760.89	-	25,057
UCTGDXJ	02/24/2017	S	28,004.08	-	7,894
UCTGDXJ	03/01/2017	B	83,339.30	-	24,860
UCTGDXJ	03/09/2017	B	75,940.17	-	24,881
UCTGDXJ	03/17/2017	B	157,797.04	-	48,404
UCTGDXJ	03/20/2017	B	44,863.63	-	13,693
UCTGDXJ	03/27/2017	B	82,411.25	-	24,510
UCTGDXJ	04/10/2017	S	3,253.94	-	902
UCTGDXJ	06/01/2017	S	15,205.42	-	4,597
MVSAU	02/23/2017	B	2,033.32	-	578

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Holder of relevant interest	Date of Acquisition	B/S	Consideration Cash	Consideration Non-Cash	Number of Securities
MVSAU	03/01/2017	B	2,090.97	-	624
MVSAU	03/02/2017	B	-	In-Kind	11,768
MVSAU	03/07/2017	B	2,657.69	-	874
MVSAU	03/15/2017	B	1,316.88	-	414
MVSAU	03/16/2017	B	-	In-Kind	11,830
MVSAU	03/17/2017	S	85,391.77	-	26,201
MVSAU	03/22/2017	B	-	In-Kind	10,735
MVSAU	03/29/2017	B	1,697.22	-	502
MVSAU	04/10/2017	S	223.75	-	62
MVSAU	05/17/2017	S	1,128.56	-	339
MVSAU	05/31/2017	B	1,121.92	-	343
MVSAU	06/01/2017	B	-	In-Kind	10,753
In-Kind transactions result from MVSAU receiving a basket of securities (including REGIS RESOURCES LTD) in exchange for securities in MVSAU.					

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