

**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 09/11/2017

The previous notice was given to the company on 21/06/2017

The previous notice was dated 20/06/2017

**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	52,916,826	10.56%	58,425,492	11.59%

**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 (VEAC)	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 (GDX)	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 22,141,548	4.40%

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 34,939,175	6.93%
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 167,186	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 310,425	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 314,506	0.06%
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 552,652	0.11%

**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 13/11/2017

### 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.

This is Annexure A of 2 pages 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	06/16/2017	S	6,305,427.66	-	1,777,421
GDX	06/21/2017	B	-	In-Kind	176,385
GDX	06/26/2017	S	-	In-Kind	128,240
GDX	06/27/2017	S	-	In-Kind	618,758
GDX	06/29/2017	S	-	In-Kind	64,120
GDX	07/03/2017	S	-	In-Kind	192,360
GDX	07/11/2017	S	-	In-Kind	192,420
GDX	07/13/2017	S	-	In-Kind	160,350
GDX	07/14/2017	S	-	In-Kind	96,210
GDX	07/17/2017	S	-	In-Kind	320,700
GDX	07/18/2017	S	-	In-Kind	404,082
GDX	07/19/2017	S	-	In-Kind	128,280
GDX	07/20/2017	S	-	In-Kind	186,006
GDX	07/21/2017	S	-	In-Kind	288,630
GDX	07/24/2017	S	-	In-Kind	262,974
GDX	07/25/2017	S	-	In-Kind	105,831
GDX	07/27/2017	S	-	In-Kind	224,420
GDX	08/01/2017	S	-	In-Kind	12,824
GDX	08/02/2017	S	-	In-Kind	240,450
GDX	08/03/2017	S	-	In-Kind	3,206
GDX	08/07/2017	S	-	In-Kind	128,240
GDX	08/08/2017	S	-	In-Kind	423,192
GDX	08/10/2017	B	-	In-Kind	128,240
GDX	08/14/2017	B	-	In-Kind	64,120
GDX	08/15/2017	B	-	In-Kind	211,596
GDX	08/16/2017	B	-	In-Kind	25,648
GDX	08/23/2017	S	-	In-Kind	12,820
GDX	08/24/2017	B	-	In-Kind	224,420
GDX	08/25/2017	B	-	In-Kind	416,780
GDX	08/29/2017	S	-	In-Kind	64,120
GDX	08/30/2017	B	-	In-Kind	70,554
GDX	09/07/2017	S	-	In-Kind	80,200
GDX	09/11/2017	S	-	In-Kind	256,720
GDX	09/14/2017	S	-	In-Kind	513,600
GDX	09/15/2017	S	2,219,147.36	-	562,203
GDX	09/21/2017	B	-	In-Kind	562,140
GDX	10/03/2017	S	-	In-Kind	187,380
GDX	10/06/2017	S	-	In-Kind	62,460
GDX	10/11/2017	B	-	In-Kind	805,734
GDX	10/12/2017	B	-	In-Kind	618,354
GDX	10/13/2017	S	-	In-Kind	187,380
GDX	10/25/2017	B	-	In-Kind	215,418
GDX	10/26/2017	B	-	In-Kind	74,928

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Holder of relevant interest	Date of Acquisition	B/S	Consideration Cash	Consideration Non-Cash	Number of Securities
GDX	10/27/2017	B	-	In-Kind	243,516
GDXJ	06/13/2017	S	11,185,711.26	-	3,189,499
GDXJ	06/14/2017	S	5,045,361.33	-	1,409,676
GDXJ	06/15/2017	S	4,357,164.14	-	1,205,412
GDXJ	06/16/2017	S	93,216,058.48	-	26,257,305
GDXJ	06/19/2017	B	1,296,772.45	-	365,071
GDXJ	06/21/2017	B	-	In-Kind	1,182,016
GDXJ	06/22/2017	B	-	In-Kind	642,350
GDXJ	06/26/2017	B	-	In-Kind	256,900
GDXJ	06/30/2017	B	-	In-Kind	385,440
GDXJ	08/01/2017	B	-	In-Kind	256,920
GDXJ	08/08/2017	S	-	In-Kind	231,228
GDXJ	08/25/2017	S	243,638.94	-	61,413
GDXJ	09/06/2017	B	-	In-Kind	101,704
GDXJ	09/13/2017	B	-	In-Kind	203,600
GDXJ	09/15/2017	B	-	In-Kind	190,935
GDXJ	09/15/2017	B	1,758,114.77	-	444,781
GDXJ	09/19/2017	B	-	In-Kind	130,100
GDXJ	09/22/2017	B	-	In-Kind	130,070
GDXJ	09/25/2017	B	-	In-Kind	91,161
GDXJ	09/26/2017	B	-	In-Kind	754,348
GDXJ	09/27/2017	B	-	In-Kind	338,156
GDXJ	10/03/2017	B	-	In-Kind	104,064
GDXJ	10/05/2017	B	-	In-Kind	338,182
GDXJ	10/06/2017	B	-	In-Kind	260,140
GDXJ	10/10/2017	B	-	In-Kind	130,060
GDXJ	10/11/2017	B	-	In-Kind	234,108
GDXJ	10/18/2017	B	-	In-Kind	104,064
GDXJ	10/25/2017	B	-	In-Kind	312,192
GDXJ	10/27/2017	B	-	In-Kind	260,140
GDXJ	10/30/2017	B	-	In-Kind	208,112
GDXJ	10/31/2017	B	-	In-Kind	130,060
GDXJ	11/06/2017	B	-	In-Kind	130,060
GDXJ	11/09/2017	B	-	In-Kind	260,120
MVRAU	06/16/2017	B	17,858.85	-	5,029
MVRAU	06/30/2017	S	7,769.55	-	2,056
MVRAU	08/09/2017	B	1,070.90	-	265
MVRAU	08/24/2017	B	1,198.31	-	301
MVRAU	08/28/2017	B	1,303.86	-	330
MVRAU	08/31/2017	B	2,266.53	-	546
MVRAU	09/06/2017	B	1,627.32	-	381
MVRAU	09/13/2017	B	1,822.74	-	459
MVRAU	09/15/2017	S	28,005.70	-	7,092

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Holder of relevant interest	Date of Acquisition	B/S	Consideration Cash	Consideration Non-Cash	Number of Securities
MVRAU	09/29/2017	S	1,590.76	-	442
MVRAU	10/10/2017	S	1,566.92	-	405
MVRAU	11/08/2017	B	-	In-Kind	6,184
MVRAU	11/09/2017	B	967.86	-	236
UCTGDX	06/16/2017	S	51,751.15	-	14,588
UCTGDX	09/15/2017	S	34,360.68	-	8,705
UCTGDXJ	06/16/2017	S	2,230,623.68	-	628,327
UCTGDXJ	06/19/2017	S	26,894.85	-	7,615
UCTGDXJ	06/27/2017	B	40,342.94	-	10,722
UCTGDXJ	07/14/2017	B	40,768.32	-	10,721
UCTGDXJ	07/21/2017	B	39,906.31	-	10,720
UCTGDXJ	07/26/2017	B	41,940.63	-	10,719
UCTGDXJ	07/28/2017	B	40,760.71	-	10,719
UCTGDXJ	08/10/2017	S	4,868.83	-	1,212
UCTGDXJ	08/25/2017	S	18,292.86	-	4,611
UCTGDXJ	09/07/2017	B	45,065.00	-	10,603
UCTGDXJ	09/15/2017	B	45,899.51	-	11,612
UCTGDXJ	10/12/2017	B	86,193.41	-	21,696
UCTGDXJ	11/07/2017	B	89,441.85	-	21,694
MVSAU	06/16/2017	S	1,036.31	-	292
MVSAU	06/28/2017	B	2,217.76	-	585
MVSAU	06/30/2017	S	15,765.83	-	4,172
MVSAU	07/11/2017	S	1,141.99	-	303
MVSAU	07/14/2017	B	-	In-Kind	10,590
MVSAU	08/03/2017	S	2,020.91	-	517
MVSAU	08/24/2017	B	1,835.29	-	461
MVSAU	08/29/2017	B	-	In-Kind	10,579
MVSAU	09/05/2017	B	3,368.92	-	800
MVSAU	09/07/2017	B	2,410.41	-	567
MVSAU	09/11/2017	B	2,540.22	-	609
MVSAU	09/15/2017	B	43,876.82	-	11,105
MVSAU	09/27/2017	B	2,563.54	-	678
MVSAU	09/29/2017	S	2,911.60	-	809
MVSAU	10/11/2017	B	8,286.30	-	2,146
MVSAU	10/23/2017	S	963.37	-	249
MVSAU	10/26/2017	S	4,206.16	-	1,044

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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