

**Form 605**Corporations Act 2001  
Section 671B**Notice of ceasing to be a substantial holder**To Company Name/Scheme Gondwana Resources LimitedACN/ARSN 008 915 311**1. Details of substantial holder(1)**Name GDR Pty Ltd < Riley S/F AIC >

ACN/ARSN (if applicable)

The holder ceased to be a  
substantial holder on4/11/2014.

The previous notice was given to the company on

20/8/2014.

The previous notice was dated

20/8/2014.**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 |
|------------------|--|-------------------------|--|---|-------------------------|
| <u>4-11-2014</u> | <u>GDR Pty Ltd</u>                     | <u>Off-market offer</u> | <u>11 1/2 cents</u>                          | <u>ORD</u>                                  | <u>1,949,915</u>        |
|                  |  |                         |  | <u>1,949,915</u>                            |                         |

**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 |
|-----------------------------------|-----------------------|
|                                   |                       |
|                                   |                       |

**4. Addresses**

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

| Name               | Address                                    |
|--------------------|--|
| <u>GDR Pty Ltd</u> | <u>9A Pearse Street, Cottesloe WA 6011</u> |

**Signature**

print name

Graham Riley

capacity

Director

sign here

date

7/11/2014.