

## Facsimile transmittal

FAX TO	<u>ASX</u>	DATE	<u>19 August 2014</u>
COMPANY	<u>ASX</u>	FROM	<u>James Black</u>
FAX NO.	<u>1300 135 638</u>	SUBJECT	<u>Form 604</u>
NO. OF PAGES	<u>4</u> (including cover)	CLIENT REF	<u>NA</u>

Remarks:  Urgent  For your Review  Reply ASAP  Please Comment

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Please find attached Form 604, "Notice of Change in Substantial Holding" for QGold Pty Ltd.

If you require any further information, please do not hesitate to contact me.

**Regards,**



**James Black**

Phone : 07 3002 2900

Fax: 07 3002 2999

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme Strategic Minerals Corporation NLACN/ARSN 002 501 745**1. Details of substantial holder(1)**Name QGold Pty LtdACN/ARSN (if applicable) 149 659 950There was a change in the interests of the  
substantial holder on 18/ 8 /2014The previous notice was given to the company on 14/ 8 /2014The previous notice was dated 14/ 8 /2014**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	506,063,422	61.33%	519,901,924	63.01%

**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
18/8/2014	QGold Pty Ltd	Purchase	\$484,347.57	13,838,502	QGold Pty Ltd

**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
QGold Pty Ltd	QGold Pty Ltd	QGold Pty Ltd	Purchase	519,901,924	63.01%

**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
N/A	

**6. Addresses**

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

Name	Address
QGold Pty Ltd	Level 15, 40 Creek St, Brisbane QLD 4000

**Signature**

print name

Christopher Wallin

capacity

Sole Director

sign here



date

19 / 8 / 2014

**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 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.

**QCGOLD PTY LTD**  
ACN 149 659 950

Date	Transaction	Number	Price	Amount	Cum Number	% owned
24/6/2014	Purchase	405,533,895	\$ 0.035	\$ 14,193,686.33	405,533,895	49.15%
24/6/2014	Purchase	394,334	\$ 0.035	\$ 13,801.69	405,928,229	49.19%
24/6/2014	Purchase	80,000	\$ 0.035	\$ 2,800.00	406,008,229	49.20%
26/6/2014	Purchase	702,168	\$ 0.035	\$ 24,575.88	406,710,397	49.29%
26/6/2014	Purchase	133,655	\$ 0.035	\$ 4,677.93	406,844,052	49.30%
26/6/2014	Purchase	21,365,970	\$ 0.035	\$ 747,808.95	428,210,022	51.89%
26/6/2014	Purchase	27,665,387	\$ 0.035	\$ 968,288.55	455,875,409	55.25%
30/6/2014	Purchase	795,728	\$ 0.035	\$ 27,850.48	456,671,137	55.34%
1/7/2014	Purchase	168,029	\$ 0.035	\$ 5,881.02	456,839,166	55.36%
2/7/2014	Purchase	1,607,584	\$ 0.035	\$ 56,265.44	458,446,750	55.56%
3/7/2014	Purchase	10,088,163	\$ 0.035	\$ 353,085.71	468,534,913	56.78%
4/7/2014	Purchase	1,587,542	\$ 0.035	\$ 55,569.97	470,122,455	56.97%
7/7/2014	Purchase	2,841,049	\$ 0.035	\$ 99,436.72	472,963,504	57.32%
8/7/2014	Purchase	331,910	\$ 0.035	\$ 11,616.85	473,295,414	57.36%
9/7/2014	Purchase	1,540,818	\$ 0.035	\$ 53,928.63	474,836,232	57.54%
10/7/2014	Purchase	310,304	\$ 0.035	\$ 10,860.64	475,146,536	57.58%
11/7/2014	Purchase	73,900	\$ 0.035	\$ 2,586.50	475,220,436	57.59%
14/7/2014	Purchase	8	\$ 0.035	\$ 0.28	475,220,444	57.59%
15/7/2014	Purchase	2,344,656	\$ 0.035	\$ 82,062.96	477,565,100	57.87%
16/7/2014	Purchase	544,698	\$ 0.035	\$ 19,064.43	478,109,798	57.94%
17/7/2014	Purchase	1,132,500	\$ 0.035	\$ 39,637.50	479,242,298	58.08%
18/7/2014	Purchase	1,310,530	\$ 0.035	\$ 45,868.55	480,552,828	58.24%
21/7/2014	Purchase	458,618	\$ 0.035	\$ 16,051.63	481,011,446	58.29%
22/7/2014	Purchase	2,133,954	\$ 0.035	\$ 74,688.39	483,145,400	58.55%
23/7/2014	Purchase	2,552,000	\$ 0.035	\$ 89,320.00	485,697,400	58.86%
24/7/2014	Purchase	307,800	\$ 0.035	\$ 10,773.00	486,005,200	58.90%
25/7/2014	Purchase	168,429	\$ 0.035	\$ 5,895.02	486,173,629	58.92%
28/7/2014	Purchase	651,667	\$ 0.035	\$ 22,808.35	486,825,296	59.00%
29/7/2014	Purchase	1,087,447	\$ 0.035	\$ 38,060.65	487,912,743	59.13%
30/7/2014	Purchase	319,677	\$ 0.035	\$ 11,188.70	488,232,420	59.17%
1/8/2014	Purchase	196,000	\$ 0.035	\$ 6,860.00	488,428,420	59.19%
4/8/2014	Purchase	7,691	\$ 0.035	\$ 267.09	488,436,051	59.19%
5/8/2014	Purchase	3,984,865	\$ 0.035	\$ 139,820.28	492,430,916	59.68%
6/8/2014	Purchase	670,000	\$ 0.035	\$ 23,450.00	493,100,916	59.76%
7/8/2014	Purchase	928,052	\$ 0.035	\$ 32,481.82	494,028,968	59.87%
8/8/2014	Purchase	132,150	\$ 0.035	\$ 4,625.25	494,161,118	59.89%
11/8/2014	Purchase	16,000	\$ 0.035	\$ 630.00	494,179,118	59.89%
12/8/2014	Purchase	9,366,117	\$ 0.035	\$ 327,814.10	503,545,235	61.02%
13/8/2014	Purchase	2,548,187	\$ 0.035	\$ 88,136.55	506,063,422	61.33%
14/8/2014	Purchase	5,128,611	\$ 0.035	\$ 179,501.39	511,192,033	61.95%
16/8/2014	Purchase	8,709,891	\$ 0.035	\$ 304,846.19	519,901,924	63.01%
<b>TOTAL</b>					<b>519,901,924</b>	