

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Heron Resources Limited

ACN/ARSN 068 263 098

1. Details of substantial holder(1)

Name Ian James Buchhorn

ACN/ARSN (if applicable) _____

There was a change in the interests of the substantial holder on 20/08/2014

The previous notice was given to the company on 27/11/2007

The previous notice was dated 27/11/2007

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	41,457,307	17.82%	46,590,959	12.91%

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
20/08/14	Ian Buchhorn and related parties	Dilution due to new shares issued by the Company	Nil	46,590,959 Ordinary Shares	46,590,959
11&14/07/14	Hazurn Pty Ltd	On market trade	\$6,750	50,000 ordinary shares	50,000
23/6/14	Hazurn Pty Ltd	On market trade	\$2,534	24,134 ordinary shares	24,134
16&19/6/14	Hazurn Pty Ltd	On market trade	\$40,466	375,866 ordinary shares	375,866
20/5/14	Hazurn Pty Ltd	On market trade	\$3,360	28,000 ordinary shares	28,000
14/5/14	Hazurn Pty Ltd	On market trade	\$2,640	22,000 ordinary shares	22,000
28/3/14	Hazurn Pty Ltd	On market trade	\$7,500	50,000 ordinary shares	50,000
11/3/14	Hazurn Pty Ltd	On market trade	\$45,000	300,000 ordinary shares	300,000
13/1/14	Hazurn Pty Ltd	On market trade	\$6,142.50	45,500 ordinary shares	45,500
8/1/14	Hazurn Pty Ltd	On market trade	\$607.50	4,500 ordinary shares	4,500
10/12/13	Hazurn Pty Ltd	On market trade	\$3,332.50	26,660 ordinary shares	26,660
14/11/13	Hazurn Pty Ltd	On market trade	\$14,355	99,000 ordinary shares	99,000
6&11/11/13	Hazurn Pty Ltd	On market trade	\$7,645	51,000 ordinary shares	51,000
9&14/10/13	Hazurn Pty Ltd	On market trade	\$3,854.38	28,059 ordinary shares	28,059
4/3/13	Hazurn Pty Ltd	On market trade	\$8,000	50,000 ordinary shares	50,000
4/6/12	Kurana Pty Ltd	On market trade	\$10,008.88	80,071 ordinary shares	80,071
3/2/12	Hazurn Pty Ltd	On market trade	\$8,250	50,000 ordinary shares	50,000
2/2/12	Hazurn Pty Ltd	On market trade	\$8,250	50,000 ordinary shares	50,000
2/5/11	Hazurn Pty Ltd	On market trade	\$20,154	100,000 ordinary shares	100,000
12/7/10	Ian Buchhorn	Off market transfer	Nil	62,692 ordinary shares	62,692
7/7/10	Pamela Buchhorn	Off market trade	\$24,200	110,000 ordinary shares	110,000
25/6/10	Pamela Buchhorn	Off market trade	\$110,000	500,000 ordinary shares	500,000
14/7/08	Hazurn Pty Ltd	On market trade	\$2,300.48	6,170 ordinary shares	6,170
17/6/08	Hazurn Pty Ltd	On market trade	\$10,000	20,000 ordinary shares	20,000
7/12/07	Hazurn & Kurana	Exercise of options	\$709,200	3,000,000 ordinary shares	3,000,000

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
Ian Buchhorn	Ian Buchhorn	Ian Buchhorn	Legal and beneficial holder	Ordinary shares 2,518,241	2,518,241
Pamela Buchhorn	Pamela Buchhorn	Pamela Buchhorn	Legal and beneficial holder	Ordinary shares 2,137,690	2,137,690
Hazurn P/L 009 206 982	Hazurn P/L 009 206 982	Hazurn P/L 009 206 982	Legal and beneficial holder	Ordinary shares 23,532,480	23,532,480
Kurana P/L 009 284 708	Kurana P/L 009 284 708	Kurana P/L 009 284 708	Legal and beneficial holder	Ordinary shares 16,576,556	16,576,556
Manorina Mining P/L 069 598 465	Manorina Mining P/L 069 598 465	Manorina Mining P/L 069 598 465	Legal and beneficial holder	Ordinary shares 1,825,992	1,825,992

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	N/A

6. Addresses

The addresses of persons named in this form are:

Name	Address
Ian Buchhorn	PO Box 874, Scarborough, WA 6922
Pamela Buchhorn	PO Box 874, Scarborough, WA 6922
Hazurn P/L	PO Box 874, Scarborough, WA 6922
Kurana P/L	PO Box 874, Scarborough, WA 6922
Manorina Mining P/L	PO Box 874, Scarborough, WA 6922

Signature

print name Ian James Buchhorn capacity: Beneficial owner / director

sign here



date 21 /08 / 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 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.