

Gondwana

RESOURCES LIMITED

ABN 72 008 915 311

8 July 2014

ASX Limited
ASX Announcements Platform
asxonline.com

Dear Sir/Madam

Form 603 – Substantial Shareholder Notice

We have today received the attached Form 603 - Notice of Initial Substantial Holder - and we are lodging the Notice on behalf of the shareholder.



**Director/Company Secretary
Gondwana Resources Limited**

ASIC registered agent number _____
lodging party or agent name _____
office, level, building name or PO Box no. _____
street number & name _____
suburb/city _____
state/territory _____ postcode _____
telephone _____
facsimile _____
DX number _____ suburb/city _____

Australian Securities & Investments Commission
form **603**

ASS. REQ-A
CASH REQ-P
PROC.

Corporations

Act 2001

Notice of initial substantial holder

Section 671B

To Company Name/Scheme	GONDWANA RESOURCES LIMITED
ACN/ARSN	ACN 008 915 311
1. Details of substantial holder (1)	PETER STUART BRYANT
Name	
ACN/ARSN (if applicable)	

The holder became a substantial holder on 30/06/2014

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary shares ORD	2,257,289	2,257,289	9.24%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
BC Capital Limited	Director - Beneficial interest	ORD 2,150,000
Peter Stuart Bryant	Beneficial interest	ORD 107,289

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Peter Stuart Bryant	BC Capital Limited	BC Capital Limited	2,150,000
Peter Stuart Bryant	Peter Stuart Bryant	Peter Stuart Bryant	107,289

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
BC Capital Limited	31 March 2014	\$0.032		ORD 250,000
BC Capital Limited	30 June 2014	\$0.10		ORD 1,180,000

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

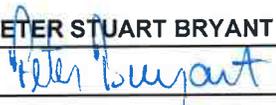
Name and CAN/ARSN (if applicable)	Name of association
BC Capital Limited	Director and Shareholder

7. Addresses

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

Name	Address
BC Capital Limited	8 Kassala Rd, London, SW11 4HN, UK
Peter Stuart Bryant	1073 Newport Ave., Victoria, BC, V8S 5E2, Canada

Signature

print name	PETER STUART BRYANT	capacity	
sign here		date	7 / July / 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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) 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.