

# Form 604

Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme **GME Resources Limited**

ACN/ARSN **009 260 315**

### 1. Details of substantial holder (1)

Name **Zeta Resources Limited (ARBN 162 902 481) and associates as listed in Annexure B**

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on **31 May 2018**

The previous notice was given to the company on **14 September 2017**

The previous notice was dated **15 September 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	203,786,128	44.15%	204,725,356	44.16%

### 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
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
See Annexure B					

## 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
Zeta Resources Limited (and its associates as listed in annexure B)	34 Bermudiana Road, Hamilton HM11, Bermuda
Panoramic Resources Limited	Level 9, 553 Hay Street, Perth, WA, 6000

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## Signature

**Print Name** Greg Segers **Capacity** Notifications Administrator

**Signature**



**Date**

7 June 2018

## Annexure 'A'

This is Annexure A of 1 page referred to in Form 604 Notice of change of interests of substantial holder signed by me and dated 7 June 2018.

**Print Name** Greg Segers **Capacity** Notifications Administrator

**Signature**  **Date** 7 June 2018

### Change in relevant interests

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
22 September 2017 – 31 May 2018	Zeta Resources Limited	On market purchases	94,862	939,228	939,228
31 May 2018	Zeta Resources Limited	Relevant interest under section 608(3)(b) of the Corporations Act following the acquisition by Zeta Resources Limited of Axelrock Limited on 31 May 2018 and holding 100% of the shares on issue in Axelrock Limited.		157,624,769	157,624,769
31 May 2018	Somers Isle Private Trust Company	Relevant interest under section 608(3)(a) of the corporations act by having voting power of above 20% in Zeta Resources Limited following the issue of 90,144,895 ordinary shares in Zeta Resources Limited for the acquisition of Axelrock Limited.		204,725,356	204,725,356
22 September 2017 – 31 May 2018	ICM Limited	Relevant interest under sections 608(1)(b) and (c) of the Corporations Act by having power to control the exercise of voting or disposal of shares as investment manager for Zeta Resources Limited.		939,228	939,228
22 September 2017 – 31 May 2018	UIL Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over Zeta Resources Limited holding greater than 50% of the shares on issue.		158,563,997	158,563,997
22 September 2017 – 31 May 2018	General Provincial Life Pension Fund Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over UIL Limited holding greater than 50% of the shares on issue.		158,563,997	158,563,997
22 September 2017 – 31 May 2018	Duncan Paul Saville	Relevant interest under section 608(3)(b) of the Corporations Act by having control over ICM Limited as owner.		939,228	939,228
22 September 2017 – 31 May 2018	Union Mutual Pension Fund Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over General Provincial Life Pension Fund Limited holding 100% of the shares on issue.		158,563,997	158,563,997

## Annexure 'B'

This is Annexure B of 2 pages referred to in Form 604 Notice of change of interests of substantial holder signed by me and dated 7 June 2018.

**Print Name** Greg Segers **Capacity** Notifications Administrator

**Signature**  **Date** 7 June 2018

### Present relevant interests

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
Panoramic Resources Limited	Panoramic Resources Limited	Panoramic Resources Limited	Registered Holder	18,518,519 ordinary shares	18,518,519
Axelrock Limited	Axelrock Limited	Axelrock Limited	Registered Holder	157,624,769 ordinary shares	157,624,769
Zeta Resources Limited	JP Morgan Nominees Australia Limited	Zeta Resources Limited	Beneficial Owner	23,421,137 ordinary shares	23,421,137
	Zeta Resources Limited	Zeta Resources Limited	Registered Holder	5,160,931 ordinary shares	5,160,931
	Panoramic Resources Limited	Panoramic Resources Limited	Relevant interest under section 608(3)(a) of the corporations act by having voting power of above 20% in Panoramic Resources Limited ACN 47 095 792 288.	18,518,519 ordinary shares	18,518,519
	Axelrock Limited	Axelrock Limited	Relevant interest under section 608(3)(b) of the corporations act by holding 100% of the shares in issue in Axelrock Limited.	157,624,769 ordinary shares	157,624,769
ICM Limited	Axelrock Limited	Axelrock Limited	Relevant interest under sections 608(1)(b) and (c) of the Corporations Act by having power to control the exercise of voting or disposal of shares as investment manager for Zeta Resources Limited pursuant to the investment management agreement between ICM Limited and Zeta Limited, enclosed as annexure B of the amended form 604 dated 15 September 2017.	157,624,769 ordinary shares	157,624,769
	JP Morgan Nominees Australia Limited	Zeta Resources Limited		23,421,137 ordinary shares	23,421,137
	Zeta Resources Limited	Zeta Resources Limited		5,160,931 ordinary shares	5,160,931
	Panoramic Resources Limited	Panoramic Resources Limited		18,518,519 ordinary shares	18,518,519
UIL Limited	JP Morgan Nominees Australia Limited	Zeta Resources Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over Zeta Resources Limited holding greater than 50% of the shares on issue.	23,421,137 ordinary shares	23,421,137
	Zeta Resources Limited	Zeta Resources Limited		5,160,931 ordinary shares	5,160,931

	Panoramic Resources Limited	Panoramic Resources Limited		18,518,519 ordinary shares	18,518,519
	Axelrock Limited	Axelrock Limited		157,624,769 ordinary shares	157,624,769
General Provincial Life Pension Fund Limited	J P Morgan Nominees Australia Limited	Zeta Resources Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over UIL Limited holding greater than 50% of the shares on issue.	23,421,137 ordinary shares	23,421,137
	Zeta Resources Limited	Zeta Resources Limited		5,160,931 ordinary shares	5,160,931
	Panoramic Resources Limited	Panoramic Resources Limited		18,518,519 ordinary shares	18,518,519
	Axelrock Limited	Axelrock Limited		157,624,769 ordinary shares	157,624,769
Somers Isle Private Trust Company Limited	JP Morgan Nominees Australia Limited	Zeta Resources Limited		23,421,137 ordinary shares	23,421,137
	Zeta Resources Limited	Zeta Resources Limited		5,160,931 ordinary shares	5,160,931
	Panoramic Resources Limited	Panoramic Resources Limited		18,518,519 ordinary shares	18,518,519
	Axelrock Limited	Axelrock Limited		157,624,769 ordinary shares	157,624,769
Duncan Paul Saville	J P Morgan Nominees Australia Limited	Zeta Resources Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over ICM Limited and Somers Isle Private Trust Company Limited.	23,421,137 ordinary shares	23,421,137
	Zeta Resources Limited	Zeta Resources Limited		5,160,931 ordinary shares	5,160,931
	Axelrock Limited	Axelrock Limited		157,624,769 ordinary shares	157,624,769
	Panoramic Resources Limited	Panoramic Resources Limited		18,518,519 ordinary shares	18,518,519
Union Mutual Pension Fund Limited	J P Morgan Nominees Australia Limited	Zeta Resources Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over General Provincial Life Pension Fund Limited holding 100% of the shares on issue.	23,421,137 ordinary shares	23,421,137
	Zeta Resources Limited	Zeta Resources Limited		5,160,931 ordinary shares	5,160,931
	Panoramic Resources Limited	Panoramic Resources Limited		18,518,519 ordinary shares	18,518,519
	Axelrock Limited	Axelrock Limited		157,624,769 ordinary shares	157,624,769