

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 **ICM Limited, Axelrock Limited, Zeta Resources Limited, UIL Limited**

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on 29 March 2017

The previous notice was given to the company on 3 May 2016

The previous notice was dated 3 May 2016

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	194,156,009	42.06%	199,701,030	43.26%

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
31 August 2016 – 6 September 2016	Permanent Mutual Limited	On market purchases	52,311	1,705,021	1,705,021
31 August 2016 – 6 September 2016	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 Permanent Mutual Limited.		1,705,021	1,705,021
10 February 2017 – 29 March 2017	Zeta Resources Limited	On market purchases	281,820	3,840,000	3,840,000
10 February 2017 – 29 March 2017	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.		3,840,000	3,840,000
10 February 2017 – 29 March 2017	UIL Limited	Relevant interest under section 608(3)(b) of the corporations act by having control over Zeta Resources Limited.		3,840,000	3,840,000
24 March 2017	Ingot Capital Investments Pty Limited	Off Market Transfer	(157,610)	(1,970,130)	(1,970,130)
24 March 2017	Axelrock Limited	Off Market Transfer	157,610	1,970,130	1,970,130

24 March 2017	Permanent Mutual Limited	Off Market Transfer	(136,402)	(1,705,021)	(1,705,021)
24 March 2017	Axelrock Limited	Off Market Transfer	136,402	1,705,021	1,705,021
24 March 2017	ICM Limited	Off Market Transfer	(12,315,969)	(153,949,618)	(153,949,618)
24 March 2017	Axelrock Limited	Off Market Transfer	12,315,969	153,949,618	153,949,618

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
ICM Limited	HSBC Custody Nominees Australia 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 Axelrock Limited.	157,624,769 ordinary shares	157,624,769
	JP Morgan Nominees Australia Limited	Zeta Resources 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.	18,396,811 ordinary shares	18,396,811
	Zeta Resources Limited	Zeta Resources Limited		5,160,931 ordinary shares	5,160,931
	Panoramic Resources Limited	Panoramic Resources Limited	Relevant interest under sections 608(3)(a) of the Corporations Act by having voting power of above 20% in Panoramic Resources Limited CAN 47 095 792 288.	18,518,519 ordinary shares	18,518,519
Zeta Resources Limited	JP Morgan Nominees Australia Limited	Zeta Resources Limited	Beneficial owner	18,396,811 ordinary shares	18,396,811
	Zeta Resources Limited	Zeta Resources Limited	Beneficial owner	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
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.	18,396,811 ordinary shares	18,396,811
	Zeta Resources Limited	Zeta Resources Limited		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
Panoramic Resources Limited	Panoramic Resources Limited	Panoramic Resources Limited	Beneficial owner	18,518,519 ordinary shares	18,518,519

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
ICM Limited, Zeta Resources Limited, UIL Limited, Axelrock Limited	34 Bermudiana Road, Hamilton HM11, Bermuda
Panoramic Resources Limited	Level 9, 553 Hay Street, Perth, WA, 6000

Signature

print name	Franci van der Walt	capacity	Notifications Administrator
sign here		date	04/04/2017
