

Form 604

Corporations Act 2001 Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme Southern Gold Limited
ACN/ARSN 107 424 519

1. Details of substantial holder (1)

Name Silver Lake Resources Limited ACN 108 779 782, Silver Lake (Integra) Pty Ltd ACN 093 278 436, and their related bodies corporate listed in Annexure A to this notice ("Silver Lake Entities")
ACN/ARSN (if applicable) As above

There was a change in the interests of the substantial holder on 29/06/16
The previous notice was given to the company on 26/03/15
The previous notice was dated 25/03/15

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	2,885,156*	8.2%	2,422,200	6.6%
*post share consolidation				

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
Refer annexue B	Refer annexue B	Refer annexue B	Refer annexue B	Refer annexue B	Refer annexue B

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
Silver Lake Resources Ltd and Silver Lake (Integra) Pty Ltd	Silver Lake (Integra) Pty Ltd	Silver Lake (Integra) Pty Ltd	Pursuant to section 608(1) of the Corporations Act 2001	Ordinary	2,422,200

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
Silver Lake Entities	Arising by virtue of section 12(2)(a) of the Corporations Act 2001

6. Addresses

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

Name	Address
Silver Lake Resources Limited and Silver Lake (Integra) Pty Ltd	Suite 4 Level 3, South Shore Plaza, 83-85 South Perth Esplanade, South Perth, WA 6151
Silver Lake Entities	Refer Annexure A

Signature

print name David Berg

capacity Company Secretary

sign here



date 29/06/16

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 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.

ANNEXURE A

SILVER LAKE RESOURCES LIMITED ACN 108 779 782 N

This is the annexure of 1 page marked "A" referred to in the Form 604, Notice of change of interest of substantial holder, signed by me and dated 29 June 2016



David Berg, Company Secretary

Name	ACN	Address
Cue Minerals Pty Ltd	130 253 146	Suite 4 Level 3, South Shore Plaza, 83-85 South Perth Esplanade, South Perth, WA 6151
Backlode Pty Ltd	080 885 730	Suite 4 Level 3, South Shore Plaza, 83-85 South Perth Esplanade, South Perth, WA 6151
Loded Pty Ltd	093 988 071	Suite 4 Level 3, South Shore Plaza, 83-85 South Perth Esplanade, South Perth, WA 6151
Paylode Pty Ltd	093 400545	Suite 4 Level 3, South Shore Plaza, 83-85 South Perth Esplanade, South Perth, WA 6151
Great Southern Minerals Pty Ltd	601 511 915	Suite 4 Level 3, South Shore Plaza, 83-85 South Perth Esplanade, South Perth, WA 6151

ANNEXURE B

SILVER LAKE RESOURCES LIMITED ACN 108 779 782 N

This is the annexure of 1 page marked B” referred to in the Form 604, Notice of change of interest of substantial holder, signed by me and dated 29 June 2016



David Berg, Company Secretary

Date	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
23/06/2016	Silver Lake Resources Ltd and Silver Lake (Integra) Pty Ltd	On market sale	\$13,160	Ordinary shares 47,000	47,000
24/06/2016	Silver Lake Resources Ltd and Silver Lake (Integra) Pty Ltd	On market sale	\$51,514	Ordinary shares 176,600	176,600
27/06/2016	Silver Lake Resources Ltd and Silver Lake (Integra) Pty Ltd	On market sale	\$27,374	Ordinary shares 95,546	95,546
28/06/2016	Silver Lake Resources Ltd and Silver Lake (Integra) Pty Ltd	On market sale	\$11,676	Ordinary shares 40,000	40,000
29/06/2016	Silver Lake Resources Ltd and Silver Lake (Integra) Pty Ltd	On market sale	\$30,146	Ordinary shares 103,810	103,810