

**C L I F F O R D  
C H A N C E**

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**Fax**

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27 January 2017

Dear Sir/Madam

**Atlas Iron Limited: Form 605 Notice of Ceasing to be a Substantial Holder**

We act for BGC Contracting Pty Ltd ACN 008 766 407 (**BGC**) in relation to its holding of shares in Atlas Iron Limited ACN 110 396 168 (ASX: AGO) (**AGO**).

On behalf of BGC and in accordance with section 671B of the *Corporations Act 2001* (Cth), we enclose a Notice of Ceasing to be a Substantial Holder (Form 605) in respect of AGO.

A copy of the enclosed notice will be provided to AGO today.

Yours Faithfully



Jon Carson  
Partner  
Clifford Chance

**Enc.**

519142-4-367-v1.0

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IF YOU DO NOT RECEIVE LEGIBLE COPIES OF ALL THE PAGES PLEASE NOTIFY US IMMEDIATELY BY TELEPHONE OR FAX. THIS MESSAGE AND ANY ATTACHMENTS ARE CONFIDENTIAL AND SENT FOR THE PERSONAL ATTENTION OF THE ADDRESSEE. THE MESSAGE MAY CONTAIN INFORMATION WHICH IS COVERED BY LEGAL PROFESSIONAL OR OTHER PRIVILEGE.

**Form 605****Corporations Act 2001  
Section 671B****Notice of ceasing to be a substantial holder****To Company Name/Scheme** Atlas Iron Limited (Atlas)**ACN/ARSN** 110 396 168**1. Details of substantial holder (1)****Name** BGC Contracting Pty Ltd ACN 008 766 407 and each of the persons and entities listed in Annexure A (together, the BGC Group)**ACN/ARSN (if applicable)** See Annexure A**The holder ceased to be a substantial holder on**25 January 2017**The previous notice was given to the company on**28 July 2015**The previous notice was dated**28 July 2015**2. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a related interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
25 January 2017	BGC Contracting Pty Ltd (and each member of the BGC Group)	On Market Sale	Cash – \$963,922.84	20,029,337 fully paid ordinary shares	20,029,337

**3. Changes in association**

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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

**4. Addresses**

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

Name	Address
BGC Contracting Pty Ltd	Level 6, 18 Mount Street Perth WA 6000
Each of the persons and entities listed in Annexure A	c/o – BGC Contracting Pty Ltd Level 6, 18 Mount Street Perth WA 6000

**Signature**print name Belinda Jane Murray

Capacity – Company Secretary of BGC Contracting Pty Ltd

sign here 

date

27

January 2017

**DIRECTIONS**

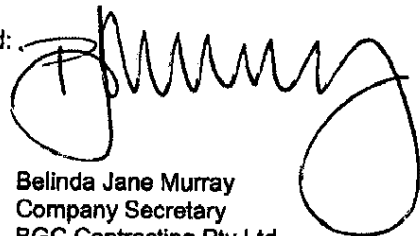
- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially 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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.
- (5) 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

## Annexure A

This is Annexure A of 2 pages (including this page) referred to in Form 605, Notice of ceasing to be a substantial holder, given by the BGC Group.

Dated: 27 January 2017

Signed:



Name: Belinda Jane Murray  
Company Secretary  
BGC Contracting Pty Ltd

Name	ACN/ABN/ARSN/Company number
Samuel Conrad Buckeridge and Andrew Benjamin Buckeridge as executors of the estate of Leonard Walter Buckeridge (deceased)	
BGC (Australia) Pty Limited	ACN 005 736 005
BGC Residential Pty Ltd	ACN 052 543 450
BGC Construction Pty Ltd	ACN 008 783 248
Statesman Homes Pty Limited	ACN 009 184 418
BGC Concrete Products Pty Limited	ACN 009 397 871
Buxton Holdings Pty Limited	ACN 009 177 002
Ventura Home Group Pty Ltd	ACN 093 870 618
BAAC Pty Ltd	ACN 067 400 293
Commodore Homes Unit Trust	ABN 67 828 112 239
Commodore Homes (WA) Pty Limited	ACN 063 492 526
The Australian Plasterboard Company Holdings Pty Ltd	ACN 106 367 962
Canche Pty Ltd	ACN 151 958 182
BGC East Pty Ltd	ACN 165 228 188
Mount Risk Services Pty Ltd	ACN 008 775 666
DAD National Pty Ltd	ACN 100 667 196
Port 1 Pty Ltd	ACN 077 705 894
Homeowners Completion Trust	ABN 24 707 076 192
480 Hay Street Pty Ltd	ACN 163 079 918
Affordable Finance Pty Ltd	ACN 167 101 028
Cromlech Pty Limited	ACN 008 909 304
Oasis Construction Pty Ltd	ACN 107 967 920
Smart Legend Pty Ltd	ACN 160 596 690
BGC POS Pty Ltd	ACN 165 075 409
Pelabuhan Utama Pty Ltd	ACN 071 486 649
Hebat Pty Ltd	ACN 079 099 504
James Point Pty Ltd	ACN 077 624 956
F G Cranes Pty Ltd	ACN 160 985 053
Western Stevedores Livestock Unit Trust	ABN 82 887 348 519
Kwinana Port Pty Ltd	ACN 077 515 336
James Point Developments Pty Ltd	ACN 092 666 987

Name	ACN/ABN/ARSN/Company number
BGC Development Pty Ltd	ACN 601 411 876
60 Flourish Loop Pty Ltd	ACN 603 409 605
Homefirst Pty Ltd	ACN 165 537 726
Glenthams Pty Ltd	ACN 008 865 692
Esther Investment Pty Ltd	ACN 004 459 563
Buckeridge Nominees Pty Ltd	ACN 008 849 581
PAW Unit Trust	ABN 55 519 847 105
Lisson Nominees Pty Ltd	ACN 008 872 857
PBS Unit Trust	ABN 88 702 504 116
Automated Surveys Pty Ltd	ACN 009 303 931
Automated Surveys Unit Trust	ABN 86 653 526 582
Kimpura Pty Ltd	ACN 006 048 479
J-Corp Pty Ltd	ACN 009 063 076
Abella Holdings Pty Ltd	ACN 009 365 093
Caprice Bay Pty Ltd	ACN 060 170 434
Daglish Holdings Pty Ltd	ACN 053 255 333
Harrisdale Pty Ltd	ACN 008 462 140
Leon Enterprises Pty Ltd	ACN 059 951 281
National Electrical Services Pty Ltd	ACN 009 339 968
Westswan Nominees Pty Ltd	ACN 091 509 349
Buckeridge & Associates Pty Ltd	ACN 008 679 061
Twenty Two Mount Street Pty Ltd	ACN 008 702 770
Richard Buckeridge Investments Pty Ltd	ACN 008 677 754
Buckeridge Properties Pty Ltd	ACN 008 687 581
Sharon Flats Syndicate	ABN 81 856 438 088
Eaton Holdings Pty Ltd	ACN 009 295 327
Eaton Unit Trust	ABN 97 181 345 609
BGC Modular Pty Ltd	ACN 157 690 509
A F Wade Pty Ltd	ACN 007 621 687
Armacrete WA Pty Ltd	ACN 009 447 885
Maxen Holdings Pty Ltd	ACN 009 469 023
Britta Nominees Pty Ltd	ACN 009 359 693
Builders Supply Group Pty Ltd	ACN 009 132 889
Cresford Holdings Pty Ltd	ACN 009 176 989
Edmonds Corporation Pty Ltd	ACN 081 867 352
Swan View Holdings Pty Ltd	ACN 127 596 516
VHG Realty Pty Ltd	ACN 607 123 099
BGC Insurance (L) Ltd	ABN 50 087 516 014
DIAB Engineering Pty Ltd	ACN 611 036 689
VHG Finance Pty Ltd	ACN 616 051 800
Irwin St South Pty Ltd	ACN 615 375 383
Irwin St North Pty Ltd	ACN 615 375 374