

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Evolution Mining Limited (*Evolution*)

ACN/ARSN 084 669 036

1. Details of substantial holder (1)

Name Newcrest Mining Limited (*Newcrest*) and each of its *Related Bodies Corporate* listed in Annexure A
ACN 005 683 625

There was a change in the interests of the substantial holder on 27/08/2015
The previous notice was given to the company on 26/08/2015
The previous notice was dated 26/08/2015

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 Fully Paid | 106,482,631 | 8.10% | 106,482,631 | 7.40% |

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 | Nature of change (6) | Consideration given in relation to change (7) | Class and number of securities affected | Person's votes affected |
|----------------|---|---|---|---|-------------------------|
| 27/08/2015 | Newcrest and each of its Related Bodies Corporate | Dilution in voting power of Newcrest and each of its Related Bodies Corporate due to the issue of an additional 123,852,934 shares by Evolution on 27 August 2015 in accordance with the subscription for additional shares by the La Mancha Group International BV as described in the Appendix 3B lodged by Evolution with the ASX on 24 August 2015. | Nil | 106,482,631 ordinary shares | 106,482,631 |

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 |
|---|--|--|---|--------------------------------|----------------|
| Newcrest and each of its Related Bodies Corporate | Newcrest Holdings (Investments) Pty Limited (ACN 153 993 938) (<i>NHIPL</i>) | NHIPL | As regards NHIPL - pursuant to section 608(1)(a) of the Corporations Act. As regards Newcrest and each of its other Related Bodies Corporate - pursuant to section 608(1) and / or 608(3) of the Corporations Act. | 106,482,631 ordinary shares | 106,482,631 |

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:

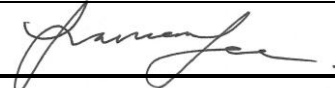
| Name and ACN/ARSN (if applicable) | Nature of association |
|-----------------------------------|-----------------------|
| Not Applicable | Not Applicable |
| | |

6. Addresses

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

| Name | Address |
|-------------------------------------|--|
| Newcrest | Level 9, 600 St Kilda Road, Melbourne Victoria 3004, Australia |
| Newcrest's Related Bodies Corporate | See Annexure A |

Signature

| | | | |
|------------|---|----------|-------------------|
| print name | FRANCESCA LEE | capacity | Company Secretary |
| sign here |  | date | 01/09/2015 |

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (e.g. 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 6 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 (e.g. 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.

This is Annexure A of 2 pages referred to in the Form 604 (Notice of Change of Interests of Substantial Holder) in relation to Newcrest Mining Limited (ACN 005 683 625)

1. Details of Substantial Holder

The Related Bodies Corporate of Newcrest Mining Limited (ACN 005 683 625) and their addresses are as follows:

| Company | ACN or country of incorporation | Address |
|---|--|---|
| Australmin Holdings Pty Ltd | 008 462 986 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| Ballarat West Goldfields Pty Ltd | 006 764 110 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| Berringa Resources Pty Ltd | 083 038 135 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| Cadia Holdings Pty Limited | 062 648 006 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| Contango Agricultural Co. Pty Ltd | 078 273 033 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| LGL Australian Holdings Pty Ltd | 121 554 443 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| LGL Ballarat Operations Pty Ltd | 006 245 441 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| LGL CDI Investments Pty Ltd | 009 248 122 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| LGL CDI Exploration Pty Ltd | 060 719 744 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| LGL Mount Rawdon Operations Pty Ltd | 060 235 145 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| LGL Mount Rawdon Property Holdings Pty Ltd | 060 105 535 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| LGL Services Australia Pty Ltd | 116 067 611 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| Newcrest Exploration Holdings Pty Ltd | 058 425 951 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| Newcrest Finance Pty Ltd | 072 648 705 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| Newcrest New Zealand Exploration Pty Ltd (formerly Horskar Pty Limited) | 079 193 632 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| Newcrest Operations Limited | 009 221 505 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| Newcrest Holdings (Investments) Pty Limited | 153 993 938 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| Newcrest International Pty Ltd | 007 449 194 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| Newcrest Services Pty Ltd | 081 197 471 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| Newcrest Technology Pty Ltd | 009 199 268 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| Newgen Pty Ltd | 106 984 221 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| New Resources Pty Ltd | 006 157 428 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| Niugini Mining Australia Pty Ltd | 011 060 898 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| Sulawesi Investments Pty Ltd | 056 375 038 | Level 9, 600 St Kilda Road, Melbourne 3004, Victoria |
| 600 Holdings Inc. | USA | Level 9, 600 St Kilda Road, Melbourne, 3004, Victoria |
| Newcrest Resources Inc. | USA | Level 8, 600 St Kilda Road, Melbourne 3004, Victoria |
| Newcrest USA, Inc. (formerly Newmont Pty Ltd) | USA | Level 9, 600 St Kilda Road, Melbourne, 3004, Victoria |
| Newroyal Resources, Inc. | USA | Level 8, 600 St Kilda Road, Melbourne 3004, Victoria |
| Newcrest Dougbafla Holdings Pte Ltd | Singapore | 7 Shenton Way #01-02 Singapore Conference Hall Singapore 068810 |
| Newcrest Hire Holdings Pte Ltd | Singapore | 7 Shenton Way #01-02 Singapore Conference Hall Singapore 068810 |
| Newcrest Singapore Holdings Pte Ltd | Singapore | 7 Shenton Way #01-02 Singapore Conference Hall Singapore 068810 |
| Newcrest Insurance Pte Ltd | Singapore | 6 Battery Road #06-01/02 Singapore 049909 |

| Company | ACN or country of incorporation | Address |
|--|---------------------------------|--|
| Newcrest Trading Pte Ltd | Singapore | 7 Shenton Way #01-02 Singapore Conference Hall Singapore 068810 |
| Newcrest Fiji Exploration Holdings 1 Pte Ltd | Singapore | 7 Shenton Way #01-02 Singapore Conference Hall Singapore 068810 |
| Newcrest Fiji Exploration Holdings 2 Pte Ltd | Singapore | 7 Shenton Way #01-02 Singapore Conference Hall Singapore 068810 |
| PT Nusa Halmahera Minerals | Indonesia | 3 rd Floor, The Manhattan Square – Mid Tower, Jl. TB Simatupang Kav. 1-S, Cilandak Timur, Jakarta Selatan 12560, Indonesia |
| PT Puncakbaru Jayatama | Indonesia | 3 rd Floor, The Manhattan Square – Mid Tower, Jl. TB Simatupang Kav. 1-S, Cilandak Timur, Jakarta Selatan 12560, Indonesia |
| Newcrest Chile Holdings 1 Limited | Bermuda | Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda |
| Newcrest Chile Holdings 2 Limited | Bermuda | Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda |
| Newcrest Peru Holdings 1 Limited | Bermuda | Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda |
| Newcrest Peru Holdings 2 Limited | Bermuda | Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda |
| Minera Newcrest Chile SRL | Chile | Uriquidi & Asociados Abogados S. A. Coimbra 110, Suite 1002, Las Condes, Santiago, Chile |
| Minera Newcrest Peru SAC | Peru | Rubio Leguia Normand & Asociados S. Civil de R. L., Av Dos de Mayo 1321 San Isidro, Lima 27, Perú. |
| Newcrest (Fiji) Ltd | Fiji | c/- Howards Lawyers, Level 7, FNPF Place, Victoria Parade, Suva, Fiji |
| Newcrest Exploration (Fiji) Limited | Fiji | c/ Howards Lawyers, Level 7, FNPF Place, Victoria Parade, Suva, Fiji |
| Newcrest PNG 1 Ltd | Papua New Guinea | c/- Sinton Spence Chartered Accountants, 2nd Floor, Brian Bell Plaza, Turumu Street, Boroko, National Capital District 111, Papua New Guinea |
| Newcrest PNG 2 Ltd | Papua New Guinea | c/- Sinton Spence Chartered Accountants, 2nd Floor, Brian Bell Plaza, Turumu Street, Boroko, National Capital District 111, Papua New Guinea |
| Newcrest PNG 3 Ltd | Papua New Guinea | c/- Sinton Spence Chartered Accountants, 2nd Floor, Brian Bell Plaza, Turumu Street, Boroko, National Capital District 111, Papua New Guinea |
| Newcrest PNG Exploration Ltd | Papua New Guinea | c/- Sinton Spence Chartered Accountants, 2nd Floor, Brian Bell Plaza, Turumu Street, Boroko, National Capital District 111, Papua New Guinea |
| Newcrest PNG Wamum Limited | Papua New Guinea | c/- Sinton Spence Chartered Accountants, 2nd Floor, Brian Bell Plaza, Turumu Street, Boroko, National Capital District 111, Papua New Guinea |
| Lihir Gold Limited | Papua New Guinea | Level 4, Port Tower Building, Section 3, Allotment 21, Granville, Hunter Street, National Capital District, Papua New Guinea |
| Niugini Mining Limited | Papua New Guinea | c/- Sinton Spence Chartered Accountants, 2nd Floor, Brian Bell Plaza, Turumu Street, Boroko, National Capital District 111, Papua New Guinea |
| Lihir Management Company Limited | Papua New Guinea | c/- Sinton Spence Chartered Accountants, 2nd Floor, Brian Bell Plaza, Turumu Street, Boroko, National Capital District 111, Papua New Guinea |
| LGL Mines CI SA | Cote d' Ivoire | Cocody Deux Plateau, Immeuble Dany Center, Angle Rue du Vallon, Rue des Jardins, Abidjan, Cote d' Ivoire |
| LGL Resources CI SA | Cote d' Ivoire | Cocody Deux Plateau, Immeuble Dany Center, Angle Rue du Vallon, Rue des Jardins, Abidjan, Cote d' Ivoire |
| LGL Exploration CI SA | Cote d' Ivoire | Cocody Deux Plateau, Immeuble Dany Center, Angle Rue du Vallon, Rue des Jardins, Abidjan, Cote d' Ivoire |
| LGL Development CI SA | Cote d' Ivoire | Cocody Deux Plateau, Immeuble Dany Center, Angle Rue du Vallon, Rue des Jardins, Abidjan, Cote d' Ivoire |
| LGL Holdings CI SA | Cote d' Ivoire | Cocody Deux Plateau, Immeuble Dany Center, Angle Rue du Vallon, Rue des Jardins, Abidjan, Cote d' Ivoire |
| Newcrest Dougbafila CI SA | Cote d' Ivoire | Cocody Deux Plateau, Immeuble Dany Center, Angle Rue du Vallon, Rue des Jardins, Abidjan, Cote d' Ivoire |
| Newcrest Hire CI SA | Cote d' Ivoire | Cocody Deux Plateau, Immeuble Dany Center, Angle Rue du Vallon, Rue des Jardins, Abidjan, Cote d' Ivoire |

Signed:



Francesca Lee

Company Secretary, Newcrest Mining Limited

Date: 1 September 2015