

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme AURIS MINERALS LIMITED

ACN/ARSN 085 806 284

1. Details of substantial holder(1)

Name & ACN/ARSN (if applicable) All-States Finance Pty Ltd (ACN 004 452 153)

Capretti Investments Pty Ltd (ACN 137 248 090)

Riverview Corporation Pty Ltd (ACN 071 087 404)

Mandevilla Pty Ltd (ACN 054 147 214)

There was a change in the interests of the substantial holder on

3/04/2018

The previous notice was given to the company on

12/03/2018

The previous notice was dated

12/03/2018

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)
Fully paid ordinary shares	45,036,626	11.05%	54,314,118	13.33%

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
20/03/2018	Goldfire Enterprises Pty Ltd	Acquisition of shares on market	\$147,343	2,110,000 fully paid ordinary shares	2,110,000
22/03/2018	Goldfire Enterprises Pty Ltd	Acquisition of shares on market	\$32,995	510,074 fully paid ordinary shares	510,074
26/03/2018	Goldfire Enterprises Pty Ltd	Acquisition of shares on market	\$22,564	337,122 fully paid ordinary shares	337,122

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
3/04/2018	No change of relevant interest but change in voting power for each of All-States Finance Pty Ltd, Capretti Investments Pty Ltd, Riverview Corporation Pty Ltd, Mandevilla Pty Ltd, Goldfire Enterprises Pty Ltd, Robert Paul Martin and Susan Pamela Martin (RP & SP Martin Super Fund A/C), Robert Paul Martin and Susan Pamela Martin (Nitro Super Fund A/C), RPM Super Pty Ltd (RPM Super Fund A/C), All States Secretariat Pty Ltd, Gary and Candice Castledine, Benjamin Castledine, Candice Castledine and Newball Pty Ltd	Association pursuant to section 12(2)(c) of the Corporations Act by reason of shareholders proposing to act in concert in relation to a general meeting of Auris Minerals Limited to be held on 20 April 2018 as a consequence of Auris Minerals Limited commencing Takeovers Panel proceedings seeking orders restraining shareholders exercising voting rights and vesting shares in ASIC for sale	Nil	6,320,296 fully paid ordinary shares	6,320,296

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
All-States Finance Pty Ltd, Capretti Investments Pty Ltd, Riverview Corporation Pty Ltd, Mandevilla Pty Ltd or their associates	All-States Finance Pty Ltd	All-States Finance Pty Ltd	Registered Holder	10,747,830 fully paid ordinary shares	10,747,830
	Pershing Australia Nominees Pty Ltd	Capretti Investments Pty Ltd	Pursuant to section 608(8) of the Corporations Act	6,435,833 fully paid ordinary shares	6,435,833
	Riverview Corporation Pty Ltd	Riverview Corporation Pty Ltd	Registered Holder	5,052,007 fully paid ordinary shares	5,052,007
	Mandevilla Pty Ltd	Mandevilla Pty Ltd	Registered Holder	1,100,000 fully paid ordinary shares	1,100,000
	Goldfire Enterprises Pty Ltd	Goldfire Enterprises Pty Ltd	Association with substantial holders pursuant to section 12(2)(c) of the Corporations Act	21,390,672 fully paid ordinary shares	21,390,672
	Robert Paul Martin and Susan Pamela Martin (RP & SP Martin Super Fund A/C)	Robert Paul Martin and Susan Pamela Martin (RP & SP Martin Super Fund A/C)	Association with substantial holders pursuant to section 12(2)(c) of the Corporations Act	896,740 fully paid ordinary shares	896,740
	Robert Paul Martin and Susan Pamela Martin (Nitro Super Fund A/C)	Robert Paul Martin and Susan Pamela Martin (Nitro Super Fund A/C)	Association with substantial holders pursuant to section 12(2)(c) of the Corporations Act	1,474,000 fully paid ordinary shares	1,474,000

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
	RPM Super Pty Ltd (RPM Super Fund A/C)	RPM Super Pty Ltd (RPM Super Fund A/C)	Association with substantial holders pursuant to section 12(2)(c) of the Corporations Act	896,740 fully paid ordinary shares	896,740
	All States Secretariat Pty Ltd	All States Secretariat Pty Ltd	Association with substantial holders pursuant to section 12(2)(c) of the Corporations Act	1,228,877 fully paid ordinary shares	1,228,877
	Gary and Candice Castledine (Castledine Super Fund A/C)	Gary and Candice Castledine (Castledine Super Fund A/C)	Association with substantial holders pursuant to section 12(2)(c) of the Corporations Act	80,000 fully paid ordinary shares	80,000
	Candice Peta Castledine	Candice Peta Castledine	Association with substantial holders pursuant to section 12(2)(c) of the Corporations Act	145,000 fully paid ordinary shares	145,000
	Benjamin Charles Castledine	Benjamin Charles Castledine	Association with substantial holders pursuant to section 12(2)(c) of the Corporations Act	142,007 fully paid ordinary shares	142,007
	Newball Pty Ltd	Newball Pty Ltd	Association with substantial holders pursuant to section 12(2)(c) of the Corporations Act	731,078 fully paid ordinary shares	731,078
	Bulletin Resources Limited	Bulletin Resources Limited	Relevant interest of Mr Robert Paul Martin pursuant to section 608(3)(a) of the Corporations Act and association between Robert Paul Martin and substantial holders pursuant to section 12(2)(c) of the Corporations Act	2,160,000 fully paid ordinary shares	2,160,000
	SBD Drilling Pty Ltd	SBD Drilling Pty Ltd	Relevant interest of Mr Robert Paul Martin pursuant to section 608(3)(a) of the Corporations Act and association between Robert Paul Martin and substantial holders pursuant to section 12(2)(c) of the Corporations Act	1,833,334 fully paid ordinary shares	1,833,334

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
All States Secretariat Pty Ltd (ACN 004 637 245)	Association pursuant to section 12(2)(c) of the Corporations Act by reason of shareholders proposing to act in concert in relation to a general meeting of Auris Minerals Limited to be held on 20 April 2018 as a consequence of Auris Minerals Limited commencing Takeovers Panel proceedings seeking orders restraining shareholders exercising voting rights and vesting shares in ASIC for sale
Gary and Candice Castledine (Castledine Super Fund A/C)	Association pursuant to section 12(2)(c) of the Corporations Act by reason of shareholders proposing to act in concert in relation to a general meeting of Auris Minerals Limited to be held on 20 April 2018 as a consequence of Auris Minerals Limited commencing Takeovers Panel proceedings seeking orders restraining shareholders exercising voting rights and vesting shares in ASIC for sale
Candice Peta Castledine	Association pursuant to section 12(2)(c) of the Corporations Act by reason of shareholders proposing to act in concert in relation to a general meeting of Auris Minerals Limited to be held on 20 April 2018 as a consequence of Auris Minerals Limited commencing Takeovers Panel proceedings seeking orders restraining shareholders exercising voting rights and vesting shares in ASIC for sale
Benjamin Charles Castledine	Association pursuant to section 12(2)(c) of the Corporations Act by reason of shareholders proposing to act in concert in relation to a general meeting of Auris Minerals Limited to be held on 20 April 2018 as a consequence of Auris Minerals Limited commencing Takeovers Panel proceedings seeking orders restraining shareholders exercising voting rights and vesting shares in ASIC for sale
Newball Pty Ltd (ACN 102 805 845)	Association pursuant to section 12(2)(c) of the Corporations Act by reason of shareholders proposing to act in concert in relation to a general meeting of Auris Minerals Limited to be held on 20 April 2018 as a consequence of Auris Minerals Limited commencing Takeovers Panel proceedings seeking orders restraining shareholders exercising voting rights and vesting shares in ASIC for sale

6. Addresses

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

Name	Address
All-States Finance Pty Ltd	John Woodward Chartered Accountants, Suite 4, Level 5, 398 Lonsdale Street, Melbourne VIC 3000
Capretti Investments Pty Ltd	Hawkins Christie Management Services, Ground Floor, 168 Stirling Highway, Nedlands WA 6009
Pershing Australia Nominees Pty Limited	Level 2 1-7 Bligh Street, Sydney NSW 2000
Riverview Corporation Pty Ltd	3 Minim Close, Mosman Park WA 6012
Mandevilla Pty Ltd	Level 4, 216 St Georges Terrace, Perth WA 6000
Goldfire Enterprises Pty Ltd	Henry James Building, Suite 4, 8 Alvan Street, Subiaco WA 6008
Robert Paul Martin and Susan Pamela Martin (RP & SP Martin Super Fund A/C)	66 Oban Road, City Beach, WA 6015
Robert Paul Martin and Susan Pamela Martin (Nitro Super Fund A/C)	66 Oban Road, City Beach, WA 6015
RPM Super Pty Ltd (RPM Super Fund A/C)	Henry James Building, Suite 4, 8 Alvan Street, Subiaco WA 6008
All States Secretariat Pty Ltd	Watson Erskine & Co Pty Ltd, Level 4, 55 Clarence Street, Sydney, NSW 2000
Gary and Candice Castledine (Castledine Super Fund A/C)	PO Box 111, West Perth WA 6872
Candice Peta Castledine	2 Eileen Street, Cottesloe, WA 6011

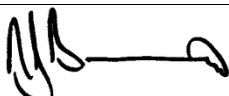
Name	Address
Benjamin Charles Castledine	16 Voyager Close, Wannanup WA 6210
Newball Pty Ltd	All-States Finance Pty Limited, 'Quay West Apartments', Unit 2502, 98 Gloucester Street, Sydney, NSW 2000
Bulletin Resources Limited	Suite 11, 139 Newcastle Street Perth, WA 6000
SBD Drilling Pty Ltd	Duncan Mcphail & Co Pty Ltd 15, Lyall Street, South Perth, WA 6151

Signature

print name Neville John Bassett

capacity Director of Substantial Holder

sign here



Date 5 / 04 / 2018

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 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 (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.