

# Form 604

Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme **HORIZON GOLD LIMITED**

ACN/ARSN **ABN 27 614 175 923**

### 1. Details of substantial holder (1)

Name **Zeta Resources Limited, ICM Limited, UIL Limited, General Provincial Life Pension Fund Limited, Union Mutual Pension Fund Limited, Pan Pacific Petroleum NL, Panoramic Resources Limited and Duncan Saville**

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on 01 November 2017

The previous notice was given to the company on 01 February 2017

The previous notice was dated 07 February 2017

### 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	53,086,229	69.37%	53,983,157	70.54%

### 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
See Annexure A					

### 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
See Annexure B					

**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
N/A	N/A

**6. Addresses**

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

Name	Address
Zeta Resources Limited, ICM Limited, UIL Limited, General Provincial Life Pension Fund Limited, Union Mutual Pension Fund Limited and Duncan Saville.	34 Bermudiana Road, Hamilton HM12 Bermuda
Pan Pacific Petroleum NL	Level 3, 123 Walker Street, North Sydney, NSW,2160
Panoramic Resources Limited	Level 9, 553 Hay Street, Perth, WA, 6000

**Signature**

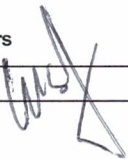
print name

**Greg Segers**

capacity

**Notifications Administrator**

sign here



date

**2 November 2017**

### Annexure 'A'

This is Annexure A of 1 page referred to in Form 604 Notice of change of interests of substantial holder signed by me and dated 02 November 2017.



<b>Print Name</b>	Greg Segers	<b>Capacity</b>	Notifications Administrator
<b>Signature</b>		<b>Date</b>	2 November 2017

### Change in relevant interests

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
10 February 2017 to 1 November 2017	Zeta Resources Limited	On market purchases	280,347	896,928	896,928
10 February 2017 to 1 November 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.		896,928	896,928
10 February 2017 to 1 November 2017	UIL Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over Zeta Resources Limited holding greater than 50% of the shares on issue.		896,928	896,928
10 February 2017 to 1 November 2017	General Provincial Life Pension Fund Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over UIL Limited holding greater than 50% of the shares on issue.		896,928	896,928
10 February 2017 to 1 November 2017	Union Mutual Pension Fund Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over General Provincial Life Pension Fund Limited holding 100% of the shares on issue.		896,928	896,928
10 February 2017 to 1 November 2017	Duncan Saville	Relevant interest under section 608(3)(b) of the Corporations Act by having control over ICM Limited.		896,928	896,928

## Annexure 'B'

This is Annexure B of 1 page referred to in Form 604 Notice of change of interests of substantial holder signed by me and dated 2 November 2017.

**Print Name** Greg Segers  **Capacity** Notifications Administrator  
**Signature**  **Date** 2 November 2017

### Present relevant interests

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
Zeta Resources Limited	JP Morgan Nominees Australia Limited	Zeta Resources Limited	Beneficial owner	6,202,540 ordinary shares	6,202,540
Zeta Resources Limited	Pan Pacific Petroleum NL	Pan Pacific Petroleum NL	Relevant interest under section 608(3)(b) of the Corporations Act by having control over Pan Pacific Petroleum NL holding greater than 50% of the shares on issue.	8,750,000 ordinary shares	8,750,000
Zeta Resources Limited	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	39,030,617 ordinary shares	39,030,617
ICM Limited	JP Morgan Nominees Australia Limited, Pan Pacific Petroleum NL and Panoramic Resources Limited	Zeta Resources Limited, Pan Pacific Petroleum NL and Panoramic 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.	53,983,157 ordinary shares	53,983,157
UIL Limited	JP Morgan Nominees Australia Limited, Pan Pacific Petroleum NL and Panoramic Resources Limited	Zeta Resources Limited, Pan Pacific Petroleum NL and Panoramic Resources Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over Zeta Resources Limited holding greater than 50% of the shares on issue.	53,983,157 ordinary shares	53,983,157
General Provincial Life Pension Fund Limited	JP Morgan Nominees Australia Limited, Pan Pacific Petroleum NL and Panoramic Resources Limited	Zeta Resources Limited, Pan Pacific Petroleum NL and Panoramic Resources Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over UIL Limited holding greater than 50% of the shares on issue.	53,983,157 ordinary shares	53,983,157
Union Mutual Pension Fund Limited	JP Morgan Nominees Australia Limited, Pan Pacific Petroleum NL and Panoramic Resources Limited	Zeta Resources Limited, Pan Pacific Petroleum NL and Panoramic Resources Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over General Provincial Life Pension Fund Limited holding 100% of the shares on issue.	53,983,157 ordinary shares	53,983,157
Duncan Saville	JP Morgan Nominees Australia Limited, Pan Pacific Petroleum NL and Panoramic Resources Limited	Zeta Resources Limited, Pan Pacific Petroleum NL and Panoramic Resources Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over ICM Limited.	53,983,157 ordinary shares	53,983,157