

# 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, UIL Limited, General Provincial Life Pension Fund (L) Limited, ICM Limited, Pan Pacific Petroleum NL and Panoramic Resources Limited**

ACN/ARSN (if applicable)

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

The previous notice was given to the company on 21 December 2016

The previous notice was dated 22 December 2016

### 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	50,509,444	66.00%	53,086,229	69.37%

### 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
25 January 2017 – 01 February 2017	Zeta Resources Limited	On market purchases by Zeta Resources Limited	914,759	2,576,785	2,576,785
25 January 2017 – 01 February 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	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	2,576,785	2,576,785
25 January 2017 – 01 February 2017	UIL Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over Zeta Resources Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over Zeta Resources Limited	2,576,785	2,576,785
25 January 2017 – 01 February 2017	General Provincial	Relevant interest under section 608(3)(b) of the Corporations Act by having control over UIL Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over UIL Limited	2,576,785	2,576,785

#### 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
Zeta Resources Limited	J P Morgan Nominees Australia Limited	Zeta Resources Limited	Beneficial owner	5,305,612 ordinary shares	5,305,612
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	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	J P Morgan Nominees Australia Limited, Pan Pacific Petroleum NL, Panoramic Resources Limited	Zeta Resources Limited, Pan Pacific Petroleum NL, 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	53,086,229 ordinary shares	53,086,229
UIL Limited	J P Morgan Nominees Australia Limited, Pan Pacific Petroleum NL, Panoramic Resources Limited	Zeta Resources Limited, Pan Pacific Petroleum NL, Panoramic Resources Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over Zeta Resources Limited	53,086,229 ordinary shares	53,086,229
General Provincial Life Pension Fund (L)	J P Morgan Nominees Australia Limited, Pan Pacific Petroleum NL, Panoramic Resources Limited	Zeta Resources Limited, Pan Pacific Petroleum NL, Panoramic Resources Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over UIL Limited	53,086,229 ordinary shares	53,086,229

#### 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, UIL Limited, ICM Limited, Bermuda Commercial Bank Limited	34 Bermudiana Road, Hamilton HM12 Bermuda
General Provincial Life Pension Fund (L) Limited	Level 1, Lot 7, Block F, Saguking Commercial Building, Labuan, Malaysia
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

07/02/2017