

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

Company Name A-Cap Resources Limited
ACN 104 028 542

1. Details of substantial holder

Name Mr Patrick John Volpe

There was a change in the interests of the substantial holder on: 28/05/2015
The previous notice was given to the company on: 11/07/2012
The previous notice was dated: 11/07/2012

2. Details of 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 had a relevant interest 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	Previous notice		Present notice	
	Person's votes	Voting power	Person's votes	Voting power
Fully paid ordinary shares	16,154,180	7.395% ¹	24,116,597	5.077% ²

¹ At the date of the last notice the company had 218,438,319 voting shares on issue each carrying one vote.

² At the date of this notice the company has 475,056,253 voting shares on issue each carrying one vote.

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	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
28/05/2015	Vermar Pty Ltd, Trayburn Pty Ltd and Mr Patrick John Volpe	Dilution due to rights issue and placement of shortfall	-	-	-
03/06/2014	As above	Rights issue subscription	\$32,429 cash	571,429	571,429
03/06/2014	As above	Rights issue subscription	\$177,696 cash	3,230,833	3,230,833
03/06/2014	As above	Rights issue subscription	\$8,243 cash	149,864	149,864
03/06/2014	As above	Rights issue subscription	\$2,357 cash	42,858	42,858
03/06/2014	As above	Rights issue subscription	\$44,342 cash	806,213	806,213
02/05/2014	As above	Purchase	\$70,065 cash	1,511,220	1,511,220
31/05/2013	As above	Purchase	\$9,788 cash	212,788	212,788
30/05/2013	As above	Purchase	\$13,212 cash	287,212	287,212
27/03/2013	As above	Share placement	\$100,000 cash	1,000,000	1,000,000
21/02/2013	As above	Purchase	\$22,500 cash	150,000	150,000

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	Nature of relevant interest	Class and number of securities	Person's votes
Vermar Pty Ltd, Trayburn Pty Ltd and Mr Patrick John Volpe	Vermar Pty Ltd	Vermar Pty Ltd	Direct and indirect	21,605,377	21,605,377
As above	Trayburn Pty Ltd	Trayburn Pty Ltd	Direct and indirect	2,511,220	2,511,220

5. Changes in association

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARBN (if applicable)	Nature of association

6. Addresses

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

Name	Address
Vermar Pty Ltd, Trayburn Pty Ltd and Mr Patrick John Volpe	10 Rowland Street, Kew, Victoria, 3101

Signature

print name Patrick John Volpe

capacity Director of Vermar Pty Ltd & Trayburn Pty Ltd

sign here



date

01/06/2015