

Form 603

Corporations Act 2001

Section 671B

Notice of initial substantial holder

To Company Name/Scheme Gascoyne Resources Ltd.

ACN/ARSN 57 139 522 900

1. Details of substantial holder (1)

Name Deutsche Balaton Aktiengesellschaft, Heidelberg, Germany

VV Beteiligungen Aktiengesellschaft, Heidelberg, Germany

Delphi Unternehmensberatung Aktiengesellschaft, Heidelberg, Germany

Wilhelm K.T. Zours, Heidelberg, Germany

ACN/ARSN (if applicable) _____

The holder became a substantial holder on 12/04/2019

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 (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Fully paid ordinary shares	50,649,437	50,649,437	8.55%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Deutsche Balaton Aktiengesellschaft	Registered Holder	ordinary shares, 2,333,334
VV Beteiligungen Aktiengesellschaft	Major Shareholder of Deutsche Balaton Aktiengesellschaft	ordinary shares, 2,333,334
Delphi Unternehmensberatung Aktiengesellschaft	Registered Holder, Holding Company of VV Beteiligungen Aktiengesellschaft	ordinary shares, 50,649,437
Wilhelm K.T. Zours	Major Shareholder of Delphi Unternehmensberatung Aktiengesellschaft	ordinary shares, 50,649,437

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of Securities	Person entitled to be registered as holder (8)	Class and number of securities
Deutsche Balaton Aktiengesellschaft	Deutsche Balaton Aktiengesellschaft		ordinary shares, 2,333,334
VV Beteiligungen Aktiengesellschaft	Deutsche Balaton Aktiengesellschaft		ordinary shares, 2,333,334

Delphi Unternehmensberatung Aktiengesellschaft	Deutsche Balaton Aktiengesellschaft, Delphi Unternehmensberatung Aktiengesellschaft		ordinary shares, 50,649,437
Wilhelm K.T. Zours	Deutsche Balaton Aktiengesellschaft, Delphi Unternehmensberatung Aktiengesellschaft		ordinary shares, 50,649,437

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Delphi Unternehmensberatung Aktiengesellschaft	18/01/2019	\$0.1550 per share		ordinary shares, 70,443
Delphi Unternehmensberatung Aktiengesellschaft	21/01/2019	\$0.1550 per share		ordinary shares, 229,557
Delphi Unternehmensberatung Aktiengesellschaft	22/01/2019	\$0.1500 per share		ordinary shares, 700,000
Delphi Unternehmensberatung Aktiengesellschaft	24/01/2019	\$0.1350 per share		ordinary shares, 203,426
Delphi Unternehmensberatung Aktiengesellschaft	25/01/2019	\$0.1350 per share		ordinary shares, 396,574
Delphi Unternehmensberatung Aktiengesellschaft	31/01/2019	\$0.1350 per share		ordinary shares, 250,000
Delphi Unternehmensberatung Aktiengesellschaft	01/02/2019	\$0.1200 per share		ordinary shares, 400,000
Delphi Unternehmensberatung Aktiengesellschaft	01/02/2019	\$0.1300 per share		ordinary shares, 600,000
Delphi Unternehmensberatung Aktiengesellschaft	04/02/2019	\$0.1000 per share		ordinary shares, 457,280
Delphi Unternehmensberatung Aktiengesellschaft	04/02/2019	\$0.1100 per share		ordinary shares, 400,000
Delphi Unternehmensberatung Aktiengesellschaft	06/02/2019	\$0.1098 per share		ordinary shares, 500,000
Delphi Unternehmensberatung Aktiengesellschaft	06/02/2019	\$0.1000 per share		ordinary shares, 342,720
Deutsche Balaton Aktiengesellschaft	08/02/2019	\$0.0941 per share		ordinary shares, 500,000
Deutsche Balaton Aktiengesellschaft	14/02/2019	\$0.0980 per share		ordinary shares, 250,000
Delphi Unternehmensberatung Aktiengesellschaft	14/02/2019	\$0.0979 per share		ordinary shares, 1,200,000
Delphi Unternehmensberatung Aktiengesellschaft	15/02/2019	\$0.0910 per share		ordinary shares, 750,000
Delphi Unternehmensberatung Aktiengesellschaft	15/02/2019	\$0.0900 per share		ordinary shares, 1,100,000
Deutsche Balaton Aktiengesellschaft	18/02/2019	\$0.0969 per share		ordinary shares, 250,000

Delphi Unternehmensberatung Aktiengesellschaft	07/03/2019	\$0.0960 per share		ordinary shares, 66,103
Delphi Unternehmensberatung Aktiengesellschaft	12/03/2019	\$0.0998 per share		ordinary shares, 250,000
Delphi Unternehmensberatung Aktiengesellschaft	12/04/2019	\$0.0500 per share		ordinary shares, 40,000,000

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
VV Beteiligungen Aktiengesellschaft	VV Beteiligungen Aktiengesellschaft is the major shareholder of Deutsche Balaton Aktiengesellschaft.
Delphi Unternehmensberatung Aktiengesellschaft	Delphi Unternehmensberatung Aktiengesellschaft is the only shareholder of VV Beteiligungen Aktiengesellschaft. VV Beteiligungen Aktiengesellschaft is the major shareholder of Deutsche Balaton Aktiengesellschaft.
Wilhelm K.T. Zours	Mr. Zours is the major shareholder of Delphi Unternehmensberatung Aktiengesellschaft. Delphi Unternehmensberatung Aktiengesellschaft is the only shareholder of VV Beteiligungen Aktiengesellschaft. VV Beteiligungen Aktiengesellschaft is the major shareholder of Deutsche Balaton Aktiengesellschaft.

7. Addresses

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

Name	Address
Deutsche Balaton Aktiengesellschaft	Ziegelhäuser Landstrasse 1, 69120 Heidelberg, Germany
VV Beteiligungen Aktiengesellschaft	Ziegelhäuser Landstrasse 1, 69120 Heidelberg, Germany
Delphi Unternehmensberatung Aktiengesellschaft	Ziegelhäuser Landstrasse 1, 69120 Heidelberg, Germany
Wilhelm K.T. Zours	69120 Heidelberg, Germany

Signature

print name

Rolf Birkert

capacity CEO

sign here

date 15/04/2019

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.

(7) Include details of:

- (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.

- (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) 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.
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