

LIMAdvisors

FACSIMILE MESSAGE

Date: 18 April 2019
To: The Australian Stock Exchange Limited
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Total Pages: 5 (including cover page)
From: Compliance, LIM Advisors Limited

To Whom It May Concern:

Enclosed please find the Form 604 - Notice of change of interests of substantial holder.

Please contact Compliance (compliance@limadvisors.com) for any enquiries.

Regards,
Compliance

If this fax is not clearly received please call (852) 2533 0900 or fax (852) 2533 0951.

The fax message contained herein is strictly private & confidential & is intended only for the addressee(s) named above. The message may not be used by anyone other than the intended recipient & should not be disclosed to any other person.

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme GASCOYNE RESOURCES LIMITEDACN/ARSN 139 522 900

1. Details of substantial holder (1)

Name LIM Advisors Limited (Please see Appendix 2)

ACN/ARSN (if applicable) _____

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

12/04/2019

The previous notice was given to the company on

03/12/2018

The previous notice was dated

03/12/2018

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)
ORDINARY SHARES	46,234,376	8.97%	47,122,133	7.95%

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
Appendix 1					

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
Appendix 2					

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

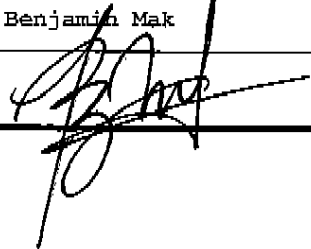
6. Addresses

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

Name	Address

Signature

print name Benjamin Mak capacity Authorized Signatory

sign here  date 17/04/2019

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 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.

Appendix 1

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
12-Apr-19	LIM Asia Multi-Strategy Fund Inc.	Change in issue share capital	N/A	-	-
12-Apr-19	LIM Asia Special Situations Master Fund Limited	Change in issue share capital	N/A	-	-
20-Dec-18	LIM Asia Multi-Strategy Fund Inc.	On market purchase	\$6,750.00	50,000 ordinary shares	50,000
20-Dec-18	LIM Asia Special Situations Master Fund Limited	On market purchase	\$6,750.00	50,000 ordinary shares	50,000
18-Dec-18	LIM Asia Multi-Strategy Fund Inc.	On market purchase	\$3,857.15	35,065 ordinary shares	35,065
18-Dec-18	LIM Asia Special Situations Master Fund Limited	On market purchase	\$3,857.04	35,064 ordinary shares	35,064
17-Dec-18	LIM Asia Multi-Strategy Fund Inc.	On market purchase	\$6,473.94	58,854 ordinary shares	58,854
17-Dec-18	LIM Asia Special Situations Master Fund Limited	On market purchase	\$6,474.05	58,855 ordinary shares	58,855
05-Dec-18	LIM Asia Multi-Strategy Fund Inc.	On market purchase	\$14,183.79	115,786 ordinary shares	115,786
05-Dec-18	LIM Asia Special Situations Master Fund Limited	On market purchase	\$14,183.79	115,786 ordinary shares	115,786
04-Dec-18	LIM Asia Multi-Strategy Fund Inc.	On market purchase	\$21,179.90	184,173 ordinary shares	184,173
04-Dec-18	LIM Asia Special Situations Master Fund Limited	On market purchase	\$21,180.01	184,174 ordinary shares	184,174

Appendix 2

Holder of relevant interests	Register holder of securities	Person entitled to be registered as holder	Nature of relevant Interest	Class and number of securities	Person's votes
LIM Asia Multi-Strategy Fund Inc.	LIM Asia Multi-Strategy Fund Inc.	LIM Asia Multi-Strategy Fund Inc.	Power to control the exercise of our right to vote attached to securities and/or the power to dispose of securities as investment manager	16,666,667 ordinary shares	2.81%
LIM Asia Special Situations Master Fund Limited	LIM Asia Special Situations Master Fund Limited	LIM Asia Special Situations Master Fund Limited	Power to control the exercise of our right to vote attached to securities and/or the power to dispose of securities as investment manager	15,466,667 ordinary shares	2.61%
LIM Asia Multi-Strategy Fund Inc.	HSBC Custody Nominees Australia Ltd	LIM Asia Multi-Strategy Fund Inc.	Power to control the exercise of our right to vote attached to securities and/or the power to dispose of securities as investment manager	6,894,399 ordinary shares	1.16%
LIM Asia Special Situations Master Fund Limited	HSBC Custody Nominees Australia Ltd	LIM Asia Special Situations Master Fund Limited	Power to control the exercise of our right to vote attached to securities and/or the power to dispose of securities as investment manager	8,094,400 ordinary shares	1.37%