

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme Miramar Resources Limited (M2R)
ACN/ARSN 635 359 965

1. Details of substantial holder (1)

Name XGS Pty Ltd <Hensman Investment A/C> and XGS Pty Ltd <Kelly S/F A/C>
ACN/ARSN (if applicable) 138 506 733

The holder became a substantial holder on 22/10/2020

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 (Shares)	6,500,100	6,500,100	11.81% (based on 55,060,100 Shares on issue)

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
XGS Pty Ltd <Hensman Investment A/C>	A relevant interest arising pursuant to section 608(1)(a) of the Corporations Act by virtue of being the registered holder of the Shares	6,000,100 Shares
XGS Pty Ltd <Kelly S/F A/C>	A relevant interest arising pursuant to section 608(1)(a) of the Corporations Act by virtue of being the registered holder of the Shares	500,000 Shares

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
XGS Pty Ltd <Hensman Investment A/C>	XGS Pty Ltd <Hensman Investment A/C>	XGS Pty Ltd <Hensman Investment A/C>	6,000,100 Shares
XGS Pty Ltd <Kelly S/F A/C>	XGS Pty Ltd <Kelly S/F A/C>	XGS Pty Ltd <Kelly S/F A/C>	500,000 Shares

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	
XGS Pty Ltd <Hensman Investment A/C>	6 August 2019	\$100	-	100 Shares
XGS Pty Ltd <Hensman Investment A/C>	25 June 2020	\$10,000	-	1,000,000 Shares
XGS Pty Ltd <Hensman Investment A/C>	26 June 2020	\$25,000	-	500,000 Shares

XGS Pty Ltd <Kelly S/F A/C>	26 June 2020	\$25,000	-	500,000 Shares
XGS Pty Ltd <Hensman Investment A/C>	9 October 2020	-	-	4,500,000 Shares

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
XGS Pty Ltd <Kelly S/F A/C>	Associate of XGS Pty Ltd <Hensman Investment A/C> pursuant to section section 12(2)(a) by virtue of being a company controlled by the same directors as XGS Pty Ltd <Hensman Investment A/C>

7. Addresses

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

Name	Address
XGS Pty Ltd <Hensman Investment A/C>	138 Hensman Street, South Perth WA 6151
XGS Pty Ltd <Kelly S/F A/C>	138 Hensman Street, South Perth WA 6151

Signature

print name Allan John Kelly

capacity Director

sign here



date 22 October 2020

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 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.
- (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.