

Form 604

Corporations Act 2001 Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme

Dateline Resources Limited
149 105 653

ACN/ARSN

1. Details of substantial holder (1)

Name

Mark Roderick Granger Johnson

ACN/ARSN (if applicable)

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

16/10/15

The previous notice was given to the company on

13/03/15

The previous notice was dated

13/03/15

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	31,150,000	40.83%	31,150,000	30.77%

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
16/10/15	Mark Roderick Granger Johnson	Dilution of voting power caused by placement of shares by the company to the shareholders of Golden Phoenix Resources Limited	N/A	31,150,000 ordinary shares	31,150,000

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 (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Mark Roderick Granger Johnson	Mark Roderick Granger Johnson	Mark Roderick Granger Johnson	Pursuant to s608(1)(a) of the Corporations Act 2001 (Corporations Act) – registered holder	26,588,875 ordinary shares	26,588,875
Mark Roderick Granger Johnson	MSJ Superannuation Fund (M F Custodians Limited)	MSJ Superannuation Fund (M F Custodians Limited)	Pursuant to s608(1)(b) and (c) of the Corporations Act	500,000 ordinary shares	500,000
Mark Roderick Granger Johnson	Stewart Capp	Stewart Capp	Pursuant to s608(1)(c) of the Corporations Act – Mark Johnson has the power to dispose of, or control the exercise of a power to dispose of, the securities pursuant to a share sale and loan agreement between Mark Johnson and Stewart Capp.	2,681,875 ordinary shares	2,681,875

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
Mark Roderick Granger Johnson	George Niumataiwalu	George Niumataiwalu	Pursuant to s608(1)(c) of the Corporations Act – Mark Johnson has the power to dispose of, or control the exercise of a power to dispose of, the securities pursuant to a share sale and loan agreement between Mark Johnson and George Niumataiwalu.	383,125 ordinary shares	383,125
Mark Roderick Granger Johnson	Stephen Gemell	Stephen Gemell	Pursuant to s608(1)(c) of the Corporations Act – Mark Johnson has the power to dispose of, or control the exercise of a power to dispose of, the securities pursuant to a share sale and loan agreement between Mark Johnson and Stephen Gemell.	383,125 ordinary shares	383,125
Mark Roderick Granger Johnson	Grant Ferguson	Grant Ferguson	Pursuant to s608(1)(c) of the Corporations Act – Mark Johnson has the power to dispose of, or control the exercise of a power to dispose of, the securities pursuant to a share sale and loan agreement between Mark Johnson and Grant Ferguson.	134,094 ordinary shares	134,094
Mark Roderick Granger Johnson	Jack Lowenstein	Jack Lowenstein	Pursuant to s608(1)(c) of the Corporations Act – Mark Johnson has the power to dispose of, or control the exercise of a power to dispose of, the securities pursuant to a share sale and loan agreement between Mark Johnson and Jack Lowenstein.	383,125 ordinary shares	383,125
Mark Roderick Granger Johnson	Denise Poke	Denise Poke	Pursuant to s608(1)(c) of the Corporations Act – Mark Johnson has the power to dispose of, or control the exercise of a power to dispose of, the securities pursuant to a share sale and loan agreement between Mark Johnson and Denise Poke.	95,781 ordinary shares	95,781

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	

6. Addresses

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

Name	Address
Mark Roderick Granger Johnson	Gresham Investment House, Level 17, 167 Macquarie Street, Sydney NSW 2000
MSJ Superannuation Fund (M F Custodians Limited)	Level 18, 8 Exhibition Street, Melbourne VIC 3000
Stewart Capp	PO Box 1081, Sandy Bay TAS 7006
George Niumataiwalu	35 Reservoir Road, Suva, Fiji
Stephen Gemell	45 Neutral Street, North Sydney NSW 2060
Grant Ferguson	PO Box 529, Emerald VIC 3782
Jack Lowenstein	136 Hastings Parade, North Bondi NSW 2026
Denise Poke	21 Brownriggs Road, Wynyard TAS 7325

Signature

print name Mark Roderick Granger Johnson

capacity

sign here



date 29 October 2015

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 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 (e.g. 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.