

**LEADENHALL AUSTRALIA PTY LTD**

ABN 63 007 997 248

**GPO Box 1572****ADELAIDE, SA 5001**

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Form 603 SCX fax header

**FACSIMILE TRANSMISSION**

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**Date:** 27 November 2015  
**To:** Company Announcements – ASX  
Fax: 1300 135 638  
Company Secretary, Cape Lambert Resources Limited  
Fax: 089 380 9666  
**Subject:** FORM 603  
**From:** Leadenhall Australia Pty Ltd  
**Number of Pages:** (including this page) 5

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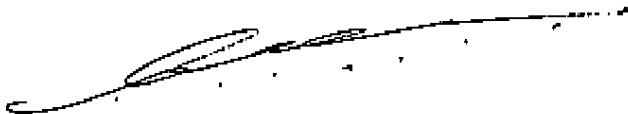
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Dear Sirs

Please find attached Form 603 – Notice of Initial substantial holder.

Yours sincerely



T O Lebbon  
EXECUTIVE DIRECTOR

**Form 603**  
Corporations Act 2001  
Section 671B

**Notice of initial substantial holder**

To: **CAPE LAMBERT RESOURCES LIMITED**  
**A.C.N 095 047 920**

**1. Details of substantial shareholder(1)**

Leadenhall Australia Pty Ltd ABN 63 007 997 248  
Noble Investments Pty Ltd <Noble A/c> ABN 76 967 942 855  
Noble Investments Superannuation Fund Pty Ltd <Noble Investments S/F A/c>  
ABN 98 168 638 587  
Timothy Owen Lebbon ABN 12 930 874 705  
and  
Christine Frances Lebbon

became a substantial shareholder on 25 November 2015

**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 are as follows:

Class of Securities	Number of Securities	Persons votes (5)	Voting Power on the basis of 626,686,586 fully paid shares
Ordinary fully paid	105,908,628	105,908,628	16.90%
Total	105,908,628	105,908,628	16.90% of total%

**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
Leadenhall Australia Pty Ltd	Pursuant to section 608 (b) (c) of the Corporations Act 2001	105,808,628 fully paid
Timothy Owen Lebbon	Purchase of shares	100,000 fully paid

**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
Leadenhall Australia Pty Ltd	African Minerals Limited	African Minerals Limited	105,808,628 Fully paid
Timothy Owen Lebbon	Timothy Owen Lebbon	Timothy Owen Lebbon	100,000 fully paid

**Form 603**  
**Corporations Act 2001**  
**Section 671B**

**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 <sup>B</sup>	Class and Number of Securities
Lendenhall Australia Pty Ltd		Cash (per share)	Non Cash Fully paid shares:
	25/11/2015		105,808,628
Timothy Owen Lebbon	09/11/2015	\$0,018	n/a 100,000

**6. Associates**

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

Name of Associate	Reason
Lendenhall Australia Pty Ltd	Timothy Owen Lebbon is a director and shareholder Christine Frances Lebbon is a shareholder
Noble Investments Pty Ltd as Trustee of the Noble Investments and Consulting Services Trust	Timothy Owen Lebbon is the sole director and a shareholder Christine Frances Lebbon is a shareholder
Noble Investments Superannuation Fund Pty Ltd as Trustee for the Noble Investments Superannuation Fund	Timothy Owen Lebbon is a director and member Christine Frances Lebbon is a director and member.
Timothy Owen Lebbon	Timothy Owen Lebbon is a director and shareholder of Lendenhall Australia Pty Ltd
Christine Frances Lebbon	Substantial shareholder of Lendenhall Australia Pty Ltd

**7. Addresses**

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

Name	Address
Lendenhall Australia Pty Ltd	GPO Box 1572 Adelaide SA 5001
Noble Investments Pty Ltd as Trustee of the Noble Investments and Consulting Services Trust	GPO Box 1572 Adelaide SA 5001
Noble Investments Superannuation Fund Pty Ltd as Trustee for the Noble Investments Superannuation Fund	GPO Box 1572 Adelaide SA 5001
Timothy Owen Lebbon	3 Russell Avenue, Hazelwood Park SA 5066
Christine Frances Lebbon	3 Russell Avenue, Hazelwood Park SA 5066

**Signature**

Print Name: T Lebbon  
Capacity: Director, Lendenhall Australia Pty Ltd

Signature:



Date: 27 November 2015

Our Ref: MSA:00841

27 November 2015

The Directors  
Cape Lambert Resources Ltd  
32 Harrogate Street  
West Leederville WA 6007

Dear Sirs

**Cape Lambert Resources Ltd (CFE)**  
**LEADENHALL Australia Pty Ltd and Tim Lebbon**  
**Re: Relevant Interest in CFE**

We act for, and represent, LEADENHALL Australia Pty Ltd ACN 007 997 248 and Mr Tim Lebbon (collectively **Our Client**).

As per **Our Client's** recent discussions with you, **Our Client** has been working with Deloitte London (**Deloitte**) in respect of African Minerals Limited.

**Our Client** has acquired a relevant interest in CFE, being 105,808,628 ordinary shares in the capital of CFE (equating to a 16.88% interest). To this end, we attach a 'Notice of initial substantial holder' for your information.

As you are aware, **Our Client's** interest is the largest shareholding in CFE. As such, **Our Client** wishes to work cooperatively with the directors of CFE to enhance the value of CFE for the benefit of all shareholders.

Following the retirement of Mr Levin as a director of CFE, we note that Deloitte has sent a letter to you requesting the appointment of an independent non-executive director to the board of CFE. **Our Client** looks forward to assisting you with that appointment.

From the statements made at the AGM on 26 November 2015, **Our Client** understands that CFE is solvent and does not need to raise any capital at this time. Given the importance of **Our Client's** interest in CFE, **Our Client** would not expect the board of CFE to approve a placement of shares in CFE without proper consultation with **Our Client** (via Tim Lebbon).

Yours faithfully



*for* Garry Winter  
Director  
WRP Legal & Advisory

Level 9 Reserve Bank Building, 182 Victoria Square, ADELAIDE SA 5000  
tel: +61 8 8113 7750 fax: +61 8 8227 1207 email: admin@wrplegal.com.au  
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The Directors  
Cape Lambert Resources Ltd  
32 Harrogate Street  
West Leederville  
WA 6007

Attention Melissa Chapman

26 November 2015

Dear Sirs

**African Minerals Limited (In administration)**

**Cape Lambert Resources Limited**

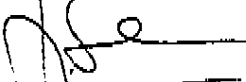
We note the large number of votes, in addition to those held by African Minerals Limited, against the remuneration report and the vacancy on the board as a result of Mr Levin's retirement.

We think it would be helpful to the company and its shareholders if there was an independent non-executive Director appointed to the board.

Would you please confirm your agreement to this and we will ask Mr Tim Lebbon to work with you to identify an appropriate and well-qualified director acceptable to us as a major shareholder.

Yours faithfully

For and on behalf of African Minerals Ltd (In Administration)



Richard Bevan  
For Ian Wormleighton  
Joint Administrator

Ian Collin Wormleighton and Neville Barry Kahn were appointed Joint Administrators of African Minerals Limited and African Minerals Engineering Limited ("the Companies") on 26 March 2015. The affairs, business and property of the Companies are managed by the Joint Administrators. The Joint Administrators act as agents of the Companies and contract without personal liability.

Important Notice: Partners and Directors acting as receivers and administrators contract without personal liability. Unless otherwise shown, all appointments taking Partners and Directors are authorised by The Institute of Chartered Accountants in England and Wales. In addition Peter Michael Allen is a Licensed Insolvency Practitioner authorised by The Institute of Chartered Accountants of Scotland. All licensed insolvency practitioners of Deloitte LLP are licensed in the UK.

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