

(Securities Amendment Act 1988)
Substantial Security Holder Notice

Tick the appropriate box(es)

☐

Notice that a person has become a substantial security holder
(section 20(3))

☐

Notice that a person has ceased to be a substantial security holder
(section 21(3))

☒

Notice of a change in the number of voting securities in which a substantial security holder has a relevant interest (section 21(1))

☐

Notice of a change in the nature of relevant interest held by a substantial security holder (section 22)

1*

HERITAGE GOLD NZ LIMITED

Name of public issuer

GEOFFREY GUILD HILL (DIRECTOR - HERITAGE GOLD NZ LIMITED)

Name of substantial security holder

**19D HOI KUNG COURT, GLOUCESTER ROAD, CAUSEWAY BAY
HONG KONG**

Address of substantial security holder

JOHN DE GOUVEIA

612 910 7020

Contact name for queries

Telephone number

2*

30,590,100

209,989,776

14.57%

Total number of voting securities of the public issuer in which a relevant interest is held

Total number of voting securities issued by public issuer

Total percentage

ORDINARY SHARES

ONE

Class of voting securities

Number of votes attached to each voting security in that class

3*

BENEFICIAL RELEVANT INTERESTS

Number of voting securities of the class in which a beneficial relevant interest is held

Percentage held at date of THIS notice

Percentage held at date of LAST notice (if any)

NON-BENEFICIAL RELEVANT INTERESTS

30,590,100

Number of voting securities of the class in which a non-beneficial relevant interest is held

14.57%

Percentage held at date of THIS notice

19.6%

Percentage held at date of LAST notice (if any)

4*

DETAILS OF EACH RELEVANT INTEREST

5*

Name(s) of registered holder(s)

6*

Date(s) of transaction(s)

Number of voting securities

Consideration (expressed in NZ\$)

DETAILS OF EACH RELEVANT INTEREST

**SOCO LIMITED ("SOCO")
PCP SECURITIES LIMITED("PCPS")
HFT NOMINEES PTY LTD ("HFT")**

Name(s) of registered holder(s)

AS ABOVE

24 NOVEMBER 2006

Provision(s) of section 5

20,000,000 SOCO

5,590,100 PCPS

5,000,000 HFT

Number of voting securities

Date(s) of transaction(s)

NIL SHARES ACQUIRED

**1,118,020 SHARES
ACQUIRED \$A27,950.50**

**5,000,000 SHARES
ACQUIRED
\$A125,000.00**

Consideration (expressed in NZ\$)

PRO-RATA RIGHTS ISSUE 24 NOVEMBER 2006

Description of nature of transaction(s), including the name(s) of any other party to the transaction(s) (if known)

8*

Relevant documentation- forms part of this notice
is not required to be filed
has already been filed with the notice dated

9*

NIL

**7 NOVEMBER
2005**

9*

NIL

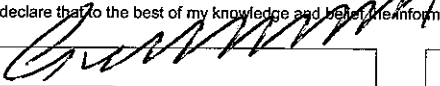
Number of pages
that accompany
this notice (if any)

7 NOVEMBER
2005

Date of last notice
(if any)

Name(s) of any other person(s) who is (are) believed to have
given, or to be intending to give, a substantial security holder
notice in relation to the securities to which this notice relates

I declare that to the best of my knowledge and belief the information contained in this notice is correct and that I am duly authorised to give this notice:



Signature (unless filed by electronic means other
than facsimile)

GEOFFREY GUILD HILL

Full name

27 JUNE 2007

Date