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Form 603

Corporations Act 2001

		Section	on 671B		
		Notice of initial	substantial	holder	
o Company Name/Scheme		HINDMARSH	l RESO	NRUES	LTD_
CN/ARSN		106 444	857 <u> </u>		
t. Details of substantial hold Name ACN/ARSN (if applicable)		vas creas	H HENR	4 0'00	NNOR
he holder became a substantial l	holder on	24 /3/04			
. Details of voting power the total number of votes attache relevant interest (3) in on the date	d to all the voting sha e the substantial hold	eres in the company or voting inte er became a substantial holder a	rests in the scheme thate as follows:	at the substantial hold	der or an associate (2) had a
Class of securi	tles (4)	Number of securities	Person's vot	es (5)	Voting power (6)
ORDINAR	4 SHARES	716 666	716	666	9.98%
	,	<u>. </u>	<u> </u>		
the nature of the relevant interest riche nature of the relevant interest colder are as follows: Holder of relevant	t the substantial hold	er or an associate had in the following		,	antial holder became a substantial
		1- 0/10-1-	4 11h a	A: " A	11
	yce.	Je amana	a when	300× 51	
I. Details of present registerne persons registered as holders		erred to in paragraph 3 above are	as follows:		
Holder of rele interest	vant	Registered holder of securities	Person entiti registered as	s holder (8)	Class and number of securities
	<u>llef</u>	e ablached	Append	lix "A"	
5. Consideration The consideration paid for each resubstantial holder is as follows:	elevant interest refer	red to in paragraph 3 above, and	acquired in the four mo	onths prior to the day	that the substantial holder became
Holder of rele Interest	vant	Date of acquisition	Consideratio	n (9)	Class and number of securities

Holder of relevant Interest	Date of acquisition	Consideratio	n (9)	Class and number of securities
0 :		Cash	Non-cash	
lela	alladod A	ppendix	"A "	

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R	Associ	a	le

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

7. Addresses

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

Name	Address	
FCH D'CONNOR	40 WOOTOONA TEE, ST SEORGES SA	5064
O'CONNOR	40 WESTOON & TLE, ST. SEORSES SA	5064

Signature

sign here

104

DIRECTIONS

- 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 (1) 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
- See the definition of "associate" in section 9 of the Corporations Act 2001. (2)
- See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001. (3)
- The voting shares of a company constitute one class unless divided into separate classes. (4)
- 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 (5) interest in.
- The person's votes divided by the total votes in the body corporate or scheme multiplied by 100. (6)
- (7)Include details of:
 - any relevant agreement or other circumstances by which the relevant interest was acquired. 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 (a)
 - 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.

- 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". (8)
- 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 ball of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom (9) the relevant interest was acquired.

Notice of initial Substantial Holder

Appendix "A"

Item 3 Details of relevant interests

<u>Holder</u>	Nature of relevant interest	Class and number securities
F Creagh H O'Connor	Holder	200,000 ordinary shares
FCH & P O'Connor	FCH O'Connor is a director and shareholder of Gryphon Partners Pty Ltd	250,000 ordinary shares
Gryphon Partners Pty Ltd	FCH O'Connor is a director and shareholder of Gryphon Partners Pty Ltd	216,666 ordinary shares

Item 4 Details of present registered holders

Details as in 3 above.

Item 5 Consideration

Holder of relevant interest	Date of acquisition	Consideration – cash	Class, number
Gryphon Partners Pty Ltd	31 October 2003	\$40,000	266,666 ord shares
FCH O'Connor	21 October 2003	\$ 3	200,000 ord shares
FCH & P O'Connor	24 March 2004	\$50,000	250,000 ord shares

This Appendix "A" forms part of the Form 603 of Francis Creagh Henry O'Connor to Hindmarsh Resources Limited dated 30 June 2004 and signed by FCH O'Connor

FCH O'Connor

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Form 603

Corporations Act 2001 Section 671B

Details of substantial holder (1) The SRYPHON PARTNERS FTY LTD TARSN (if applicable) Details of voting power 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) has	I. Details of substantial holder (1) Name SRYPHON PARTNERS PTY LTD ACN/ARSN (if applicable) 103 3.57 5.53 The holder became a substantial holder on A 13 104 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 relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:	To_ Company Name/Scheme	HINDMARSH RE	SOURCES	<u>471</u>
holder became a substantial holder on A 13 104 Details of voting power totel 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) has evant interest (3) in on the date the substantial holder became a substantial holder are as follows:	Name SRYPHON PARTNERS FTY LTD ACN/ARSN (if applicable) 10333753 The holder became a substantial holder on A-13104 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) has relevant interest (3) in on the date the substantial holder became a substantial holder ere as follows: Class of securities (4) Number of securities Person's votes (5) Voting power (6)	CN/ARSN	106 444 857		
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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) has event interest (3) in on the date the substantial holder became a substantial holder ere as follows:	The total number of votas attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) has 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)	he holder became a substantial holder on	24/3/04		
50224 AV 512950 126 116 126 126 16 24 90	OKDINATES 1,188, 888 18 27 18	2 Potello of voting power			
		The total number of votes attached to all the votin relevant interest (3) in on the date the substantial Class of securities (4) ORDINARY SHARD B. Details of relevant interests	Number of securities Person	's votes (5) 66,666	Voting power (6) 16 · 24 %
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	nolder ere as follows:	The total number of votes attached to all the votin relevant interest (3) in on the date the substantial Class of securities (4) CR DINARY SHARO 3. Details of relevant interests The nature of the relevant interest the substantial holder are as follows:	Number of securities Person Number of securities Person Number of securities Person Number of securities Person Number of a securities Person Number of an associate had in the following voting securities	's votes (5) 66,666	Voting power (6) 16 · 24 % ubstantlal holder became a

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
Refer A	Hadred Appe	ndix "A"	

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
0 1		Cash Non-cash	
lefer &	rttoriled Spe	ndiso "A"	

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		- 4	
Б.	ASS	ociates	

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

7. Addresses

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

Name	Address	
F.C.H. O'CONNOR.	40 WOOTOONA TEE, ST. GEORGES SA	5064
RUS GREENSLADE	18 KENT ST HAWTHORN SA 5062	l

Signature

print name F.C H O'CONNOR

CEPACITY DIRECTOR

sign here

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 6718(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 by which the relevant interest was acquired. 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.

- (B) 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 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.

Notice of initial Substantial Holder

Appendix "A"

Item 3 Details of relevant interests

<u>Holder</u> Gryphon Partners Pty Ltd	Nature of relevant interest Holder	Class and number securities 216,666 ordinary shares
Greenslade Holdings Pty Ltd	RJS Greenslade Director and shareholder is also a director and shareholder of Gryphon Partners Pty Ltd.	250,000 ordinary shares
Robert SJ Greenslade	RJS Greenslade is a director and shareholder of Gryphon Partners Pty Ltd	200,000 ordinary shares
F Creagh H O'Connor	FCH O'Connor is a director and shareholder of Gryphon Partners Pty Ltd	200,000 ordinary shares
FCH & P O'Connor	FCH O'Connor is a director and shareholder of Gryphon Partners Pty Ltd	250,000 ordinary shares

Item 4 Details of present registered holders

Details as in 3 above.

Item 5 Consideration

Holder of relevant interest	Date of acquisition	Consideration - cash	<u>Class, number</u>
Gryphon Partners Pty Ltd	31 October 2003	\$40,000	266,666 ord shares
FCH O'Connor	21 October 2003	\$ 3	200,000 ord shares
RJS Greenslade	21 October 2003	\$ 3	200,000 ord shares
Greenslade Holdings Pty Ltd	3 24 March 2004	\$50,000	250,000 ord shares
FCH & P O'Connor	24 March 2004	\$50,000	250,000 ord shares

This Appendix "A" forms part of the Form 603 of Gryphon Partners Pty Ltd to Hindmarsh Resources Limited dated 30 June 2004 and signed by FCH O'Connor

FCH O'Connor

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Form 603

Corporations Act 2001

	Γ	Notice of initial	substantial	holder	<u> </u>
Company Name/Scheme		HNDMARSH	LESO	URCUES	LTD
/ARSN		106 444	857	<u> </u>	
etails of substantial holder (1) e (ARSN (if applicable)	R	OBERT JAM	ies <u>Sib</u>	NEY 5	REENSL A
older became a substantial holder	on	2 <u>4 /3/ 0</u> 4			
etails of voting power otal number of votes attached to b rant interest (3) In on the date the s	II the voting shar	es in the company or voting inte r became a substantial holder ar	rests in the scheme tha e as follows:	at the substantial hol	der or an associate (2) ha
D		No webse of convertion	Person's vote	ac (5)	Voting power (6)
Class of securities (4		Number of securities	716.6	1.7	9,98%
,		,	'		
Details of relevant interests nature of the relevant interest the series as follows:	substantial holde	er or an associate had in the follo	owing voting securities	on the date the subs	stanțial holder became a
nature of the relevant interest the s		Nature of relevant			nber of securities
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nature of the relevant interest the ser are as follows: Holder of relevant li Details of present registered li bersons registered as holders of th	notders e securities refe	Nature of relevant and selection of securities	as follows:	Class and nun	nber of securities
nature of the relevant interest the ser are as follows: Holder of relevant interest the ser are as follows: Holder of relevant interest interest interest interest Consideration consideration paid for each relevant interest i	noiders e securities refer	Nature of relevant in Albacho. A street to in paragraph 3 above are Registered holder of securities.	as follows: Person entitle registered as	Class and nun	Class and number of securities
nature of the relevant interest the ser are as follows: Holder of relevant interests the ser are as follows: Holder of relevant interests as holders of the holder of relevant interest.	noiders e securities refer	Nature of relevant in Albacho. A street to in paragraph 3 above are Registered holder of securities.	as follows: Person entitle registered as	ed to be sholder (9)	Class and number of securities that the substantial hole Class and number
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A:			

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

7. Addresses

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

Name	Add	jress			
RYS SIREENSLADE	18	KENT	AUE,	HAWTHORN	<u>SA 50</u> 62

•				
Sı	at	ıa	tu	гε

SPEENSLADE

sign here

DIRECTIONS

- 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 (1)
- See the definition of "associate" in section 9 of the Corporations Act 2001. (2)
- See the definition of "relevant interest" in sections 608 and 6718(7) of the Corporations Act 2001. (3)
- The voting shares of a company constitute one class unless divided into separate classes. (4)
- 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 (5)
- The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 6718(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 (a)
 - 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). (b)

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

- 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". (8)
- 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.

Notice of initial Substantial Holder

Appendix "A"

Item 3 Details of relevant interests

<u>Holder</u>	Nature of relevant interest	Class and number securities
Robert SJ Greenslade	Holder	200,000 ordinary shares
	RJS Greenslade is a director and shareholder of Greenslade Holdings Pty Ltd	250,000 ordinary shares
Gryphon Partners Pty Ltd	RJS Greenslade is a Director and shareholder of Gryphon Partners Pty Ltd.	216,666 ordinary shares

Item 4 Details of present registered holders

Details as in 3 above.

Item 5 Consideration

Holder of relevant interest	Date of acquisition	Consideration – cash	Class, number
RJS Greenslade	31 October 2003 21 October 2003		266,666 ord shares 200,000 ord shares
Greenslade Holdings Pty Ltd	24 March 2004	\$50,000	250,000 ord shares

This Appendix "A" forms part of the Form 603 of RJS Greenslade to Hindmarsh Resources Limited dated 30 June 2004 and signed by RJS Greenslade

RJS Greenslade

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Form 603

Corporations Act 2001 Section 671B

	Notice of initial s	ubstantial f	older	
o_ Company Name/Scheme	HINDMARSH	RESON	1 RUES.	LTD
CN/ARSN	106 444_	857 -		
. Details of substantial holder (1) lame CN/ARSN (if applicable)	GREENSL A	4DE [fold ING	S Pry L
he holder became a substantial holder on	24/3/04			
 Details of voting power he total number of votes attached to all the voting stellar interest (3) in on the date the substantial hole 	nares in the company or voting intere der became a substantial holder are	ests in the scheme that as follows:	the substantial hold	er or an associate (2) had
Channel name witing (4)	Number of securities	Person's votes	.(5)	Voting power (6)
Class of securities (4)	716.666		6	9,98%
ORDINARY SHARES	1/0,000	1,,~, 6		-1. (0.6
<u> </u>		•		
he nature of the relevant interest the substantial hol older are as follows:		g g		
Holder of relevant interest	Nature of relevant int	terest (7)	Class and numb	er of securities
Holder of relevant interest	Nature of relevant int	terest (7) Append		er of securities
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i. Details of present registered holders he persons registered as holders of the securities re	ferred to in paragraph 3 above are as	Append s follows: Person entitle	to be holder (8)	Class and number
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Ass	

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

7. Addresses

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

Name	Addre	255				
RUS GREENSLADE	18	KENT	AVE,	HAWTHORN	SA	<u>50</u> 62
		··				

ς	i	a	nature

...... (

RJS GREENSLADE

capacity DIRECTOR

sign here

Rhowing

date 36/6/04

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 6718(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 by which the relevant interest was acquired. 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
 - 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 or 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.

Notice of initial Substantial Holder

Appendix "A"

Item 3 Details of relevant interests

<u>Holder</u>	Nature of relevant interest	Class and number securities
Greenslade Holdings Pty Ltd	Holder	250,000 ordinary shares
Gryphon Partners Pty Ltd	RJS Greenslade Director and shareholder is also a director and shareholder of Greenslade Holdings Pty Ltd.	216,666 ordinary shares
Robert SJ Greenslade	RJS Greenslade is a director and shareholder of Greenslade Holdings Pty Ltd	200,000 ordinary shares

Item 4 Details of present registered holders

Details as in 3 above.

Item 5 Consideration

Holder of relevant interest	Date of acquisition	Consideration - cash	Class, number
Gryphon Partners Pty Ltd RJS Greenslade	31 October 2003 21 October 2003	\$40,000 \$ 3	266,666 ord shares 200,000 ord shares
Greenslade Holdings Pty Ltd		\$50,000	250,000 ord shares

This Appendix "A" forms part of the Form 603 of Greenslade Holdings Pty Ltd to Hindmarsh Resources Limited dated 30 June 2004 and signed by RJS Greenslade

RJS Greenslade