

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme **MUSGRAVE MINERALS LIMITED**ACN/ARSN **143 890 671****1. Details of substantial holder (1)**Name **WESTGOLD RESOURCES LIMITED (ACN 009 260 306) and each of the entities listed in Annexure A (collectively, the Westgold Group)**ACN/ARSN (if applicable) **As set out in Annexure A**There was a change in the interests of the substantial holder on **19/12/2018**The previous notice was given to the company on **29/05/2018**The previous notice was dated **29/05/2018****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 fully paid	48,000,000	14.68%	48,000,000	12.41%

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
19/12/18	Westgold Resources Limited	Dilution of interest in Musgrave Minerals Limited occurred following share placement as announced by Musgrave on 13/12/2018	N/A	N/A	N/A

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
Westgold Resources Limited	Westgold Resources Limited	Westgold Resources Limited	Registered holder of the securities	48,000,000 ordinary fully paid shares	48,000,000

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 persons named in this form are as follows:

Name	Address
Westgold Group	Level 6, 197 St Georges Tce, Perth WA 6000

Signature

print name **David Okeby** capacity **Company Secretary**

sign here  date **19 / 12 / 2018**

DIRECTIONS

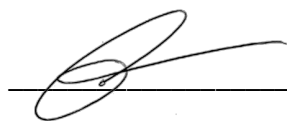
- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially 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 6 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 (eg. 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.
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Annexure A

This is Annexure A of 1 page referred to in the Form 604 dated 19 December 2018.



David Okeby, Company Secretary

19 December 2018

Name	ACN	Nature of association
Hill 51 Pty Ltd	147 473 970	Controlled by Westgold Resources Limited (Westgold Resources Limited is the ultimate holding company)
Avoca Resources Pty Ltd	097 083 282	Controlled by Westgold Resources Limited (Westgold Resources Limited is the ultimate holding company)
Avoca Mining Pty Ltd	108 547 217	Controlled by Westgold Resources Limited (Westgold Resources Limited is the ultimate holding company)
Aragon Resources Pty Ltd	114 714 662	Controlled by Westgold Resources Limited (Westgold Resources Limited is the ultimate holding company)
Big Bell Gold Operations Pty Ltd	090 642 809	Controlled by Westgold Resources Limited (Westgold Resources Limited is the ultimate holding company)
Castile Resources Pty Ltd	124 314 085	Controlled by Westgold Resources Limited (Westgold Resources Limited is the ultimate holding company)
Locations 53 Pty Ltd	618 320 773	Controlled by Westgold Resources Limited (Westgold Resources Limited is the ultimate holding company)
Australian Contract Mining Pty Ltd	080 756 172	Controlled by Westgold Resources Limited (Westgold Resources Limited is the ultimate holding company)
Polar Metals Pty Ltd	149 543 448	Controlled by Westgold Resources Limited (Westgold Resources Limited is the ultimate holding company)