

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**To Company Name/Scheme Luir Gold LimitedACN/ARSN 139 588 926**1. Details of substantial holder (1)**Name N&J Mitchell Holdings Pty Ltd<Steinepreis Superannuation Fund> and
<Ord Street Properties>, Ascent Capital Holdings Pty Ltd, David
SteinepreisACN/ARSN (if applicable) 008 756 483The holder became a substantial holder on 10/04/2014**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 became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary	32,338,410	32,338,410	10.90%

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
see attached		

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
see attached			

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
		Cash	Non-cash	
see attached				

6. Associates

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
Pelamis Investments Ltd	David Steinepreis is a Shareholder and Director of Pelamis Investments Ltd and a Director of N&J Mitchell Holdings Pty Ltd but not Controller

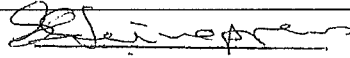
7. Addresses

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

Name	Address
all parties (other than Pelamis Investments Ltd)	Level 1, 33 Ord Street, West Perth WA 6005
Pelamis Investments Ltd	C/- 96 Roseneath Road, London, SW11 6AQ

Signature

print name Linda Steinepreis capacity Director

sign here  date 16/04/2014

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 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.
- (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 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.

3, 4. Details of relevant interests and present holders of relevant interest

Holder of relevant interest	Registered holder	Person entitled to be registered as holder	Nature of relevant interest	Class and No. of securities	Persons Votes
N&J Mitchell Holdings Pty Ltd <Steinepreis Superannuation Fund>	N&J Mitchell Holdings Pty Ltd <Steinepreis Superannuation Fund>		Direct	Ordinary 14,274,600	14,274,600
N&J Mitchell Holdings Pty Ltd <Ord Street Properties a /c>	N&J Mitchell Holdings Pty Ltd <Ord Street Properties a /c>		Direct	Ordinary 6,300,000	6,300,000
Ascent Capital Holdings Pty Ltd	Ascent Capital Holdings Pty Ltd		Direct	Ordinary 5,697,144	5,697,144
Pelamis Investments Pty Ltd	Pelamis Investments Pty Ltd		Direct	Ordinary 4,733,333	4,733,333
David Steinepreis	David Steinepreis		Direct	Ordinary 1,333,333	1,333,333

5. Consideration

Holder of Relevant Interest	Date of acquisition	Consideration		Class and Number of Securities
		Cash	Non-Cash	
N&J Mitchell Holdings Pty Ltd <Steinepreis Superannuation Fund>	16/02/2012	\$8,115		Ordinary 100,000
N&J Mitchell Holdings Pty Ltd <Steinepreis Superannuation Fund>	16/02/2012	\$25,853		Ordinary 309,500
N&J Mitchell Holdings Pty Ltd <Steinepreis Superannuation Fund>	22/02/2012	\$3,385		Ordinary 42,000
N&J Mitchell	22/02/2014	\$1695		Ordinary

Holdings Pty Ltd <Steinepreis Superannuation Fund>				21,000
N&J Mitchell Holdings Pty Ltd <Steinepreis Superannuation Fund>	27/04/2012	\$26,456		Ordinary (242,023) Sold
N&J Mitchell Holdings Pty Ltd <Steinepreis Superannuation Fund>	27/04/2012	\$10,385		Ordinary (100,000) Sold
N&J Mitchell Holdings Pty Ltd <Steinepreis Superannuation Fund>	13/09/2012	\$147,714		Ordinary 1,969,523
N&J Mitchell Holdings Pty Ltd <Steinepreis Superannuation Fund>	04/12/2012	\$5,214		Ordinary 170,000
N&J Mitchell Holdings Pty Ltd <Steinepreis Superannuation Fund>	05/12/2012	\$9,905		Ordinary 330,000
N&J Mitchell Holdings Pty Ltd <Steinepreis Superannuation Fund>	19/03/2013	\$9,457		Ordinary 315,239
N&J Mitchell Holdings Pty Ltd <Steinepreis Superannuation Fund>	19/03/2013	\$29,543		Ordinary 984,762
N&J Mitchell Holdings Pty Ltd <Steinepreis Superannuation Fund>	04/06/2013	\$10,115		Ordinary 500,000
N&J Mitchell Holdings Pty Ltd <Steinepreis Superannuation Fund>	17/06/2013	\$3,115		Ordinary 200,000
N&J Mitchell Holdings Pty Ltd <Steinepreis Superannuation Fund>	03/07/2013	\$129		Ordinary 1,100
N&J Mitchell Holdings Pty Ltd <Steinepreis Superannuation Fund>	04/07/2013	\$7,460		Ordinary 573,499
N&J Mitchell Holdings Pty Ltd <Steinepreis	08/07/2013	\$1,305		Ordinary 100,000

Superannuation Fund>				
N&J Mitchell Holdings Pty Ltd <Steinepreis Superannuation Fund>	26/03/2014	\$45,000		Ordinary 9,000,000
N&J Mitchell Holdings Pty Ltd <Ord Street Properties a /c>	24/07/2013	\$10,115		Ordinary 200,000
N&J Mitchell Holdings Pty Ltd <Ord Street Properties a /c>	19/03/2013	\$3,000		Ordinary 100,000
N&J Mitchell Holdings Pty Ltd <Ord Street Properties a /c>	26/03/2014	\$30,000		Ordinary 6,000,000
Ascent Capital Holdings Pty Ltd	14/06/2012	\$52,285		Ordinary 697,144
Ascent Capital Holdings Pty Ltd	26/03/2014	\$25,000		Ordinary 5,000,000
Pelamis Investments Ltd	Feb 2011	\$306,000		Ordinary 4,733,333
David Steinepreis	25/01/2013	\$40,824		Ordinary 1,333,333