

2 May 2019

Ms Susan Hunter  
Company Secretary  
BCI Minerals Limited  
GPO Box 2811  
West Perth, WA, 6872

Total Pages: 6 (including covering letter)

Dear Ms Hunter

**Notice of Change of Interests of Substantial Holder for BCI Minerals Limited (“the Company”)**

Please find attached a copy of the above Notice that we have lodged with the ASX Company Announcements Platform today.

The Notice is in relation to a change in the substantial holding of Seven Group Holdings Limited (**SGH**) and its subsidiaries, as a result of an increase in the voting power of Australian Capital Equity Pty Ltd and its subsidiary Wroxby Pty Limited in the Company.

SGH and its subsidiaries do not have any direct shareholding in the Company and are only required to give this notice as associates of Wroxby Pty Limited.

Yours faithfully



**Warren Coatsworth**  
Company Secretary

Cc Company Announcement Office  
ASX Limited  
Level 6, 20 Bridge Street  
SYDNEY NSW 2000

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**To: Company Name/Surname BCI Minerals Limited (the Company)ACN/ARSN 120 646 924**1. Details of substantial holder (1)**Name Seven Group Holdings Limited (SGH) and SGH's subsidiaries set out in Annexure A (SGH Group)ACN (if applicable) 142 003 469There was a change in the interests of the substantial holder on 30/04/2019  
The previous notice was given to the company on 30/06/2017  
The previous notice was dated 30/06/2017**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	109,578,131	27.916% (based on 392,526,910 ordinary shares on issue)	115,579,126	29.069% (based on 397,608,910 ordinary shares on issue)

**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
22/08/2017	Wroxby Pty Limited ACN 061 621 921 (Wroxby)	Increase in total number of ordinary shares on issue as disclosed in Appendix 3B- New Issue Announcement lodged by the Company, dated 22 August 2017, which resulted in a reduction in the percentage voting power of Wroxby as Wroxby does not have a relevant interest in any of the new shares issued.	N/A	Nil	Nil
04/09/2017	Wroxby	Increase in total number of ordinary shares on issue as disclosed in Appendix 3B- New Issue Announcement lodged by the Company, dated 4 September 2017, which resulted in a reduction in the percentage voting power of Wroxby as Wroxby does not have a relevant interest in any of the new shares issued.	N/A	Nil	Nil
23/08/2018	Wroxby	Increase in total number of ordinary shares on issue as disclosed in Appendix 3B- New Issue Announcement lodged by the	N/A	Nil	Nil

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
		Company, dated 24 August 2018, which resulted in a reduction in the percentage voting power of Wroxby as Wroxby does not have a relevant interest in any of the new shares issued.			
01/04/2019	Wroxby	Acquisition of shares on-market.	\$0.1626 per share	1,786,417 ordinary shares	1,786,417
02/04/2019	Wroxby	Acquisition of shares on-market.	\$0.1637 per share	369,754 ordinary shares	369,754
03/04/2019	Wroxby	Acquisition of shares on-market.	\$0.1647 per share	144,852 ordinary shares	144,852
04/04/2019	Wroxby	Acquisition of shares on-market.	\$0.1688 per share	343,974 ordinary shares	343,974
05/04/2019	Wroxby	Acquisition of shares on-market.	\$0.1700 per share	311,974 ordinary shares	311,974
08/04/2019	Wroxby	Acquisition of shares on-market.	\$0.1700 per share	140,407 ordinary shares	140,407
09/04/2019	Wroxby	Acquisition of shares on-market.	\$0.1700 per share	65,642 ordinary shares	65,642
16/04/2019	Wroxby	Acquisition of shares on-market.	\$0.1685 per share	986,250 ordinary shares	986,250
17/04/2019	Wroxby	Acquisition of shares on-market.	\$0.1683 per share	239,978 ordinary shares	239,978
18/04/2019	Wroxby	Acquisition of shares on-market.	\$0.1699 per share	282,147 ordinary shares	282,147
23/04/2019	Wroxby	Acquisition of shares on-market.	\$0.1700 per share	99,252 ordinary shares	99,252
24/04/2019	Wroxby	Acquisition of shares on-market.	\$0.1695 per share	142,362 ordinary shares	142,362
26/04/2019	Wroxby	Acquisition of shares on-market.	\$0.1666 per share	67,507 ordinary shares	67,507
29/04/2019	Wroxby	Acquisition of shares on-market.	\$0.1700 per share	149,012 ordinary shares	149,012
30/04/2019	Wroxby	Acquisition of shares on-market.	\$0.1693 per share	827,211 ordinary shares	827,211
01/05/2019	Wroxby	Acquisition of shares on-market.	\$0.1698 per share	44,256 ordinary shares	44,256

#### 4. Present relevant interest

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
Wroxby	Wroxby	Wroxby	Wroxby's relevant interest arises under s608(1) and /or (8) of the Corporations Act as the registered holder of the securities.	115,579,126 ordinary shares	115,579,126

#### 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 (if applicable)	Nature of association
SGH and the SGH Group	SGH controls each member of the SGH Group and, as such, they are each associates of each other. The members of SGH Group are set out in Annexure A, some entities of which have become members, or ceased to be members, since the last notice was given to the Company

#### 6. Addresses

The addresses of persons in this form are as follows:

Name	Address
SGH	Level 30, 175 Liverpool Street, Sydney NSW 2000
SGH Group Members	See Annexure A
Wroxby	Level 3, 30 Kings Park Road, West Perth, WA 6005

#### Signature

print name Warren Coatsworth

capacity Secretary

sign here



date 02 May 2019

#### DIRECTIONS

- (1) If there are a number of substantial holders with similar or related 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 Law.
  - (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 671(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.

## Annexure 'A'

This is Annexure 'A' of 2 pages referred to in the Form 604 (Notice of change of interests of substantial holder), signed by me and dated 02 May 2019.



Warren Coatsworth  
Company Secretary

Entity	ACN
C7 Pty. Limited	082 901 442
Direct Target Access Pty. Limited	072 507 227
Industrial Investment Holdings Pty Limited	166 596 710
Kimlin Holdings Pty. Limited	112 288 445
Manooka Holdings Pty. Limited	092 680 245
Miltonstar Pty. Limited	074 811 144
Network Investment Holdings Pty. Limited	078 448 512
Point Pty. Limited	009 643 501
Realtime Reporters Pty. Limited	009 371 055
Seven Custodians Pty. Limited	089 327 551
Seven Entertainment Pty. Limited	085 598 429
Seven Media Group Pty. Limited	116 850 607
Seven (National) Pty. Limited	153 299 159
Seven Network (United States) Inc	N/a
Seven Network Limited	052 816 789
Seven Network Nominees Pty. Limited	060 667 861
Seven Network Investments Pty. Limited	078 267 759
Seven Network International Limited	065 640 075
SGH Productions Pty. Limited	091 398 471
Seven Resources Pty. Limited	093 422 032
Seven (WAN) Pty. Limited	122 263 129
SGH Communications Pty. Limited	063 582 990
SGH Energy (No 1) Pty Limited	168 933 355
SGH Energy (No 2) Pty Limited	168 935 644
SMG Executives Pty. Limited	128 792 003
SMG FINCO Pty. Limited	122 728 321
SNZ Pty. Limited	124 503 028
Specialised Investments Pty Limited	163 941 884
Tallglen Pty. Limited	058 439 786
WesTrac Holdings Pty. Limited	009 336 109
SGH Energy Pty Limited	058 818 278
SGH Energy Aust. Pty Limited	090 835 608
SGH Energy NTP66 Pty Limited	123 243 470
SGH Energy VICP56 Pty Limited	125 036 142
SGH Energy WA377P Pty Limited	123 243 274
SGH Energy WA Pty Limited	113 911 274
SGH Energy VICP54 Pty Limited	108 405 009

All companies listed above have a registered office located at Level 30, 175 Liverpool Street, Sydney, NSW, 2000 except Seven Network (United States) Inc: 1013 Centre Road, City of Wilmington, Delaware, USA

<b>Entity</b>	<b>ACN</b>
Allight Holdings Pty. Ltd	070 926 555
AllightPrimax FZCO	N/a
AllightSykes Pty. Ltd	053 434 807
Allight Sykes SA (Proprietary) Limited	N/a
FGW Pacific Pty. Ltd	085 531 353
Mining Equipment Spares Pty. Ltd	133 869 191
National Hire Facilitation Pty. Limited	128 890 442
National Hire Group Limited	076 688 938
PT Allightsykes	N/a
Primax USA Inc (incorporated in the USA)	N/a
Pump Rentals Pty. Ltd	057 090 561
Sitech Solutions Pty. Limited	137 343 090
Sitech (WA) Pty. Ltd	139 286 454
Sykes Group Pty. Limited	004 093 752
Sykes Fleet Services Pty. Limited	074 656 027
Sykes New Zealand Limited (incorporated in New Zealand)	N/a
WesTrac Pty. Ltd	009 342 572
WesTrac Machinery Distribution Pty Limited	155 500 413

All companies registered in Australia listed above have a registered office located at 12 Hoskins Road, Landsdale, WA, 6065, except:

- Sitech (WA) Pty Ltd: 128 Great Eastern Highway, South Guildford, WA, 6055
- Mining Equipment Spares Pty Ltd: 327 Victoria Road, Malaga, WA, 6090
- Sitech Solutions Pty Limited: 33 Allison Street, Bowen Hills, QLD, 4006
- Allight Sykes SA (Proprietary) Limited: 2 Eglin Road, Sunning Hill, South Africa, 2157
- PT Allightsykes: Jl Proklamsi #38 RT 32, Balikpapan, Indonesia
- AllightPrimax FZCO: Plot No. S50119, Jebel Ali Free Zone South, Dubai, UAE

<b>Entity</b>	<b>ACN</b>
All Hire Pty Limited	066 054 500
Allplant Services Pty Limited	007 691 910
Australian Highway Plant Services Pty Limited	060 383 511
Coates Fleet Pty Limited	073 603 559
Coates Hire Group Pty Limited	126 730 240
Coates Group Holdings Pty Limited	126 069 341
Coates Hire Holdco SPV Pty Limited	607 858 328
Coates Hire Access SPV Pty Limited	607 868 333
Coates Hire Limited	073 603 586
Coates Hire Operations Pty Limited	074 126 971
Coates Hire Overseas Investments Pty Limited	086 464 379
Coates Hire (NZ) Limited	N/a
Coates Hire Traffic Solutions Pty Limited	114 055 640
DWB (NH) Pty Limited	003 620 951
Nahi Pty Limited	077 777 238
National Hire Equipment Pty Limited	080 468 293
National Hire Finance Pty Limited	117 581 530
National Hire Operations Pty Limited	080 468 319
National Hire Properties Pty Limited	101 354 107
National Hire Trading Pty Limited	080 468 328
Ned Finco Pty Limited	128 290 844
PT Coates Hire Indonesia	N/a
PT Coates Services Indonesia	N/a
True Blue Hire Australia Pty Limited	080 468 266

All companies registered in Australia listed above have a registered office located at Level 6, 241 O'Riordan Street, Mascot NSW 2020 except:

- Coates Hire (NZ) Limited of Bell Gulley, Level 22, Vero Centre, 48 Shortland Street, Auckland, NZ
  - PT Coates Hire Indonesia of Gedung World Trade Centre 5 Lt. 3A, Jl.Jend. Surdiman Kav. 29-31, Karet, Setiabudi, Jakarta, 12920 Indonesia
- PT Coates Services Indonesia of WISMA GKBI Lt. 39 S3901 Jl. Jend. Surdiman No. 28, Bendungan Hiliar, Tnar Abung, Jakarta Pusat, DKI Jakarta Raya, Indonesia