

19<sup>th</sup> May 2015

The Manager  
Company Announcements  
ASX Limited  
20 Bridge Street  
SYDNEY NSW 2000

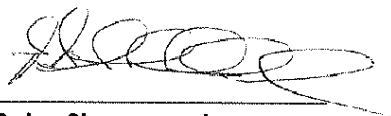
Dear Manager,

**RE: Peter Sheppeard**  
**Form 603: Notice of initial substantial holder**

Please find enclosed a Form 603: Notice of initial substantial holder from Peter Sheppeard and his associated accounts/companies set out in the Annexure.

Please contact Peter Sheppeard on 08 9228 5999 or via email [peter@tripleccc.com.au](mailto:peter@tripleccc.com.au), should you have any queries.

Yours Sincerely,



**Peter Sheppeard**

**Form 603**Corporations Act 2001  
Section 671B**Notice of initial substantial holder**To Company Name/Scheme Red River Resources LimitedACN/ARSN 100 796 754**1. Details of substantial holder (1)**Name Peter SheppeardACN/ARSN (if applicable) N/AThe holder became a substantial holder on 22 / 09 / 14**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	Persons' votes (5)	Voting power (6)
Fully paid ordinary shares	10,192,940	10,192,940	5.78%

**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 Annexure 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
See Annexure 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
		Cash	Non-cash	
See Annexure A				

**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
N/A	N/A

**7. Addresses**

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

Name	Address
See Annexure A	

**Signature**

print name: PETER SHEPPEARD

Capacity:

sign here



Date: 19/05/15

**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.

## Annexure A

This is Annexure "A" of the 3 pages referred to in form 603 – Notice if substantial holder

Signed: 

Peter Sheppard

Date: 19<sup>th</sup> May 2015

## 3. Details of relevant interests

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Pigequity Pty Ltd	Pursuant to Section 608(1) of the Corporations Act – registered holder	300,000 fully paid ordinary (FPO) shares
Oska Nominees Pty Ltd <Sheppard Family A/C>	Pursuant to Section 608(1) of the Corporations Act – registered holder	383,580 FPO shares
Pascapow Investments Pty Ltd <Pascapow Investment Unit A/C>	Pursuant to Section 608(1) of the Corporations Act – registered holder	800,000 FPO shares
The Capital Edge Fund Pty Ltd <Nab M/L A/C>	Pursuant to Section 608(1) of the Corporations Act – registered holder	1,000,000 FPO shares
Oska Nominees Pty Ltd <Sheppard Family No 2 A/C>	Pursuant to Section 608(1) of the Corporations Act – registered holder	1,000,000 FPO shares
Mr Peter David Sheppard + Mrs Sharon Fay Sheppard <Sheppard Family S/F A/C>	Pursuant to Section 608(1) of the Corporations Act – registered holder	1,154,360 FPO shares
Mrs Sharon Fay Sheppard	Pursuant to Section 608(1) of the Corporations Act – registered holder	2,500,000 FPO shares
Cappig Finance Pty Ltd	Pursuant to Section 608(1) of the Corporations Act – registered holder	2,675,000 FPO shares
Mr Peter David Sheppard	Pursuant to Section 608(1) of the Corporations Act – registered holder  Pursuant to Section 608(1) of the Corporations Act – has the power to control the exercise of a right to vote or a power to dispose of the securities – in respect of the above entities/persons	380,000 FPO shares  9,812,940 FPO shares  <b>10,192,940 FPO shares</b>

## 4. Details of present registered holders

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Pigequity Pty Ltd	Pigequity Pty Ltd	Pigequity Pty Ltd	300,000 FPO shares
Oska Nominees Pty Ltd <Sheppard Family A/C>	Oska Nominees Pty Ltd <Sheppard Family A/C>	Oska Nominees Pty Ltd <Sheppard Family A/C>	383,580 FPO shares

Pascapow Investments Pty Ltd <Pascapow Investment Unit A/C>	Pascapow Investments Pty Ltd <Pascapow Investment Unit A/C>	Pascapow Investments Pty Ltd <Pascapow Investment Unit A/C>	800,000 FPO shares
The Capital Edge Fund Pty Ltd <NAB M/L A/C>	The Capital Edge Fund Pty Ltd <NAB M/L A/C>	The Capital Edge Fund Pty Ltd <NAB M/L A/C>	1,000,000 FPO shares
Oska Nominees Pty Ltd <Sheppard Family No 2 A/C>	Oska Nominees Pty Ltd <Sheppard Family No 2 A/C>	Oska Nominees Pty Ltd <Sheppard Family No 2 A/C>	1,000,000 FPO shares
Mr Peter David Sheppard + Mrs Sharon Fay Sheppard <Sheppard Family S/F A/C>	Mr Peter David Sheppard + Mrs Sharon Fay Sheppard <Sheppard Family S/F A/C>	Mr Peter David Sheppard + Mrs Sharon Fay Sheppard <Sheppard Family S/F A/C>	1,154,360 FPO shares
Mrs Sharon Fay Sheppard	Mrs Sharon Fay Sheppard	Mrs Sharon Fay Sheppard	2,500,000 FPO shares
Cappig Finance Pty Ltd	Cappig Finance Pty Ltd	Cappig Finance Pty Ltd	2,675,000 FPO shares
Peter Sheppard	Peter Sheppard Pigequity Pty Ltd, Oska Nominees Pty Ltd, Pascapow Investments Pty Ltd, The Capital Edge Fund Pty Ltd, Mr Peter David Sheppard + Mrs Sharon Fay Sheppard, Mrs Sharon Fay Sheppard, Cappig Finance Pty Ltd	Peter Sheppard Pigequity Pty Ltd, Oska Nominees Pty Ltd, Pascapow Investments Pty Ltd, The Capital Edge Fund Pty Ltd, Mr Peter David Sheppard + Mrs Sharon Fay Sheppard, Mrs Sharon Fay Sheppard, Cappig Finance Pty Ltd	380,000 FPO shares 9,812,940 FPO shares <b>10,192,940 FPO shares</b>

## 5. Consideration

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Pigequity Pty Ltd	25 November 2014 – 24 December 2014	\$31,779.81		300,000 FPO shares
Mr Peter David Sheppard	22 September 2014 - 9 February 2015	\$46,985.25		380,000 FPO Shares
Oska Nominees Pty Ltd <Sheppard Family A/C>	22 September 2014 – 27 January 2015	\$37,017.30		383,580 FPO shares
Pascapow Investments Pty Ltd <Pascapow Investment Unit A/C>	22 September 2014- 11 February 2015	100,124.25		800,000 FPO shares
The Capital Edge Fund Pty Ltd <Nab M/L A/C>	22 September 2014	\$100,000.00		1,000,000 FPO Shares
Oska Nominees Pty Ltd <Sheppard Family No 2 A/C>	28 August 2014 – 22 September 2014	\$36,136.80		1,000,000 FPO Shares
Mr Peter David Sheppard + Mrs Sharon Fay Sheppard <Sheppard Family S/F A/C>	22 May 2014 - 5 May 2015	\$69,827.80		1,154,360 FPO Shares

Mrs Sharon Fay Sheppard	23 May 2014 - 19 December 2014	\$136,110.15		2,500,000 FPO Shares
Cappig Finance Pty Ltd	16 April 2014 - 5 May 2015	\$190,176.93		2,675,000 FPO Shares

## 6. Addresses

Name	Address
Pigequity Pty Ltd	PO BOX 8539 PERTH BC WA 6849
Mr Peter David Sheppard	10 RIVER STREET BASSENDEAN WA 6054
Oska Nominees Pty Ltd <Sheppard Family A/C>	10 RIVER STREET BASSENDEAN WA 6054
Pascalow Investments Pty Ltd <Pascalow Investment Unit A/C>	PO BOX 8539 PERTH BC WA 6849
The Capital Edge Fund Pty Ltd <Nab M/L A/C>	PO BOX 8539 PERTH BC WA 6849
Oska Nominees Pty Ltd <Sheppard Family No 2 A/C>	10 RIVER STREET BASSENDEAN WA 6054
Mr Peter David Sheppard + Mrs Sharon Fay Sheppard <Sheppard Family S/F A/C>	10 RIVER STREET BASSENDEAN WA 6054
Mrs Sharon Fay Sheppard	10 RIVER STREET BASSENDEAN WA 6054
Cappig Finance Pty Ltd	10 RIVER STREET BASSENDEAN WA 6054