

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme SANTANA MINERALS LIMITED
ACN/ARSN 161 946 989

1. Details of substantial holder(1)

Name BH INVESTMENTS PTY LTD
ACN/ARSN (if applicable) 009 906 834

There was a change in the interests of the substantial holder on 23/03/16
The previous notice was given to the company on 19/10/15
The previous notice was dated 19/10/15

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) |
| Fully paid ordinary shares ("FPO") | 11,378,165 | 6.2% | 11,378,165 | 5.4% |

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 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 |
|-------------------|--|--|---|---|-------------------------|
| 23 03 16 | BH Investments Pty Ltd | Dilution results from Santana Minerals Limited share placement | N.A. | N.A. | N.A. |
| | 5D Investments Pty Ltd <Hallt Family Super Fund A/C> | | | | |
| | 5D Investments Pty Ltd | | | | |
| | Combined Mining & Milling Pty Ltd | | | | |
| | Coffee Gold Pty Ltd | | | | |
| | Lynne Hallt | | | | |
| Bruce James Hallt | | | | | |

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 |
|--|--|--|---------------------------------|--------------------------------|----------------|
| BH Investments Pty Ltd | BH Investments Pty Ltd | BH Investments Pty Ltd | Registered holder | 4,891,034 FPO | 4,891,034 |
| 5D Investments Pty Ltd <Hallt Family Super Fund A/C> | 5D Investments Pty Ltd <Hallt Family Super Fund A/C> | 5D Investments Pty Ltd <Hallt Family Super Fund A/C> | Registered holder | 1,543,385 FPO | 1,543,385 |
| 5D Investments Pty Ltd | 5D Investments Pty Ltd | 5D Investments Pty Ltd | Registered holder | 1,344,058 FPO | 1,344,058 |
| Combined Mining & Milling Pty Ltd | Combined Mining & Milling Pty Ltd | Combined Mining & Milling Pty Ltd | Registered holder | 790,962 FPO | 790,962 |
| Coffee Gold Pty Ltd | Coffee Gold Pty Ltd | Coffee Gold Pty Ltd | Registered holder | 1,856,933 FPO | 1,856,933 |
| Lynne Hallt | Lynne Hallt | Lynne Hallt | Registered holder | 77,144 FPO | 77,144 |
| Bruce James Hallt | Bruce James Hallt | Bruce James Hallt | Registered holder | 874,659 FPO | 874,659 |

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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 |
|--|-------------------------------------|
| All Holders mentioned in this Form 604 | 738 Grieve Road, Rochedale Qld 4123 |
| | |

Signature

print name BRUCE JAMES HALLT capacity Director

sign here  date 24 / 03 / 2016

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: