



# Deacons

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**Date** 9 November 2007

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facsimile

**To**  
Company Announcements Office  
Australian Stock Exchange

**Facsimile**  
1900 999 279

**From**  
Dale Chapman

**Facsimile**  
+61 (0)2 9330 8111

**Our Ref** 2621312  
**Subject** Ironbark Gold Limited: Notices of initial substantial  
shareholders

**Pages** 7 (including this page)

Pursuant to section 671B of the *Corporations Act 2001* (Cth), we enclose copies of the following documents for your attention:

1. a "Form 603 - Notice of initial substantial shareholder" from Bedford Resources Holdings Limited; and
2. a "Form 603 - Notice of initial substantial shareholder" from Camelot Trust Corporation Limited;

with respect to Ironbark Gold Limited.

If you have any queries about either of the enclosed documents, please do not hesitate to contact me.

Yours sincerely

Dale Chapman  
Senior Associate  
Deacons  
Direct Line: +61 (0)2 9330 8382  
Email: dale.chapman@deacons.com.au

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**Form 603**  
Corporations Act 2001  
Section 671B

**Notice of initial substantial holder**

To Company Name/Scheme Ironbark Gold Limited

ACN/ARSN 118 751 027

**1. Details of substantial holder (1)**

Name Bedford Resources Holdings Limited

ACN/ARSN (if applicable) \_\_\_\_\_

The holder became a substantial holder on 28/06/2007

**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 shares	40,000,000	40,000,000	19.61%

**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
Bedford Resources Holdings Limited	Bedford Resources Holdings Limited acquired a relevant interest under section 608(1) of the <i>Corporations Act 2001</i> (Cth) pursuant to a Share Sale Agreement between Bedford Resources Holding Limited and Ironbark Gold Limited dated 1 March 2007. Pursuant to that Share Sale Agreement, Bedford Resources Holdings Limited sold 100% of the shares in the capital of Bedford (No. 3) Limited to Ironbark Gold Limited and received \$6,000,000 in cash, 8,000,000 ordinary shares in Ironbark Gold Limited, and 16,000,000 options for ordinary shares in Ironbark Gold Limited. On 3 July 2007, the 8,000,000 ordinary shares were split into 40,000,000 ordinary shares, and the 16,000,000 options for ordinary shares were split into 80,000,000 options for ordinary shares.	40,000,000 ordinary shares

**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
Bedford Resources Holdings Limited	Bedford Resources Holdings Limited	Bedford Resources Holdings Limited	40,000,000 ordinary shares

**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	
Bedford Resources Holdings Limited	28/06/2007		100% of the issued shares in the capital of Bedford (No. 3) Limited	40,000,000 ordinary shares

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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

7. Addresses

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

Name	Address
Bedford Resources Holdings Limited	Sea Meadow House, Blackburne Highway, PO Box 116 Road Town Tortola, British Virgin Islands

Signature

print name	CHRISTOPHER JOHN ANTHONY BATESON FOR CAMEO SECRETARIES LTD	capacity	SECRETARY
sign here	<i>Christopher Bateson</i>	date	2 / 11 / 2007

## 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, moneys 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.

**Form 603**  
Corporations Act 2001  
Section 671B

**Notice of initial substantial holder**

To Company Name/Scheme Ironbark Gold Limited

ACN/ARSN 118 751 027

**1. Details of substantial holder (1)**

Name Camelot Trust Corporation Limited

ACN/ARSN (if applicable) \_\_\_\_\_

The holder became a substantial holder on 28/06/2007

**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 shares	40,000,000	40,000,000	19.61%

**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
Camelot Trust Corporation Limited	Bedford Resources Holdings Limited acquired a relevant interest under section 608(1) of the <i>Corporations Act 2001</i> (Cth) pursuant to a Share Sale Agreement between Bedford Resources Holding Limited and Ironbark Gold Limited dated 1 March 2007. Pursuant to that Share Sale Agreement, Bedford Resources Holdings Limited sold 100% of the shares in the capital of Bedford (No. 3) Limited to Ironbark Gold Limited and received \$6,000,000 in cash, 8,000,000 ordinary shares in Ironbark Gold Limited, and 16,000,000 options for ordinary shares in Ironbark Gold Limited. On 3 July 2007, the 8,000,000 ordinary shares were split into 40,000,000 ordinary shares, and the 16,000,000 options for ordinary shares were split into 80,000,000 options for ordinary shares. Camelot Trust Corporation Limited holds 100% of the issued share capital of Bedford Resources Holdings Limited.	40,000,000 ordinary shares

**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
Camelot Trust Corporation Limited	Bedford Resources Holdings Limited	Bedford Resources Holdings Limited	40,000,000 ordinary shares

**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	
Camelot Trust Corporation Limited	28/06/2007		100% of the issued shares in the capital of Bedford (No. 3) Limited	40,000,000 ordinary shares

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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

7. Addresses

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

Name	Address
Camelot Trust Corporation Limited	80 Broad Street, Monrovia, Liberia

Signature

print name	CHRISTOPHER JOHN ANTHONY BATESON FOR CAMELOT TRUST CORPORATION LIMITED	capacity	DIRECTOR
sign here	<i>Christopher Bateson</i>	date	2 / 11 / 2007

**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, moneys 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.