

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme AUSTRALIAN BAUXITE LIMITEDACN/ARSN 139 494 885**1. Details of substantial holder(1)**Name STATE ONE CAPITAL GROUP

ACN/ARSN (if applicable) _____

There was a change in the interests of the
substantial holder on 05 / 12 / 2014The previous notice was given to the company on 06 / 03 / 2014The previous notice was dated 28 / 02 / 2014**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	8,296,861	6.75%	7,906,329	5.627%

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
	See Annexure B				

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
	See Annexure A				

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

6. Addresses

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

Name	Address
AllEntities in Annexure A	PO Box 7625, CLOISTERS SQUARE WA 6850
	Level 14, 172 St George Terrace, PERTH WA 6000

Signature

print name ALAN DAVID HILL

capacity Managing Director

sign here



date 30 / 01 /2015

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:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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.
- (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 - Summary of interests in Australian Bauxite Ltd

Holder	ACN	FPO Shares
State One Stockbroking Pty Ltd	092 989 083	2,280,917
Alan David Hill		1000
State One Holdings Pty Ltd	097 092 316	2,458,228
State One Equities Pty Ltd	064 904 650	100,000
BOLDBOW PTY LTD	058 640 047	69,333
WSF Pty Ltd	068 823 567	2,996,851
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TOTAL:		7,906,329

ANNEXURE B - Consideration given in relation to change in holdings in Australian Bauxite Limited

Holder	Date	Shares	Consideration	Balance
State One Stockbroking Pty Ltd				2,821,782
	6 Mar 2014	-195,000	(\$46,800.00)	2,626,782
	12 Mar 2014	-6,000	(\$1,500.00)	2,620,782
	19 Mar 2014	-250,000	(\$57,500.00)	2,370,782
	28 Apr 2014	5,800	\$1,209.00	2,376,582
	29 Apr 2014	30,000	\$6,150.00	2,406,582
	30 Apr 2014	34,000	\$6,970.00	2,440,582
	2 May 2014	6,786	\$1,357.20	2,447,368
	5 May 2014	35,000	\$6,704.28	2,482,368
	5 May 2014	-20,000	(\$4,100.00)	2,462,368
	12 May 2014	6,000	\$1,140.00	2,468,368
	22 May 2014	15,000	\$3,300.00	2,483,368
	2 Jun 2014	6,000	\$1,290.00	2,489,368
	2 Jun 2014	-6,000	(\$1,260.00)	2,483,368
	6 Jun 2014	12,000	\$2,760.00	2,495,368
	10 Jun 2014	19,000	\$4,580.00	2,514,368
	10 Jun 2014	-12,141	(\$2,852.43)	2,502,227
	11 Jun 2014	5,141	\$1,182.43	2,507,368
	13 Jun 2014	-5,141	(\$1,182.43)	2,502,227
	17 Jun 2014	36,699	\$8,002.79	2,538,926
	17 Jun 2014	-29,199	(\$6,423.78)	2,509,727
	18 Jun 2014	24,000	\$5,280.00	2,533,727
	18 Jun 2014	-31,500	(\$6,967.50)	2,502,227
	19 Jun 2014	20,000	\$4,500.00	2,522,227
	19 Jun 2014	-20,000	(\$4,500.00)	2,502,227
	23 Jun 2014	5,801	\$1,247.22	2,508,028
	23 Jun 2014	-15,801	(\$3,397.22)	2,492,227
	24 Jun 2014	-39,308	(\$8,647.76)	2,452,919
	25 Jun 2014	-68,692	(\$15,212.24)	2,384,227
	26 Jun 2014	-50,000	(\$11,250.00)	2,334,227
	4 Jul 2014	-40,000	(\$9,400.00)	2,294,227
	29 Aug 2014	-70,000	(\$16,549.96)	2,224,227
	29 Aug 2014	-20,000	(\$4,793.60)	2,204,227
	1 Sep 2014	-72,750	(\$16,432.48)	2,131,477
	2 Sep 2014	-23,000	(\$5,190.00)	2,108,477
	3 Sep 2014	-47,846	(\$10,526.12)	2,060,631
	4 Sep 2014	-95,300	(\$22,395.50)	1,965,331
	8 Sep 2014	26,000	\$6,370.00	1,991,331
	11 Sep 2014	20,000	\$4,900.00	2,011,331
	12 Sep 2014	13,500	\$3,315.00	2,024,831
	15 Sep 2014	33,000	\$8,250.00	2,057,831
	15 Sep 2014	-20,000	(\$5,100.00)	2,037,831
	16 Sep 2014	40,000	\$10,400.00	2,077,831
	17 Sep 2014	17,000	\$4,420.00	2,094,831
	18 Sep 2014	30,000	\$7,650.00	2,124,831
	18 Sep 2014	-15,730	(\$4,089.80)	2,109,101
	19 Sep 2014	15,000	\$3,825.00	2,124,101
	19 Sep 2014	-14,270	(\$3,710.20)	2,109,831
	22 Sep 2014	43,000	\$10,660.00	2,152,831
	22 Sep 2014	-750	(\$191.25)	2,152,081
	25 Sep 2014	-38,000	(\$9,690.00)	2,114,081
	26 Sep 2014	38,000	\$9,500.00	2,152,081
	26 Sep 2014	-38,000	(\$9,690.00)	2,114,081
	9 Oct 2014	-27,500	\$9,487.50	2,086,581
	5 Dec 2014	10,000	\$2,800.00	2,096,581
	11 Dec 2014	72,000	\$21,875.00	2,168,581
	23 Dec 2014	45,000	\$13,500.00	2,213,581
	24 Dec 2014	-2,670	(\$814.35)	2,210,911
	29 Dec 2014	13,900	\$4,150.50	2,224,811
	29 Dec 2014	-9,012	(\$2,728.60)	2,215,799
	30 Dec 2014	25,100	\$7,479.50	2,240,899

30 Dec 2014	-25,100	(\$7,554.44)	2,215,799
31 Dec 2014	7,000	\$2,090.00	2,222,799
31 Dec 2014	-4,000	(\$1,200.00)	2,218,799
2 Jan 2015	20,000	\$6,080.00	2,238,799
5 Jan 2015	32,758	\$9,913.61	2,271,557
5 Jan 2015	-3,882	(\$1,203.42)	2,267,675
6 Jan 2015	-11,000	(\$3,355.00)	2,256,675
7 Jan 2015	-6,000	(\$1,800.00)	2,250,675
8 Jan 2015	18,242	\$5,331.39	2,268,917
15 Jan 2015	12,000	\$3,240.00	2,280,917
19 Jan 2015	1,800	\$495.00	2,282,717
19 Jan 2015	-1,800	(\$504.00)	2,280,917

State One Equities Pty Ltd			1,233,723
28 Mar 2014	-1,133,723	\$238,081.83	100,000

WSF Pty Ltd			2,856,851
5 Jun 2014	7,000	\$1,540.00	2,863,851
8 Sep 2014	4,166	\$999.84	2,868,017
9 Sep 2014	25,834	\$6,200.16	2,893,851
21 Nov 2014	3,000	\$900.00	2,896,851
24 Nov 2014	10,000	\$3,100.00	2,906,851
2 Dec 2014	25,000	\$7,375.00	2,931,851
3 Dec 2014	25,000	\$7,250.00	2,956,851
4 Dec 2014	38,000	\$9,880.00	2,994,851
5 Dec 2014	2,000	\$560.00	2,996,851

State One Holdings Pty Ltd			1,384,505
13 Mar 2014	-60,000	\$14,100.00	1,324,505
28 Mar 2014	1,133,723	\$238,081.83	2,458,228

BOLDBOW PTY LTD			0
5 Dec 2014	65,333	\$19,599.90	65,333
17 Dec 2014	12,000	\$3,600.00	77,333
17 Dec 2014	-4,000	-\$1,220.00	73,333
23 Dec 2014	-1,000	\$0.00	72,333
15 Jan 2015	-1,000	\$0.00	71,333
15 Jan 2015	-1,000	\$0.00	70,333
15 Jan 2015	-1,000	\$0.00	69,333

ALAN DAVID HILL	23 Dec 2014	1,000	\$0.00	1000
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