

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

**Notice of initial substantial holder**

To Company Name/Scheme Black Cat Syndicate Limited (BC8)

ACN/ARSN 620 896 282

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

Name Silver Lake Resources Limited (SLR) and each of the entities listed in Annexure A (Silver Lake Entities)

ACN/ARSN (if applicable) 108 779 782

The holder became a substantial holder on 01/07/2020

**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)                                |
|--|----------------------|--------------------|---|
| Fully paid ordinary shares (ORD) in Black Cat Syndicate Limited (BC8 Shares) | 8,417,962            | 8,417,962          | 8.74% (based on 96,365,914 BC8 Shares on issue) |

**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 |
|-----------------------------|---|--------------------------------|
| SLR                         | Relevant interest under section 608(1)(a) of the <i>Corporations Act 2001</i> (Cth) in accordance with the "Sale and Purchase Agreement – Rowe's Find, Wombola Dam, Hammer and Tap, Fingals and Imperial Majestic Projects" between SLR, Silver Lake (Integra) Pty Ltd, BC8 and Black Cat (Bulong) Pty Ltd dated 1 July 2020 (SPA) and the Binding Heads of Agreement between the same parties dated 27 May 2020. Refer to BC8 ASX Announcements dated 28 May 2020 and 2 July 2020 for the key terms of the sale. | 8,417,962 ORD                  |

**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 |
|-----------------------------|---------------------------------|--|--------------------------------|
| SLR                         | SLR                             | SLR  | 8,417,962 ORD                  |

**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  |                                |
| SLR                         | 01/07/2020          | -                 | Consideration payable for the acquisition of the projects the subject of the SPA. | 8,417,962 ORD                  |

## 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  |
|-----------------------------------|--|
| The entities listed in Annexure A | Each entity listed in Annexure A is an associate of SLR by virtue of section 12(2)(a) of the Corporations Act as the entities are related bodies corporate of SLR. |

## 7. Addresses

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

| Name                            | Address  |
|---------------------------------|--|
| SLR and each Silver Lake Entity | Suite 4, Level 3, South Shore Centre, 85 South Perth Esplanade, South Perth, Western Australia 6151. |

## Signature

|            |   |          |                   |
|------------|---|----------|-------------------|
| print name | David Berg  | capacity | Company Secretary |
| sign here  |  | date     | 03/07/2020        |

## 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

**ANNEXURE A**  
**SILVER LAKE RESOURCES LIMITED ACN 108 779 782**

This is the annexure of 1 page marked "A" referred to in the Form 603, Notice of initial substantial holder, signed by me and dated 3 July 2020



David Berg, Company Secretary

| <b>Silver Lake Entity Name</b>     | <b>ACN</b>  |
|------------------------------------|-------------|
| Silver Lake (Integra) Pty Ltd      | 093 278 436 |
| Cue Minerals Pty Ltd               | 130 253 146 |
| Backlode Pty Ltd                   | 080 885 730 |
| Loded Pty Ltd                      | 093 988 071 |
| Paylode Pty Ltd                    | 093 400545  |
| Doray Minerals Limited             | 138 978 631 |
| Doray Gold Operations Pty Ltd      | 157 881 779 |
| Andy Well Mining Pty Ltd           | 158 108 895 |
| Murchison Resources Pty Ltd        | 009 175 491 |
| Meehan Minerals Pty Ltd            | 161 915 082 |
| Silver Lake (Deflector ) Pty Ltd   | 101 224 999 |
| MYG Tenement Holdings SPV Pty Ltd  | 158 918 382 |
| MYG Tenement Holdings Pty Ltd      | 158 951 627 |
| Brandy Hill Iron SPV Pty Ltd       | 158 267228  |
| Brandy Hill Iron Pty Ltd           | 158 420 743 |
| Central Infrastructure SPV Pty Ltd | 158 267 237 |
| Central Infrastructure Pty Ltd     | 158 420 734 |
| Deflector Gold SPV Pty Ltd         | 158 267 246 |
| Deflector Gold Pty Ltd             | 158 420 725 |
| Gullewa Gold Project SPV Pty Ltd   | 158 267 255 |
| Gullewa Gold Project Pty Ltd       | 158 420 663 |
| Egan Street Resources Limited      | 144 766 236 |
| Egan Street Rothsay Pty Ltd        | 151 137 450 |
| Egan Street Victoria Bore Pty Ltd  | 161 667 705 |

For personal use only