

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme BELLEVUE GOLD LTD

ACN/ARSN 110 439 686

1. Details of substantial holder(1)

Name BlackRock Group (BlackRock Inc. and subsidiaries named in Annexures
ACN/ARSN (if applicable) to this form)

There was a change in the interests of the
substantial holder on 03 / 07 / 2020

The previous notice was given to the company on 03 / 04 / 2020

The previous notice was dated 01 / 04 / 2020

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)
ORD	68,993,650	10.17	62,200,618	9.08

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 A				

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 B				

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
Annexure C	

Signature

print name Bradley Taylor

capacity *Authorised Signatory

sign here

date 07 / 07 / 2020

* At a meeting of the Board on 22 November 2013, the Directors resolved to approve the delegation of the preparation and lodgement of substantial shareholder notices on behalf of BlackRock Investment Management (Australia) Limited.

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.

This is Annexure A of 2 pages referred to in form 604 Notice of change of interests of substantial shareholder

07-Jul-20

Bradley Taylor,
Authorised Signatory

Date

5. Consideration

BELLEVUE GOLD LIMITED (BGL)

Date of Change	Person whose relevant interest changed	Nature of change (6) / Consideration given in relation to change (7)	CCY	Class and number of securities affected	Person's votes affected
07-Apr-20	BlackRock Investment Management (Australia) Limited	on mkt buy	0.51	ORD AUD 31,545	31,545
15-Apr-20	BlackRock Investment Management (Australia) Limited	on mkt buy	0.56	ORD AUD 3,838	3,838
17-Apr-20	BlackRock Investment Management (Australia) Limited	on mkt buy	0.54	ORD AUD 3,838	3,838
24-Apr-20	BlackRock Investment Management (UK) Limited	on mkt buy	0.60	ORD AUD 502,796	502,796
24-Apr-20	BlackRock Investment Management (UK) Limited	on mkt buy	0.60	ORD AUD 476,422	476,422
27-Apr-20	BlackRock Investment Management (Australia) Limited	on mkt sell	0.60	ORD AUD -23,028	-23,028
12-May-20	BlackRock Investment Management (Australia) Limited	on mkt buy	0.57	ORD AUD 3,838	3,838
26-May-20	BlackRock Investment Management (Australia) Limited	in specie	n/a	ORD AUD -187,175	-187,175
09-Jun-20	BlackRock Investment Management (UK) Limited	on mkt sell	0.82	ORD AUD -533,766	-533,766
15-Jun-20	BlackRock Investment Management (Australia) Limited	on mkt sell	0.93	ORD AUD -7,676	-7,676
17-Jun-20	BlackRock Investment Management (Australia) Limited	on mkt buy	0.95	ORD AUD 3,838	3,838
19-Jun-20	BlackRock Investment Management (Australia) Limited	on mkt buy	0.97	ORD AUD 58,368	58,368
19-Jun-20	BlackRock Investment Management (Australia) Limited	on mkt buy	0.97	ORD AUD 277,786	277,786
19-Jun-20	BlackRock Investment Management (Australia) Limited	on mkt buy	0.97	ORD AUD 174,426	174,426
19-Jun-20	BlackRock Investment Management (Australia) Limited	on mkt buy	0.97	ORD AUD 34,865	34,865
19-Jun-20	BlackRock Investment Management (Australia) Limited	on mkt buy	0.97	ORD AUD 57,053	57,053
19-Jun-20	BlackRock Investment Management (Australia) Limited	on mkt buy	0.97	ORD AUD 5,027	5,027
26-Jun-20	BlackRock Investment Management (Australia) Limited	in specie	n/a	ORD AUD 59,156	59,156
26-Jun-20	BlackRock Investment Management (UK) Limited	on mkt sell	1.10	ORD AUD -20,702	-20,702
26-Jun-20	BlackRock Japan Co., Ltd.	on mkt sell	1.10	ORD AUD -16,712	-16,712
26-Jun-20	BlackRock Investment Management (UK) Limited	on mkt sell	1.10	ORD AUD -174,826	-174,826
26-Jun-20	BlackRock Japan Co., Ltd.	on mkt sell	1.10	ORD AUD -21,983	-21,983
26-Jun-20	BlackRock Investment Management (UK) Limited	on mkt sell	1.10	ORD AUD -35,621	-35,621
26-Jun-20	BlackRock Investment Management (UK) Limited	on mkt sell	1.10	ORD AUD -580,788	-580,788
29-Jun-20	BlackRock Investment Management (UK) Limited	on mkt sell	1.08	ORD AUD -20,630	-20,630
29-Jun-20	BlackRock Japan Co., Ltd.	on mkt sell	1.08	ORD AUD -16,655	-16,655
29-Jun-20	BlackRock Investment Management (UK) Limited	on mkt sell	1.08	ORD AUD -174,221	-174,221
29-Jun-20	BlackRock Japan Co., Ltd.	on mkt sell	1.08	ORD AUD -21,908	-21,908
29-Jun-20	BlackRock Investment Management (UK) Limited	on mkt sell	1.08	ORD AUD -35,497	-35,497
29-Jun-20	BlackRock Investment Management (UK) Limited	on mkt sell	1.08	ORD AUD -578,778	-578,778
30-Jun-20	BlackRock Investment Management (UK) Limited	on mkt sell	1.05	ORD AUD -25,458	-25,458
30-Jun-20	BlackRock Japan Co., Ltd.	on mkt sell	1.05	ORD AUD -20,552	-20,552

Date of Change	Person whose relevant interest changed	Nature of change (6) / Consideration given in relation to change (7)	CCY	Class and number of securities affected	Person's votes affected
30-Jun-20	BlackRock Investment Management (UK) Limited	on mkt sell 1.05	ORD	AUD -214,990	-214,990
30-Jun-20	BlackRock Japan Co., Ltd.	on mkt sell 1.05	ORD	AUD -27,034	-27,034
30-Jun-20	BlackRock Investment Management (UK) Limited	on mkt sell 1.05	ORD	AUD -43,804	-43,804
30-Jun-20	BlackRock Investment Management (UK) Limited	on mkt sell 1.05	ORD	AUD -714,210	-714,210
01-Jul-20	BlackRock Investment Management (UK) Limited	on mkt sell 1.04	ORD	AUD -39,181	-39,181
01-Jul-20	BlackRock Japan Co., Ltd.	on mkt sell 1.04	ORD	AUD -31,630	-31,630
01-Jul-20	BlackRock Investment Management (UK) Limited	on mkt sell 1.04	ORD	AUD -330,878	-330,878
01-Jul-20	BlackRock Japan Co., Ltd.	on mkt sell 1.04	ORD	AUD -41,606	-41,606
01-Jul-20	BlackRock Investment Management (UK) Limited	on mkt sell 1.04	ORD	AUD -67,416	-67,416
01-Jul-20	BlackRock Investment Management (UK) Limited	on mkt sell 1.04	ORD	AUD -1,099,203	-1,099,203
02-Jul-20	BlackRock Investment Management (UK) Limited	on mkt sell 0.99	ORD	AUD -31,052	-31,052
02-Jul-20	BlackRock Japan Co., Ltd.	on mkt sell 0.99	ORD	AUD -25,069	-25,069
02-Jul-20	BlackRock Investment Management (UK) Limited	on mkt sell 0.99	ORD	AUD -262,232	-262,232
02-Jul-20	BlackRock Japan Co., Ltd.	on mkt sell 0.99	ORD	AUD -32,974	-32,974
02-Jul-20	BlackRock Investment Management (UK) Limited	on mkt sell 0.99	ORD	AUD -53,429	-53,429
02-Jul-20	BlackRock Investment Management (UK) Limited	on mkt sell 0.99	ORD	AUD -871,156	-871,156
03-Jul-20	BlackRock Investment Management (UK) Limited	on mkt sell 0.95	ORD	AUD -37,762	-37,762
03-Jul-20	BlackRock Japan Co., Ltd.	on mkt sell 0.95	ORD	AUD -30,483	-30,483
03-Jul-20	BlackRock Investment Management (UK) Limited	on mkt sell 0.95	ORD	AUD -318,885	-318,885
03-Jul-20	BlackRock Japan Co., Ltd.	on mkt sell 0.95	ORD	AUD -40,099	-40,099
03-Jul-20	BlackRock Investment Management (UK) Limited	on mkt sell 0.95	ORD	AUD -64,973	-64,973
03-Jul-20	BlackRock Investment Management (UK) Limited	on mkt sell 0.95	ORD	AUD -1,059,361	-1,059,361
03-Jul-20	BlackRock Investment Management (UK) Limited	on mkt sell 0.97	ORD	AUD -13,445	-13,445
03-Jul-20	BlackRock Japan Co., Ltd.	on mkt sell 0.97	ORD	AUD -10,854	-10,854
03-Jul-20	BlackRock Investment Management (UK) Limited	on mkt sell 0.97	ORD	AUD -113,537	-113,537
03-Jul-20	BlackRock Japan Co., Ltd.	on mkt sell 0.97	ORD	AUD -14,277	-14,277
03-Jul-20	BlackRock Investment Management (UK) Limited	on mkt sell 0.97	ORD	AUD -23,133	-23,133
03-Jul-20	BlackRock Investment Management (UK) Limited	on mkt sell 0.97	ORD	AUD -377,179	-377,179

07-Jul-20
Bradley Taylor,
Authorised Signatory
Date

4. Details of present registered holders

Holder of Relevant Interests	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	Nature of Association
BLACKROCK ADVISORS, LLC	BNYM-THE BANK OF NEW YORK		Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	AUD 51,588	51,588	Subsidiary of BlackRock, Inc.
BlackRock Investment Management (Australia) Limited	HSBC-HSBC SYDNEY		Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	AUD 987,320	987,320	Subsidiary of BlackRock, Inc.
BlackRock Investment Management (Australia) Limited	NAB-NATIONAL AUSTRALIA BANK LIMITED - MELBOURNE		Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	AUD 261,593	261,593	Subsidiary of BlackRock, Inc.
BlackRock Investment Management (Australia) Limited	Northern Trust Singapore		Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	AUD 333,135	333,135	Subsidiary of BlackRock, Inc.

Holder of Relevant Interests	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	Nature of Association
BlackRock Investment Management (Australia) Limited	SSB-STATE STREET SINGAPORE		Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	AUD	29,792	29,792	Subsidiary of BlackRock, Inc.
BlackRock Investment Management (UK) Limited	BNYM-BONY EUROPE - LONDON		Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	AUD	11,655,853	11,655,853	Subsidiary of BlackRock, Inc.
BlackRock Investment Management (UK) Limited	BNYM-BONY LUXEMBOURG		Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	AUD	40,109,525	40,109,525	Subsidiary of BlackRock, Inc.
BlackRock Investment Management (UK) Limited	CITI-CITIBANK, LONDON		Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	AUD	2,561,976	2,561,976	Subsidiary of BlackRock, Inc.
BlackRock Investment Management (UK) Limited	HSBC-HSBC DUSSELDORF		Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	AUD	1,787,846	1,787,846	Subsidiary of BlackRock, Inc.
BlackRock Japan Co., Ltd.	BBH-BROWN BROTHERS HARRIMAN & CO - NEW YORK		Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	AUD	3,211,148	3,211,148	Subsidiary of BlackRock, Inc.
BlackRock Investment Management (Australia) Limited	JPM-JPM CHASE - SYDNEY		Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities held in its capacity as responsible entity.	AUD	1,210,842	1,210,842	Subsidiary of BlackRock, Inc.

This is Annexure C of 1 page referred to in form 604 Notice of change of interests of substantial shareholder

Bradley Taylor, Authorised Signatory	07-Jul-20 Date
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7. Addresses

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

Name	Address
BlackRock Group	
BlackRock Inc.	55 East 52nd Street New York NY 10055 USA
BlackRock Advisors, LLC	1209 Orange Street, Wilmington, New Castle County, Delaware 19801, United States
BlackRock Investment Management (Australia) Limited	Level 26, 101 Collins Street Melbourne VIC 3000 Australia (Victoria, Australia)
BlackRock Investment Management (UK) Limited	12 Throgmorton Avenue London EC2N 2DL United Kingdom
BlackRock Japan Co., Ltd.	Marunouchi Trust Tower Main, 1-8-3 Marunouchi, Chiyoda-ku, Tokyo 100-8217 (Japan)
