



**Evolution**  
MINING

2 February 2018

ABN 74 084 669 036

The Manager  
Market Announcements Office  
ASX Limited  
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20 Bridge Street  
Sydney NSW 2000

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175 Liverpool Street  
Sydney NSW 2000

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Dear Sir / Madam

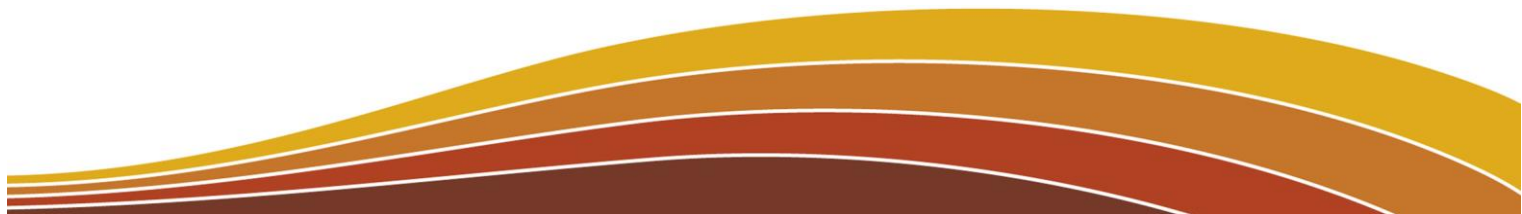
**Evolution Mining Limited (ASX Code: EVN) – Change in Substantial Shareholder Notice and Equity Derivative Disclosure**

We attached a notice received from La Mancha Group International B.V. (La Mancha) containing details of a change in their interests as a substantial shareholder and a market announcement containing details of the termination of an equity derivative transaction previously entered into with Citigroup Capital Markets Limited.

Yours sincerely

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**Evan Elstein**  
Company Secretary  
Evolution Mining Limited





LA MANCHA GROUP INTERNATIONAL B.V.  
A private limited liability company organized under the laws of the  
Netherlands with a share capital of € 18,000  
Registered office : Prins Bernhardplein 200  
1097 JB Amsterdam, The Netherlands  
Registration number 55617786  
[www.lamancha.com](http://www.lamancha.com)

Mr Evan Elstein  
Company Secretary  
Evolution Mining Limited  
Level 30, 175 Liverpool Street  
SYDNEY NSW 2000

1 February 2018

**Evolution Mining Limited – change in substantial shareholder notice and equity derivatives disclosure**

Dear Evan,

Please find attached an ASIC Form 604 (Notice of change of interests of substantial holder) for La Mancha Group International B.V and its associates as listed in that form, as well as a market announcement containing details of the termination of an equity derivative transaction previously entered into by La Mancha.

Yours faithfully,

A handwritten signature in blue ink, appearing to read "Amr El Adawy".

Amr El Adawy

Director  
La Mancha Group International B.V.



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## Market Announcement

Pursuant to Takeovers Panel Guidance Note 20, La Mancha Group International B.V. (La Mancha) advises that it has terminated the equity derivative collar financing and associated stock lending arrangement with Citigroup Global Markets Limited which was previously announced on ASX on 24 March 2017 (**Collar Financing**), under which it had lent Citigroup 123,852,934 shares in Evolution Mining Limited (**Evolution**). La Mancha has agreed to terminate its right to be retransferred all but 2,124,478 of the shares it lent to Citigroup under the Collar Financing. As a result, La Mancha's direct interest in Evolution is now 20% and it continues to be its largest shareholder.

As a part of the termination of the Collar Financing, Citigroup completed a successful bookbuild sale of 22.1 million Evolution shares after market close on 1 February 2018. The shares were sold at A\$2.81 per share, representing a discount of just 0.7% to the closing price. La Mancha understands that the shares were mainly purchased by large institutional investors, including a number of supportive Evolution shareholders.

In commenting on the transaction, Mr Naguib Sawiris, Chairman of La Mancha, said:

"As we previously communicated, we entered into this structure to provide ourselves with additional financing capacity for La Mancha as we intend to make additional investments in the Gold sector and expand in new geographies, while retaining a core investment in Evolution. With the ongoing strong operational delivery of Evolution, the market presented an opportunity to terminate the Collar Financing with the share price trading close to the collar price. We were delighted with the strong demand from high quality investors, and the very tight discount is testament to the strength of market support. We remain committed and supportive shareholders of Evolution and intend to retain our current holding of 20%."

**Form 604**  
Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme Evolution Mining Limited

ACN/ARSN 084 669 036

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

Name La Mancha Group International B.V. (Incorporated in the Netherlands, trade register number 55617786) ("LMGI") and its associates being each entity listed in Annexure A (the "La Mancha Group")

ACN/ARSN (if applicable) N/A

There was a change in the interests of the substantial holder on

1/02/2018

The previous notice was given to the company on

19/09/2017

The previous notice was dated

16/09/2017

### 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	454,698,137	26.87%	338,522,410	20.00%

### 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
1/02/2018	La Mancha Group	Termination of right to be retransferred shares under stock loan	\$301,020.997	107,124,910 ordinary shares	107,124,910
16/09/2017	La Mancha Group	Sale of shares on market	\$7,173,629.53	2,943,269 ordinary shares	2,943,269
19/09/2017	La Mancha Group	Sale of shares on market	\$3,114,022.47	1,298,754 ordinary shares	1,298,754
20/09/2017	La Mancha Group	Sale of shares on market	\$1,989,395.55	849,008 ordinary shares	849,008
21/09/2017	La Mancha Group	Sale of shares on market	\$378,354.60	161,690 ordinary shares	161,690
20/10/2017	La Mancha Group	Sale of shares on market	\$15,083.64	6,446 ordinary shares	6,446
21/10/2017	La Mancha Group	Sale of shares on market	\$2,464,448.30	1,063,454 ordinary shares	1,063,454

24/10/2017	La Mancha Group	Sale of shares on market	\$233,623.73	101,241 ordinary shares	101,241
25/10/2017	La Mancha Group	Sale of shares on market	\$4,087,001.28	1,796,800 ordinary shares	1,796,800
26/10/2017	La Mancha Group	Sale of shares on market	\$2,893,474.71	1,280,922 ordinary shares	1,280,922
27/10/2017	La Mancha Group	Sale of shares on market	\$3,871,851.80	1,667,967 ordinary shares	1,667,967
28/10/2017	La Mancha Group	Sale of shares on market	\$1,889,504.41	824,535 ordinary shares	824,535

#### 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
La Mancha Group	Citicorp Nominees Pty Ltd as custodian for LMG1	Citicorp Nominees Pty Ltd as custodian for LMG1	Pursuant to sections 608(1)(a), 608(1)(b), 608(1)(c) and 608(3) of the Corporations Act 2001 (Cth)	338,522,410 ordinary shares	338,522,410

#### 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
The Marchmont Trust	The Marchmont Trust ceased to have a relevant interest in EVN shares as a result of an off market transfer of shares in Marchmont Limited (an indirect holding company of La Mancha Group International B.V., the direct beneficial owner of the EVN shares) from the Marchmont Trust to Mrs Yousriya Loza-Sawiris.

#### 6. Addresses

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

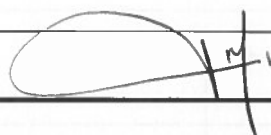
Name	Address
La Mancha Group	c/- La Mancha Holding S.a.R.L., 1 boulevard de la foire, L. 1528 Luxembourg, Grand Duchy of Luxembourg
Citicorp Nominees Pty Ltd	Level 16, 120 Collins Street, Melbourne, Victoria 3000 Australia

#### Signature

print name Amr El Adawy

capacity Director

sign here



date 01/02/2018

DIRECTIONS



## Annexure A

This is Annexure A of 5 pages referred to in Form 604 Notice of change of interests of substantial holder by La Mancha Group International B.V.



Signed:

Name: Amr El Adawy  
Capacity: Director  
Date: 1 February 2018

Party/entity name	Country	ACN (if applicable)
Ms Yousriya Nassif Loza	Egypt	
Marchmont Limited	Cayman Islands	
Mocsaro Holding S.à r.l.	Luxembourg	
Oil Technology LLC	USA	
Texegy LLC	USA	
New Egypt Investments Holdings S.à r.l.	Luxembourg	
New Egypt Holdings BV	The Netherlands	
Ezdehar Egypt MCF Coop	The Netherlands	
Marchco Holding Limited	Cayman Islands	
Orascom TMT Investments S.à r.l.	Luxembourg	
OTMT Malta Investments 1 Limited	Malta	
OTMT Acquisition S.à r.l.	Luxembourg	
OTMT Acquisition II S.à r.l.	Luxembourg	
OTMT Finance Investments limited	Malta	
Tango SP 1 S.à r.l.	Luxembourg	
Libero Acquisition S.à r.l.	Luxembourg	
ItNet Srl	Italy	
Mix Srl	Italy	
ItaliaOnLine SPA	Italy	
MOQU ADV Srl	Italy	
Consodata S.p.A.	Italy	

<b>Party/entity name</b>	<b>Country</b>	<b>ACN (if applicable)</b>
11 88 0 Solutions AG	Italy	
Prontoseat S.r.l	Italy	
74 companies for digital local services	Italy	
DADA SPA	Italy	
Clarence Srl	Italy	
Register.it SPA	Italy	
4W Marketplace S.r.l	Italy	
Nominalia Internet SL	Spain	
Agence des Medias Numeriques SAS	France	
Namesco Limited	UK	
Namesco Ireland	Ireland	
Pounhost Internet ltd	UK	
Simply Virtual Server Limited	UK	
Simply Transit ltd	UK	
Sfera Networks S.r.l.	Italy	
Amen Nederland BV	The Netherlands	
Amenworld-Servicos Internet, Sociedade Unipessoal Lda	Portugal	
Etinet S.r.l	Italy	
Fueps SPA	Italy	
IntY Holdings Limited	UK	
Inty Egypt L.LC Co	Egypt	
Inty Cascade Limited	Ireland	
IntY Limited	UK	
InTY USA Inc	USA	
ACDC Fund LP	Cayman Islands	
ACDC Holdings S.à .r.l	Luxembourg	
Supernap International SA	Luxembourg	
Supernap Canada Inc	Canada	

<b>Party/entity name</b>	<b>Country</b>	<b>ACN (if applicable)</b>
Supernap Italia Srl	Italy	
Open Hub Med Scrl	Italy	
Supernap (Thailand) Company Limited	Thailand	
Orascom Telecom Media and Technology Holding SAE	Egypt	
O Capital for Services & Contracting	Egypt	
O Capital for Energy S.A.E.	Egypt	
Middle East and North Africa fir Sea Cables	Egypt (Free zone II)	
Societa' del Medioriente & Nord Africa per i Cavi Marittimi Srl	Italy	
Trans World Associates (Ptv) Ltd	Pakistan	
TES Media (Private) Limited	Pakistan	
Trans World Enterprise Services (Private) Limited	Pakistan	
Trans World Infrastructure Services (Private) Limited	Pakistan	
CHEO Technology JV Company	DPKR	
Orascom Telecom Ventures SAE	Egypt	
Orascom Telecom Lebanon SAL	Lebanon	
Oracap Holding Co.	Port Tawfic Free Zone I (Egypt)	
Oracap Far East Limited	Malta	
Beltone Financial Holding S.A.E.	Egypt	
Beltone Assets Management S.A.E.	Egypt	
Misr Beltone for management of funds administration	Egypt	
Beltone Investment Banking S.A.E.	Egypt	
Beltone Investment Holding - Free Zone S.A.E.	Egypt	
Beltone for information Technology S.A.E.	Egypt	
Skidmore	Egypt	
Beltone Market Maker S.A.E.	Egypt	
Beltone Securities Holding S.A.E.	Egypt	



<b>Party/entity name</b>	<b>Country</b>	<b>ACN (if applicable)</b>
Beltone Securities Brokerage S.A.E.	Egypt	
Beltone Financial Securities Emirates	Egypt	
Beltone Fixed Income S.A.E.	Egypt	
International For Security Company - Libya	Libya	
Beltone Financial – USA	USA	
Beltone Financial – UK	UK	
Beltone EFT EGX 30	Egypt	
Beltone Administration Dawleya for Fund Administration Service	Egypt	
New Frontier Securities LLC	USA	
Beltone for real Estate	Egypt	
Victoire Investment Holding Coöperatie U.A.	The Netherlands	
Victoire Investment Co B.V.	The Netherlands	
Victoire 2	Brazil	
Victoire 9	Brazil	
Victoire 11	Brazil	
Victoire 13	Brazil	
Victoire 17	Brazil	
Victoire 18	Brazil	
Victoire 19	Brazil	
La Mancha Holding S.à r.l.	Luxembourg	
La Mancha Precious Metals SA	Luxembourg	
La Mancha Group International B.V.	The Netherlands	
La Mancha Capital B.V.	The Netherlands	
Evolution Mining Ltd	Australia	
La Mancha Africa S.à r.l.	Luxembourg	
La Mancha Mali	Mali	
La Mancha Amalco Holdings Pty Ltd	Australia	163 023 498
Minera Patagonia SA	Argentina	

<b>Party/entity name</b>	<b>Country</b>	<b>ACN (if applicable)</b>
COMINOR SAS	France	
La Mancha Sudanese Mining Co Ltd	Sudan	
La Mancha Africa Holding Ltd	Malta	
Endeavour Mining Corp	Cayman Islands	
March Fund Holdings	Cayman Islands	
March Capital Investment S.à r.l.	Luxembourg	
OTMT Malta Investments DWC Ltd	Malta	
OTMT Malta Investments Monreith Ltd	Malta	
OTMT Malta Investments FE Ltd	Malta	
HOF Capital GCI Fund (Cayman) LP	Cayman Islands	
March Capital Holding S. à r.l.	Luxembourg	
Riverbank SA	Luxembourg	