

22nd September 2015

The Manager  
ASX Company Announcements  
Level 45  
Rialto South Tower  
525 Collins Street  
Melbourne VIC 3000

### **Receipt of Section 249D Notice**

Royalco Resources Limited (the **Company**) advises that it has received a notice under sections 249D and 203D (2) of the Corporations Act 2001 (Cth) which seeks to convene a general meeting of the Company to consider a number of resolutions, which if passed, would alter the membership of the board.

The notice, received from High Peak Royalties Limited (**High Peak**), proposes to move ordinary resolutions summarized as follows:

1. to remove Mr. Peter Topham as a director of the Company;
2. to remove Mr. David Ogg as a director of the Company;
3. to remove Mr. Piers Reynolds as a director of the Company;
4. to appoint Mr. Peter John Diamond as a director of the Company;
5. to appoint Ms. Rowena Ailsa Sylvester as a director of the Company.

This would result in there being one continuing director (Mr Bruce Pertzelt) and two new directors, thus passing board control in favour of the High Peak nominees. No clarity has been provided regarding who will run the company given that Mr Topham is the Managing Director / Executive Chairman and is intended to be removed from that role.

The Company will provide shareholders with further information and advise on further steps in due course.