

**Form 604**

Corporations Act 2001

Section 671B

**Notice of change of interests of substantial holder**To Company Name/Scheme TRUSCOTT MINING CORPORATION LIMITED

ACN/ARSN 116 420 378

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

Name Peter Neil Smith, Resource Holdings (WA) Pty Ltd ACN 079 106 684, Resource Investments & Consulting Pty Ltd ACN 079 066 069, and Hillway Pty Ltd ACN 091 644 209 <Account Smith Super Fund> (Together Smith)

There was a change in the interests of the substantial holder on 31/12/2007

The previous notice was given to the company on 31/07/2007

The previous notice was dated 31/07/2007

**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 Shares	17,787,001	36.93%	17,870,001	34.00%

**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
6/08/2007 to 14/12/2007	Smith	On market purchase	\$12,497	83,000	83,000
31/12/2007	No change to Smith relevant interest	Dilution to 34.00% pursuant to placement of 4,000,000 ordinary shares to sophisticated and professional investors	Nil	Nil	Nil

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#### 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
Peter Neil Smith	Peter Neil Smith	Peter Neil Smith	Direct	1 ordinary share	1
Peter Neil Smith	Resource Holdings (WA) Pty Ltd	Resource Holdings (WA) Pty Ltd	Peter Neil Smith has an indirect power to control the exercise of votes attached to the shares	9,800,000 ordinary shares	9,800,000
Peter Neil Smith	Resource Investments & Consulting Pty Ltd	Resource Investments & Consulting Pty Ltd	Peter Neil Smith has an indirect power to control the exercise of votes attached to the shares	6,500,000 ordinary shares	6,500,000
Peter Neil Smith	Hillway Pty Ltd <Account Smith Super Fund>	Hillway Pty Ltd <Account Smith Super Fund>	Peter Neil Smith has an indirect power to control the exercise of votes attached to the shares	1,570,000 ordinary shares	1,570,000
Peter Neil Smith	Hillway Pty Ltd <Account Smith Super Fund>	Hillway Pty Ltd <Account Smith Super Fund>	Peter Neil Smith has an indirect power to control the exercise of votes attached to the shares	1,000,000 options (2011)	Nil

#### 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
N/A	


**6. Addresses**

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

Name	Address
Peter Neil Smith	Lot 511 Udall Road Tennant Creek NT 0860
Resource Holdings (WA) Pty Ltd	13 Colin Street West Perth WA 6005
Resource Investments & Consulting Pty Ltd	13 Colin Street West Perth WA 6005
Hillway Pty Ltd	13 Colin Street West Perth WA 6005

**Signature**

print name PETER NEIL SMITH capacity DIR

sign here  date 21/2/08

**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.

**Form 604**

Corporations Act 2001

Section 671B

**Notice of change of interests of substantial holder**To Company Name/Scheme **TRUSCOTT MINING CORPORATION LIMITED**ACN/ARSN **116 420 378****1. Details of substantial holder(1)**Name **COMPREHENSIVE DRAINAGE (WA) PTY LTD (Comprehensive)**ACN/ARSN (if applicable) **NON / 2 008 766 023**There was a change in the interests of the substantial holder on **31/12/2007**The previous notice was given to the company on **18/04/2007**The previous notice was dated **18/04/2007****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 Shares	5,200,000	10.8%	5,200,000	9.9%

**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
31/12/2007	<b>No change to Comprehensive relevant interest</b>	Dilution to 9.9% pursuant to placement of 4,000,000 ordinary shares to sophisticated and professional investors	Nil	Nil	Nil

**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
Comprehensive Drainage (WA) Pty Ltd	Comprehensive Drainage (WA) Pty Ltd	Comprehensive Drainage (WA) Pty Ltd	Holder of securities	5,200,000 ordinary shares	5,200,000

### 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
N/A	

### 6. Addresses

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

Name	Address
Comprehensive Drainage (WA) Pty Ltd	35 Mundaring Weir Road, Kalamunda WA 6076

### Signature

print name Stan Delandgraaf capacity Director

sign here

*Stan Delandgraaf* date 21/2/08

### 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.