

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**To Company Name/Scheme **ALARA RESOURCES LIMITED**ACN/ARSN **27 122 892 719****1. Details of substantial holder (1)**Name **MR JAY EVAN DALE HUGHES**

ACN/ARSN (if applicable)

The holder became a substantial holder on **22/9/15****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 Ordinaries	12,864,983	12,864,983	5.1%

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
Inkese Pty Ltd	Direct	Fully Paid Ordinary 11,500,000
Jay & Linda Hughes <Inkese Super A/C>	Direct	Fully Paid Ordinary 1,364,983

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
Inkese Pty Ltd	Inkese Pty Ltd		Fully Paid Ordinary 11,500,000
Jay & Linda Hughes <Inkese Super A/C>	Jay & Linda Hughes <Inkese Super A/C>		Fully Paid Ordinary 1,364,983

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	
Jay & Linda Hughes	See attached			
Inkese Pty Ltd	See attached			

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
n/a	

7. Addresses

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

Name	Address
Jay & Linda Hughes	PO Box 61, Claremont WA 6910
Inkese Pty Ltd	PO Box 61, Claremont WA 6910

Signature

print name JAY HUGHES capacity _____
 sign here [Signature] date 22.7.15

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, 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.

Inkase Pty Ltd															
Date	Number	Type	Status	Units	Security Code	Security Description	Currency	Unit Price	Consideration	Brokerage	Brokerage %	GST	Other	Nett	Settlement Date
15/09/2015	9316641	Buy	Settled	500,000	AUQ	ALARA RESOURCES LIMITED	AUD	\$0.0187	\$9350.00	\$20.00	0.21	\$2.00	\$0.00	\$9372.00	18/09/2015
20/07/2015	9048231	Buy	Settled	800,000	AUQ	ALARA RESOURCES LIMITED	AUD	\$0.0120	\$9600.00	\$20.00	0.21	\$2.00	\$0.00	\$9622.00	23/07/2015
16/07/2015	9034486	Buy	Settled	1,200,000	AUQ	ALARA RESOURCES LIMITED	AUD	\$0.0159	\$19100.00	\$20.00	0.10	\$2.00	\$0.00	\$19122.00	21/07/2015
7/07/2015	8996426	Buy	Settled	1,000,000	AUQ	ALARA RESOURCES LIMITED	AUD	\$0.0175	\$17489.53	\$20.00	0.11	\$2.00	\$0.00	\$17509.53	10/07/2015
16/06/2015	8899234	Buy	Settled	2,000,000	AUQ	ALARA RESOURCES LIMITED	AUD	\$0.0090	\$18000.00	\$20.00	0.11	\$2.00	\$0.00	\$18022.00	19/06/2015
27/05/2015	8813147	Buy	Settled	1,000,000	AUQ	ALARA RESOURCES LIMITED	AUD	\$0.0050	\$5000.00	\$20.00	0.40	\$2.00	\$0.00	\$5022.00	1/06/2015
25/05/2015	8801444	Buy	Settled	1,000,000	AUQ	ALARA RESOURCES LIMITED	AUD	\$0.0060	\$6000.00	\$20.00	0.33	\$2.00	\$0.00	\$6022.00	28/05/2015
21/05/2015	8786564	Buy	Settled	2,000,000	AUQ	ALARA RESOURCES LIMITED	AUD	\$0.0070	\$14000.00	\$20.00	0.14	\$2.00	\$0.00	\$14022.00	26/05/2015
1/04/2015	8574170	Buy	Settled	985,979	AUQ	ALARA RESOURCES LIMITED	AUD	\$0.0100	\$9859.00	\$20.00	0.20	\$2.00	\$0.00	\$9913.00	8/04/2015
31/03/2015	8568262	Buy	Settled	487,383	AUQ	ALARA RESOURCES LIMITED	AUD	\$0.0090	\$4386.45	\$20.00	0.46	\$2.00	\$0.00	\$4408.45	7/04/2015
26/03/2015	8552252	Buy	Settled	526,638	AUQ	ALARA RESOURCES LIMITED	AUD	\$0.0100	\$5266.38	\$20.00	0.38	\$2.00	\$0.00	\$5288.38	31/03/2015
				11,500,000										\$118,319	

Mr Jay & Mrs Linda Hughes -Lindsay Super A/Cs

Date	Number	Type	Status	Units	Security Code	Security Description	Currency	Unit Price	Consideration	Brokerage	Brokerage %	GST	Other	Nett	Settlement Date
27/09/2015	9943653	Buy	Partial	514,983	AUDPRR	ALARA RESOURCES LIMITED	AUD	\$6.0160	\$3,097,98	\$28.00	0.70	\$1.00	\$0.00	\$3,069.98	30/09/2015
27/09/2015	9927358	Buy	Settled	850,000	AUDR	ALARA RESOURCES LIMITED	AUD	\$6.0183	\$5,117,63.00	\$38.00	0.13	\$2.00	\$0.00	\$5,157,63.00	22/09/2015
8/09/2015	9798305	Sell	Settled	300,000	AUDR	ALARA RESOURCES LIMITED	AUD	\$6.0350	\$1,810,50.00	\$28.00	0.15	\$1.00	\$0.00	\$1,859,50.00	11/09/2015
21/07/2015	9052621	Buy	Settled	500,000	AUDR	ALARA RESOURCES LIMITED	AUD	\$6.0110	\$3,005,50.00	\$38.00	0.16	\$2.00	\$0.00	\$3,035,50.00	24/07/2015
Total															
1,264,863															