



## FAX MESSAGE

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**Date:** 16 April 2010 at 08:11

**Subject:** Avalon Minerals Limited - form 603

## Form 603

Corporations Act 2001

Section 671B

## Notice of initial substantial holder

To, Company Name/Scheme

AVALON MINERALS LIMITED

ACN/ARSN

ACN 123 184 412

## 1. Details of substantial holder (1)

Name

GALENA SPECIAL SITUATIONS MASTER FUNDS LIMITED

ACN/ARSN (if applicable)

The holder became a substantial holder on

8/4/2010

## 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)
ORDINARY SHARES - WA	12,397,263	12,397,263	9.3%

## 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
GALENA SPECIAL SITUATIONS MASTER FUNDS LIMITED	BENEFICIAL OWNER	12,397,263

## 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
GALENA SPECIAL SITUATIONS MASTER FUNDS LIMITED	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	ASCO ECA	12,397,263

## 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	
GALENA SPECIAL SITUATIONS MASTER FUNDS LIMITED	VARIOUS	AUD 1,557,354		ORD SHARES 7,638,933
	8-4-2010 AUD	975,149		4,758,330

**6. Associates**

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

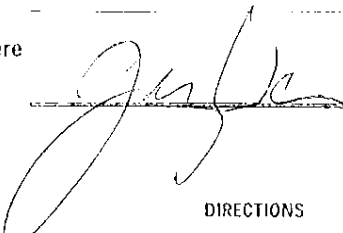
Name and ANZWARSN An. contract	Motives of association

**7. Addresses**

The address of each person named in this form are as follows:

Name	Address
1. <u>Global Service International</u> <u>Master Trust Ltd</u> 11510 Cavendish Avenue (Westminster) London W2 2UH [REDACTED]	1. <u>Global Asset Management Limited, Kentmore House,</u> <u>2 Kentmore Street, London W21H 0DR, UK</u> Care Box 5302, Sissonwood, New York

**Signature**

Name: TERESA DEIR Capacity: DIRECTOR  
 Date: 15/4/2010  
 sign here 

**DIRECTIONS**

- (1) If there are a number of related entities with similar or related relevant interests (eg. a corporation and its related corporation, or the manager and trustee of an equity trust) the names should 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 collectively in the form as a collectively 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 'relevant interest' in section 9 of the Corporations Act 2001.
- (3) See the definition of 'relevant interest' in sections 601 and 671b(1) of the Corporations Act 2001.
- (4) For voting shares of a company constitute one class if they are divided into separate classes.
- (5) The total number of votes attributed 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 only corporate scheme multiplied by 100.
- (7) Includes details of:
  - (a) any relevant agreement or other arrangements by which the relevant interest was acquired. If section 671B(5) 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 of all or part 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 pursuant to an option) write 'not known'.
- (9) Details of the overall rates and 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 a right benefit paid on behalf of the substantial holder or its associate in relation to the acquisition, even if they are not paid directly to the person from whom the relevant interest was acquired.