

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme **Dragon Mining NL**

ACN/ARSN **009 450 051**

1. Details of substantial holder (1)

Name **Mathews Capital Partners - Sabre Fund
Focus Asset Management Pty Limited
collectively "Mathews"**

ACN/ARSN (if applicable) **096 269 322 / 060 763 215**

The holder became a substantial holder on **17/06/05**

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	19,926,659	19,926,659	5.01%

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
"Mathews"	Direct interest	Ordinary shares 19,926,659

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
"Mathews"	ANZ Nominees Pty Ltd	"Mathews"	Ordinary shares 19,926,659

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	
Refer Appendix A				

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

7. Addresses

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

Name	Address
Mathews Capital Partners - Sabre Fund	Level 33, 225 George Street, Sydney, 2000
Focus Asset Management Pty Limited	Level 33, 225 George Street, Sydney, 2000

Signature

print name **Philip Mathews** capacity **Director**

sign here date **20/06/05**

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.

Appendix A

TRANSACTION SUMMARY

Fund	Tran Code	Security	Trade Date	Quantity	Trade Amount
Focus	buy	Dragon Mining NL	10/25/2004	3,000,000	840,000
Focus	buy	Dragon Mining NL	11/18/2004	700,000	224,510
Focus	buy	Dragon Mining NL	3/7/2005	2,065,909	454,500
Focus	buy	Dragon Mining NL	3/18/2005	150,000	36,871
Focus	sell	Dragon Mining NL	4/15/2005	(760,661)	151,630
Focus	sell	Dragon Mining NL	4/15/2005	(177,488)	35,380
Focus	sell	Dragon Mining NL	4/15/2005	(523,819)	104,418
Focus	sell	Dragon Mining NL	4/15/2005	(38,033)	7,582
Sabre	buy	Dragon Mining NL	7/12/2004	117,460	38,826
Sabre	buy	Dragon Mining NL	7/13/2004	320,800	107,645
Sabre	buy	Dragon Mining NL	7/16/2004	199,824	69,593
Sabre	buy	Dragon Mining NL	7/30/2004	100,000	33,555
Sabre	buy	Dragon Mining NL	8/2/2004	97,911	32,903
Sabre	buy	Dragon Mining NL	8/3/2004	95,116	32,793
Sabre	buy	Dragon Mining NL	8/18/2004	200,000	68,112
Sabre	buy	Dragon Mining NL	8/20/2004	400,000	140,226
Sabre	buy	Dragon Mining NL	8/23/2004	375,000	138,340
Sabre	sell	Dragon Mining NL	10/1/2004	(7,666)	2,449
Sabre	sell	Dragon Mining NL	10/13/2004	(200,000)	62,896
Sabre	sell	Dragon Mining NL	10/18/2004	(140,000)	41,931
Sabre	buy	Dragon Mining NL	10/25/2004	1,750,000	490,000
Sabre	buy	Dragon Mining NL	10/25/2004	750,240	234,320
Sabre	buy	Dragon Mining NL	10/26/2004	190,531	60,116
Sabre	buy	Dragon Mining NL	10/28/2004	482,000	145,077
Sabre	buy	Dragon Mining NL	11/5/2004	500,000	142,735
Sabre	buy	Dragon Mining NL	11/8/2004	100,000	29,096
Sabre	buy	Dragon Mining NL	11/10/2004	300,413	87,264
Sabre	buy	Dragon Mining NL	11/11/2004	28,706	8,626
Sabre	buy	Dragon Mining NL	11/12/2004	200,000	62,803
Sabre	buy	Dragon Mining NL	11/15/2004	300,000	94,708
Sabre	buy	Dragon Mining NL	11/17/2004	100,000	30,961
Sabre	buy	Dragon Mining NL	11/22/2004	100,000	33,054
Sabre	buy	Dragon Mining NL	11/26/2004	125,291	37,649
Sabre	buy	Dragon Mining NL	2/11/2005	842,473	194,408
Sabre	buy	Dragon Mining NL	2/15/2005	415,900	95,931
Sabre	buy	Dragon Mining NL	2/22/2005	400,000	104,229
Sabre	buy	Dragon Mining NL	2/24/2005	490,033	130,024
Sabre	buy	Dragon Mining NL	3/7/2005	2,065,909	454,500
Sabre	buy	Dragon Mining NL	3/17/2005	200,000	48,079
Sabre	buy	Dragon Mining NL	3/31/2005	200,000	42,139
Sabre	buy	Dragon Mining NL	4/8/2005	7,792	1,639
Sabre	buy	Dragon Mining NL	4/12/2005	100,000	20,534
Sabre	buy	Dragon Mining NL	4/13/2005	500,000	97,661
Sabre	buy	Dragon Mining NL	4/15/2005	54,700	9,862
Sabre	sell	Dragon Mining NL	4/15/2005	(1,500,000)	299,010
Sabre	buy	Dragon Mining NL	4/20/2005	200,000	42,069
Sabre	buy	Dragon Mining NL	5/3/2005	169,670	28,892
Sabre	buy	Dragon Mining NL	5/5/2005	73,580	12,529
Sabre	buy	Dragon Mining NL	5/17/2005	2,086,483	365,319
Sabre	buy	Dragon Mining NL	5/18/2005	194,955	33,197
Sabre	buy	Dragon Mining NL	5/23/2005	200,000	35,058
Sabre	buy	Dragon Mining NL	5/24/2005	95,958	17,166
Sabre	buy	Dragon Mining NL	6/2/2005	500,000	97,822
Sabre	buy	Dragon Mining NL	6/3/2005	54,045	10,845
Sabre	buy	Dragon Mining NL	6/7/2005	392,000	82,592
Sabre	buy	Dragon Mining NL	6/8/2005	390,000	82,053
Sabre	buy	Dragon Mining NL	6/9/2005	67,000	14,116
Sabre	buy	Dragon Mining NL	6/14/2005	324,627	75,301
Sabre	buy	Dragon Mining NL	6/17/2005	200,000	46,076
Sabre	buy	Dragon Mining NL	6/17/2005	300,000	69,228