

**FORM 604**  
Corporations Act 2001  
Section 671B

**NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL HOLDER**

To: Company Name/Scheme                      Panaegis Gold Mines Limited

ACN/ARSN    111 587 163

**1. Details of Substantial Holder (1)**

Name    Beaconsfield Gold N.L.

ACN/ARSN (if applicable)                      57 793 834

There was a change in the interests of the substantial holder on    03/03/2008 and 01/09/2008

The previous notice was given to the company on    23/11/2007

The previous notice was dated    23/11/2007

**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 Fully Paid	12,311,000	12.96%	16,180,500	17.03%

**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
3/3/08	MW Trumbull	On-market trade	\$3,257.44	+89,500	0.09%
14/4/08	Cypron Pty Ltd <The MW Trumbull Superannuation Fund>	Off-market trade	\$20,415.00	-680,500	(0.72)%
14/4/08	MW Trumbull	Off-market trade	\$20,415.00	+680,500	0.72%
30/6/08	MW Trumbull	On-market trade	\$7,590.00	+230,000	0.24%
26/8/08	MW Trumbull	Off-market trade	\$60,000.00	+2,000,000	2.11%
1/9/08	MW Trumbull	Off-market trade	\$45,000.00	+1,500,000	1.58%
1/9/08	MW Trumbull	On-market trade	\$1,000.00	+50,000	0.05%

4. Present relevant interests

Particulars of each relevant interests 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
Beaconsfield Gold Mines Pty Ltd	Beaconsfield Gold Mines Pty Ltd	Beaconsfield Gold Mines Pty Ltd	Legal & Beneficial owner	FP 10,500,000	11.05%
Adare Manor Pty Ltd <Adare Manor Superannuation Fund>	Adare Manor Pty Ltd <Vinda Superannuation Fund>	Adare Manor Pty Ltd <Vinda Superannuation Fund>	Legal & Beneficial owner	FP 1,130,500	1.19%
MW Trumbull	MW Trumbull	MW Trumbull	Legal & Beneficial owner	FP 4,550,000	4.79%

5. Changes in association

The persons who have become associates (2) of, ceased to be associates, or have change 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
Cypron Pty Ltd <The MW Trumbull Superannuation Fund>	Ceased to be shareholder
MW Trumbull	Director of Beaconsfield Gold NL and Beaconsfield Gold Mines Pty Ltd

6. Addresses

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

Name	Address
Beaconsfield Gold NL	Level 7, 530 Little Collins Street, Melbourne, VIC 3000
Beaconsfield Gold Mines Pty Ltd	Level 7, 530 Little Collins Street, Melbourne, VIC 3000
Cypron Pty Ltd <The MW Trumbull Superannuation Fund>	C/- Level 7, 530 Little Collins Street, Melbourne, VIC 3000
Adare Manor Pty Ltd <Adare Manor Superannuation Fund>	C/- Level 7, 530 Little Collins Street, Melbourne, VIC 3000
MW Trumbull	C/- Level 7, 530 Little Collins Street, Melbourne, VIC 3000

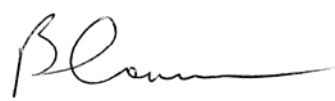
[Redacted Signature Line]

Signature

Print Name

Brian Coulter

Capacity Company Secretary



Sign Here

Date 3/9/2008

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