

Form 603

Corporations Act 2001

Section 671B

Notice of initial substantial holder

In: Company Name/Scheme

BIRIMIAN LIMITED (BGS)

ACN/ARSN

113 931 105

1. Details of substantial holder (1)

Name:

MR CURTIS STANLEY ABBOTT

ACN/ARSN (if applicable)

N/A

The holder became a substantial holder on

25.1.17

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 ORDINARY	16,364,137	16,364,137	8.65%

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
REFER ANNEXURE A FOR INDIVIDUAL RETAIL OWNERS	REFER SECTION 6.	16,364,137

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
REFER ANNEXURE A			

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	
N/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
N/A	Association by informal agreement to propose a change in Brimian Limited's Board structure.

7. Addresses

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

Name	Address
CURTIS STANLEY ARBUTT	14 NOBLE COURT, DIANELLA, PERTH, W.A., AUSTRALIA, 6059

Signature

print name CURTIS STANLEY ARBUTT

capacity GROUP COORDINATOR

sign here

[Signature]

date 27/2/17

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 604 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.

Annexure A

Registered Name	Number of Shares	%
Mr Curtis Stanley Abbott	1,703,194	
Mr Michael James Bond	414,039	
Mr Alexander James Mlaco	1,042,858	
Mr Peter Yoon Pin Loh <PJ Loh & Sons P/L Super A/C>	2,450,472	
Mr Peter Yoon Pin Loh	311,718	
Mr Yoon Pin Loh	29,659	
Mr Andrew Preston Taylor	3,000,000	
Mr Andrew Hutton Christie	1,910,701	
Mr John Francis Anderson	880,000	
Mr Andrea Richard Ballati	500,000	
Mr Bruce Arthur Abbott	121,220	
Mr Bruce Arthur Abbott & Mr Curtis Stanley Abbott <TOBA S/F A/C>	140,276	
Andolin Holdings Pty Ltd <F & D Corrigan S/F A/C>	2,360,000	
Francis Corrigan & Debra Kaye Corrigan	1,500,000	
	16,364,137	8.65%
Register as at 25 January 2017	189,260,261	