

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme ORMINEX LIMITED

ACN/ARSN ACN 008 740 672

1. Details of substantial holder (1)

Name ROSS GRAHAM, ROLAN PTY LTD (ACN 009 286 088) ('ROLEN'), ROLAN ATF LR TRUST and GRAHAM ENTERPRISES (AUST) PTY LTD (ACN 40 162 693 316) ('GRAHAM ENTERPRISES') (together 'GRAHAM & ASSOCIATES')

ACN / ARSN (if applicable) See above

The holder became a substantial holder on 16 / 04 / 2018

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	Persons' votes (5)	Voting power (6)
Fully paid ordinary shares ('FPOS')	117,844,658	117,844,658	21.98%

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 to Annexure A		

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 to 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	
Refer Annexure 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
Refer to Annexure A	

7. Addresses

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

Name	Address
Ross Graham	Level 1, 460 Roberts Road, Subiaco WA 6008
Rolan, Rolan ATF LR Trust and Graham Enterprises	G COYLE & ASSOCIATES 51 BOULDER ROAD KALGOORLIE WA 6430

Signature

print name

capacity

in his own capacity and for and on behalf of Rolan, Rolan ATF LR Trust and Graham Enterprises


sign here

date 18 / 5 / 2018

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 A.
 - (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.

This is Annexure "A" of two pages referred to in Form 603 Notice of Initial Substantial Shareholder – Graham & Associates dated 18 May 2018.


 Signed by Ross Graham
 In his own capacity and
 for and on behalf of Rolen, Rolen ATF LR Trust and Graham Enterprises

3. Details of Relevant Interests:

Holder of Relevant Interest	Nature of Relevant Interest	Class and Number of Securities
Rolen Pty Ltd ('Rolen')	Section 608(1) of the Corporations Act – registered holder	100,000,000 FPOS
Rolen ATF LR Trust	Section 608(1) of the Corporations Act – registered holder	3,444,658 FPOS
Graham Enterprises (Aust) Pty Ltd ('Graham Enterprises')	Section 608(1) of the Corporations Act – registered holder	1,066,667 FPOS
Carlowen Pty Ltd ATF Carlowen Unit Trust ('Carlowen')	Section 608(1) of the Corporations Act – registered holder	13,333,333 FPOS
Ross Graham	Section 608(3)(b) of the Corporations Act – >20% shareholder of Rolen	103,444,658 FPOS
	Section 608(3)(b) of the Corporations Act – >20% shareholder of Graham Enterprises	1,066,667 FPOS
	Section 608(3)(b) of the Corporations Act – >20% shareholder of Carlowen	13,333,333 FPOS

4. Details of Registered Holders

Holder of Relevant Interest	Registered holder of securities	Person Entitled to be Registered as Holder	Class and Number of Securities
Rolen	Rolen	Rolen	100,000,000 FPOS
Rolen ATF LR Trust	Rolen ATF LR Trust	Rolen ATF LR Trust	3,444,658
Graham Enterprises	Graham Enterprises	Graham Enterprises	1,066,667 FPOS
Carlowen	Carlowen	Carlowen	13,333,333 FPOS

5. Consideration

Holder of Relevant Interest	Date of Acquisition	Consideration		Class and Number of Securities
		Cash	Non-Cash	
Rolen	16 April 2018		For the Company's acquisition from Rolen of shares in Orminex West Pty Ltd under a share sale agreement	100,000,000 FPOS
Rolen ATF LR Trust	16 April 2018	\$0.02 per FPOS under loan and subscription agreement		684,932 FPOS
Rolen ATF LR Trust	16 April 2018	\$0.02 per FPOS on conversion of convertible notes issued on 16 April 2018, plus interest, under a convertible note subscription loan agreement		2,759,726 FPOS
Graham Enterprises	16 April 2018	\$0.03 per FPOS under relisting prospectus public offer dated 16 February 2018		1,066,667 FPOS

Carlowen	16 April 2018		For Company's acquisition from Carlowen of shares in Golden Lode Pty Ltd under a share sale agreement	13,333,333 FPOS
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6. Associates

Name and ACN	Nature of Association
Ross Graham	Acting in concert with Rolan and Graham Enterprises
Rolan Pty Ltd	Acting in concert with Ross Graham and Graham Enterprises
Graham Enterprises (Aust) Pty Ltd	Acting in concert with Ross Graham and Rolan