

# Form 603

Corporations Act 2001  
Section 671B

## Notice of initial substantial holder

To Company Name/Scheme Northern Minerals Limited (NTU)

ACN/ARSN ACN 119 966 353

### 1. Details of substantial holder (1)

Name Xue Congyan and Go & Company Limited

ACN/ARSN (if applicable) \_\_\_\_\_

The holder became a substantial holder on 01 / 05 / 2019

### 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)
Ordinary	134,134,760	134,134,760	7.03% (based on 1,907,870,325 NTU shares on issue)

### 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
Xue Congyan	Relevant interest under: <ul style="list-style-type: none"> <li>section 608(1) of the Corporations Act 2001 (Cth) as the registered holder of 104,134,260 shares; and</li> <li>section 608(1)(b) and (c) – power to exercise control over 30,000,000 shares held by Go &amp; Company Limited.</li> </ul>	134,134,760
Go & Company Limited	Relevant interest under section 608(1) of the Corporations Act 2001 (Cth) as the registered holder of 30,000,000 shares	30,000,000

### 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
Xue Congyan	Xue Congyan	Xue Congyan	104,134,260
Xue Congyan and Go & Company Limited	Go & Company Limited	Go & Company Limited	30,000,000

### 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	
Xue Congyan	20/03/2019	\$A0.05 per share	-	50,000,000
	27/03/2019	\$A0.05 per share	-	50,000,000
	See Annexure A	See Annexure A	-	4,134,760
Go & Company Limited	11/02/19	-	Partial consideration for entry into consultancy agreement –	10,000,000

			see ASX Announcement dated 01/02/19	
	11/03/19	-	Partial consideration for extension of consultancy agreement – see ASX Announcement dated 04/03/19	20,000,000

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## 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
Go & Company Limited	Associates under section 12(2)(c) of the Corporations Act.

## 7. Addresses

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

Name	Address
Xue Congyan	Unit 2206B, block A, Chaowai SOHO, No.6 Chaowai Street Yi, Beijing, China
Go & Company Limited	Suite 5201-03 52/F The Center 99 Queen's Road Central HONG KONG HKG

## Signature

print name

Xue Congyan

capacity Individual capacity

sign here

date 03 / 05 /19

## 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.



## Annexure A

This is Annexure A of 1 page (including this page) referred to in the Form 603 – Notice of initial substantial holder



Name: Xue Congyan

Date: 03 May 2019

## On-Market Transaction Details

Contract Date	Number bought	Number sold	Price	Total consideration
10/04/2019	500,000		\$A 0.0676 Per share	\$A 33,800
11/04/2019	100,000		\$A 0.0675 Per share	\$A 6,750
14/04/2019	110,000		\$A 0.0700 Per share	\$A 7,700
15/05/2019	1,000,000		\$A 0.0699 Per share	\$A 69,917.28
16/04/2019	510,971		\$A 0.0707 Per share	\$A 36,157
17/04/2019	557,373		\$A 0.0696 Per share	\$A 38,793.52
22/04/2019	226,200		\$A 0.0689 Per share	\$A 15,581.6
23/04/2019	1,130,216		\$A 0.0704 Per share	\$A 79,594.97

[Note to Mr Xue # 1– please complete the above table in relation to on-market transactions for NTU shares in the last four (4) months.]

[Note to Mr Xue# 2 – please confirm how the 4,134,760 shares were acquired. Were they acquired in your name or in another person's name?]

## Annexure B

## Consideration Paid

Holder of relevant interest	Date of acquisition	Consideration Paid (cash)	Number of ordinary securities acquired	price

**Form 603**

Corporations Act 2001

Section 671B

**Notice of initial substantial holder**To Company Name/Scheme Northern Minerals limited (ASX:NTU)ACN/ARSN 119 966 353**1. Details of substantial holder (1)**Name Duanmu Xiaoyi

ACN/ARSN (if applicable) \_\_\_\_\_

The holder became a substantial holder on \_\_\_\_/\_\_\_\_/2019

**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)
ORD (Ordinary Fully Paid)	100,000,000	100,000,000	5.26 %

**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
Duanmu Xiaoyi		100,000,000 ORD

**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
Duanmu Xiaoyi	Duanmu Xiaoyi	Duanmu Xiaoyi	100,000,000 ORD

**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	
Duanmu Xiaoyi		A\$0.05 per share		100,000,000 ORD

**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:

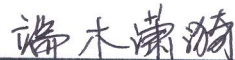
Name	Address
Duanmu Xiaoyi	Unit 2206B, block A, Chaowai SOHO, No.6 Chaowai Street Yi, Beijing, China

**Signature**

print name      Duanmu Xiaoyi

capacity

sign here



date      /      /2019

**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.



**Form 603**Corporations Act 2001  
Section 671B**Notice of initial substantial holder**To Company Name/Scheme Northern Minerals limited (ASX:NTU)ACN/ARSN 119 966 353**1. Details of substantial holder (1)**Name Lin Zhongxiong

ACN/ARSN (if applicable) \_\_\_\_\_

The holder became a substantial holder on 1 / 5 / 2019**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)
ORD (Ordinary Fully Paid)	150,000,000	150,000,000	7.88 %

**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
Lin Zhongxiong		150,000,000 ORD

**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
Lin Zhongxiong	Lin Zhongxiong	Lin Zhongxiong	150,000,000 ORD

**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	
Lin Zhongxiong		A\$0.05 per share		150,000,000 ORD

**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
Lin Zhongxiong	Unit 2206B, block A, Chaowai SOHO, No.6 Chaowai Street Yi, Beijing, China

**Signature**

print name Lin Zhongxiong

capacity

sign here



date 7 / 5 /2019

**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.
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- (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.
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