

Northern Manganese Limited (ABN 24 119 494 772) has extensive manganese exploration projects in the Northern Territory.

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**Directors' & Management**

Mr Garry Connell  
*Chairman*

Mr Lloyd Jones  
*Managing Director*

Mr David Ryan  
*Non-Executive Director*

Mr Robert Marusco  
*Company Secretary*

ASX Code: NTM

7 July 2015

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**RECEIPT OF NOTICE UNDER SECTION 249D OF CORPORATIONS ACT 2001**

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Northern Manganese Limited (**NTM or the Company**) refers to the ASX Announcement released on 2 July 2015 regarding the receipt of a purported Notice under section 249D of the Corporations Act 2001 (Cth) (**Act**).

On 3 July 2015, the four (4) requisitioning shareholders lodged with the Company a further Notice under section 249D of the Act, which the Company confirms is valid.

The shareholders, who collectively hold at least 5% of the total issued capital of the Company, have requested that NTM call a general meeting to table resolutions for the removal of all NTM directors and appoint the following as directors of the Company:

Mr Brad Denton;  
Mr James Croser; and  
Mr Jonathan Murray

The current NTM Board opposes the removal and appointment resolutions that will be put before shareholders and intends to vote their shares against all the resolutions.

The Board is concerned with incurring the costs of calling a general meeting on matters which shareholders voted so strongly against less than three (3) months ago but the Company is compelled to comply with the obligations under section 249D.

As such, NTM will undertake the necessary steps to convene a general meeting in compliance with the Act. Further details of the general meeting, including a notice of meeting and explanatory memorandum, will be prepared and circulated to shareholders in due course.

Yours faithfully



**Robert Marusco**  
**Company Secretary**