

Form 603**Corporations Act 2001
Section 671B****Notice of initial substantial holder**

To Company Name/Scheme GULF MANGANESE CORPORATION LIMITED
ACN/ARSN 059 954 317

1. Details of substantial holder (1)

Name BLUEWATER BUSINESS SERVICES PTY LTD
ACN/ARSN (if applicable)
The holder became a substantial holder on 22 FEBRUARY 2016

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) |
|-------------------------|----------------------|--------------------|------------------|
| ORDINARY | 27,500,000 | 27,500,000 | 11.97% |

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 |
|-------------------------------------|---------------------------------|--------------------------------|
| BLUEWATER BUSINESS SERVICES PTY LTD | Registered Holder | ORD 27,500,000 |

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 interest securities |
|-------------------------------------|-------------------------------------|--|--------------------------------------|
| BLUEWATER BUSINESS SERVICES PTY LTD | BLUEWATER BUSINESS SERVICES PTY LTD | BLUEWATER BUSINESS SERVICES PTY LTD | ORD 27,500,000 |

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 |
|-------------------------------------|---------------------|-------------------|-----------------------------------|--------------------------------|
| BLUEWATER BUSINESS SERVICES PTY LTD | 18 January 2016 | \$150,000 | In settlement of outstanding fees | ORD 10,000,000 |

| | | | | |
|--|---------------------|-----|---|----------------|
| BLUEWATER BUSINESS SERVICES PTY LTD | 22 February 2016 | NIL | In settlement of termination of contract | ORD 17,500,000 |
|--|---------------------|-----|---|----------------|

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 | |

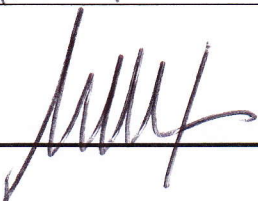
7. Addresses

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

| Name | Address |
|------|---------|
| | |

Signature

Print name MICHAEL KIERAN Capacity COMPANY SECRETARY

Sign here  Date 21 MARCH 2016