

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To: Northern Manganese Ltd

ABN: 24 119 494 772

1. Details of substantial holder (1)

Name: K Biggs Enterprises Pty Ltd (ACN 008 903 053), Suncity Corporation Pty Ltd (ACN 080 592 507), Margot Jane Biggs

ACN: See above

There was a change in the interests of the substantial holder on 27/10/2016.

The previous notice was given to the company on 12/09/2016.

The previous notice was dated 19/09/2016.

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting Power (5)	Person's votes	Voting power (5)
Fully paid ordinary	14,307,539	6.32%	16,568,127	7.32%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company, since the substantial holder was last required to give a substantial holding notice to the company are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
27/10/2016	K Biggs Enterprises Pty Ltd; Suncity Corporation Pty Ltd; Margot Jane Biggs	On market trades and off market trade	Various – Annexure A	2,260,588	1.00%

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Persons entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
K Biggs Enterprises Pty Ltd	K Biggs Enterprises Pty Ltd	K Biggs Enterprises Pty Ltd	Relevant interest under s608(1)(a), (b) and (c) of the Corporations Act 2001 as the beneficial holder of securities	6,164,020 FPO	2.72%
Suncity Corporation Pty Ltd	Suncity Corporation Pty Ltd	Suncity Corporation Pty Ltd	Relevant interest under s608(1)(a), (b) and (c) of the Corporations Act 2001 as the beneficial holder of securities	10,264,107 FPO	4.54%
Margot Jane Biggs	Margot Jane Biggs	Margot Jane Biggs	Relevant interest under s608(1)(a), (b) and (c) of the Corporations Act 2001 as the beneficial holder of securities	140,000 FPO	0.06%

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company are as follows:

	Name and ACN/ARSN (if applicable)	Nature of association

6. Addresses

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

Name	Address
K Biggs Enterprises Pty Ltd	PO Box 988, Cottesloe WA 6011
Suncity Corporation Pty Ltd	PO Box 988, Cottesloe WA 6011
Margot Jane Biggs	PO Box 988, Cottesloe WA 6011

Signature

print name KEITH BIGGS capacity DIRECTOR

sign here



date 03/11/2016

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.
- (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 – Consideration for the Relevant Interest

This is Annexure A of 1 page referred to in Form 604 signed by me on 03 November 2016.

Signature:


Keith Biggs
 Director
 K Biggs Enterprises Pty Ltd

Holder of relevant interest	Number of securities	Date of acquisition (or disposal)	Currency	Consideration (per share)
K Biggs Enterprises Pty Ltd	200,000	20/09/2016	AUD	0.0600
K Biggs Enterprises Pty Ltd	500,000	21/09/2016	AUD	0.0613
K Biggs Enterprises Pty Ltd	163,715	21/09/2016	AUD	0.0600
K Biggs Enterprises Pty Ltd	300,000	21/09/2016	AUD	0.0616
K Biggs Enterprises Pty Ltd	123,323	22/09/2016	AUD	0.0612
K Biggs Enterprises Pty Ltd	200,000	22/09/2016	AUD	0.0610
K Biggs Enterprises Pty Ltd	36,285	22/09/2016	AUD	0.0600
K Biggs Enterprises Pty Ltd	200,000	23/09/2016	AUD	0.0620
K Biggs Enterprises Pty Ltd	76,677	23/09/2016	AUD	0.0620
K Biggs Enterprises Pty Ltd	200,000	27/09/2016	AUD	0.0692
K Biggs Enterprises Pty Ltd	-1,000,000	29/09/2016	AUD	0.0620
K Biggs Enterprises Pty Ltd	-608,967	24/10/2016	AUD	0.0843
K Biggs Enterprises Pty Ltd	-15,364	25/10/2016	AUD	0.0830
K Biggs Enterprises Pty Ltd	6,627	26/10/2016	AUD	0.0840
K Biggs Enterprises Pty Ltd	9,757	26/10/2016	AUD	0.0840
K Biggs Enterprises Pty Ltd	250,000	26/10/2016	AUD	0.0880
K Biggs Enterprises Pty Ltd	13,000	26/10/2016	AUD	0.0840
Suncity Corporation Pty Ltd	150,000	30/09/2016	AUD	0.0675
Suncity Corporation Pty Ltd	17,273	12/10/2016	AUD	0.0671
Suncity Corporation Pty Ltd	400,000	21/10/2016	AUD	0.0843
Suncity Corporation Pty Ltd	100,000	25/10/2016	AUD	0.0791
Suncity Corporation Pty Ltd	300,000	25/10/2016	AUD	0.0795
Suncity Corporation Pty Ltd	398,262	26/10/2016	AUD	0.0810
Suncity Corporation Pty Ltd	200,000	27/10/2016	AUD	0.0866
Margot Jane Biggs	40,000	24/10/2016	AUD	0.0850