

Company Announcements Office
Australian Securities Exchange
Level 6, 20 Bridge Street
SYDNEY NSW 2000

Via E Lodgement

High Grade Stockpile confirmed and Kaboko Expands North Zambian Footprint

Key points:

- Initial testing of manganese stockpile grab samples return results of 50% plus,
- Kaboko concludes agreement to acquire 51% interest, with option to increase to 75%, of 525.9km² licence neighbouring the Company's producing Mansa project,
- New license significantly expands the current 89.4km² license area held by Kaboko in northern Zambia, the Company has now established a large footprint in this region,
- Initial work on this new licence will be undertaken to evaluate key surface outcrop area's over the 2 year term of the license to potentially expand current production activities at the Northern Zambian Mansa project,
- Initial evaluation and mapping of new licence to commence immediately followed by 1,000m of trenching and exploration drilling of 10 exploration holes planned this quarter.

As previously announced mining operations at the Company's flagship Northern Zambian Mansa project are ramping up with 6,000 tons of high grade manganese currently stockpiled. The fixed crushing component of the processing plant has arrived at port and will be taken to site to process high grade manganese stockpile prior to delivery under the off-take sale agreement with the Noble Group.



Current 6,000 ton Stockpile

Initial testing of the manganese stockpile undertaken by independent laboratories, in preparation for commercial settlement of Kaboko's off-take sale agreement with the Noble group have returned results of 50% plus manganese from grab samples in line with expectations as shown below.

| Element | Stockpile 1 | Stockpile 2 | Stockpile 3 | Stockpile 4 |
|--|-------------|-------------|-------------|-------------|
| Manganese, as Mn | 51.86% | 52.73% | 51.33% | 47.76% |
| Iron, as Fe | 2.30% | 2.28% | 1.95% | 1.83% |
| Silicon, as SiO ₂ | 2.80% | 3.05% | 3.40% | 2.90% |
| Calcium, as CaO | 0.68% | 0.20% | 0.70% | 0.93% |
| Aluminium, as Al ₂ O ₃ | 1.92% | 1.97% | 2.27% | 1.71% |
| Magnesium, as MgO | 0.04% | 0.05% | 0.03% | 0.03% |
| Phosphorus, as P | 0.05% | 0.05% | 0.05% | 0.04% |
| Sulphur, as S | 0.12% | 0.02% | 0.15% | 1.27% |
| Loss On Ignition at 1000 C, as LOI | 10.99 | 10.53 | 10.72 | 9.55 |

Further Kaboko is pleased to advise that it has concluded an agreement with Hon. Mwansa to acquire a 51% interest in large prospecting license (13030-HQ-LPL) in northern Zambia (refer map), with an option to increase its interest in this licence to 75%. This large-scale exploration license, covering 525.9km², is adjacent to the current Northern Zambia Mansa operation and potentially expands mining operations underway at this site.



New license area expanding the Company's Mansa Project

Given infrastructure established and planned at Northern Zambia Mansa project, such as roads, processing plant, camp etc, the development of this new licence could be done in a very efficient manner, given it would largely be utilising the infrastructure at the Northern Zambia Mansa Project.



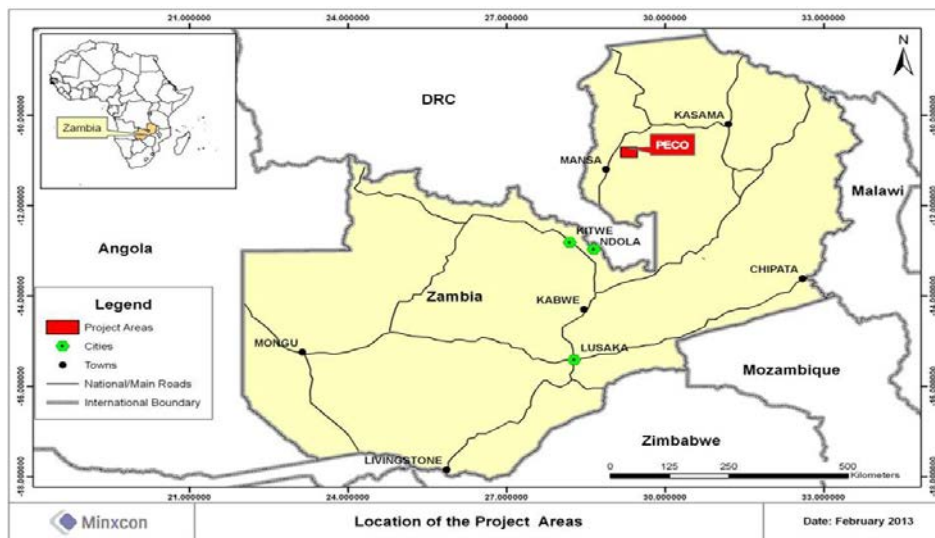
The Company is confident the addition of this licence to its portfolio will have a significant increase to its high grade manganese resources in Zambia, given there are indications of a similar geological structure to that at Northern Zambia Mansa Project on the new licence.

Commenting on the acquisition of the initial 51% interest in this new exploration license, Kaboko Mining Ltd CEO, Mr Tokkas Van Heerden, said *“Key to developing this region is the establishment of an affordable logistical solution in the region, the addition of this new licence area will greatly assist in this.”*

“The initial indications are that some high grade outcrops exist on this new licence area and together with our existing mining operations we believe the combined mineralisation may potentially expand existing mining operations, potential resource size and be suitable to supply high grade manganese under Kaboko’s existing off-take agreement with the Noble group”.

Initial work on this new licence, which has been granted for two years, will be to evaluate key surface outcrop areas that may potentially expand current production activities at the Northern Zambia Mansa project.

Initial mapping of new licence to commence immediately followed by 1,000m of trenching and exploration drilling of 10 exploration holes planned this quarter.



Kaboko’s Manganese Mining Operations in Zambia

Please find attached an Appendix 3B

For and on behalf of the Board

Tokkas Van Heerden
Chief Executive Officer

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About Kaboko Mining Limited

Kaboko Mining Limited (ASX:KAB) is an ASX listed exploration, development and mining company primarily focused on establishing itself as a major producer and exporter of high grade manganese ore from its portfolio of assets in Zambia. Kaboko currently holds majority interests in 5 large scale prospecting licenses and 2 small scale mining licenses covering over 2,700km² in established and highly prospective manganese mining regions in Zambia. The Company is focused on the development of its large license holdings and establishing long-term sustainable production of a high grade and high quality manganese ore initially from its Mansa, Northern Zambian Projects. In 2012 the Company concluded strategic off-take and funding agreements with Sinosteel Australia Limited and Noble Resources Limited that are proposed to be used to complete further exploration and to advance its projects towards full-scale commercial production.

Forward Looking Statement

Certain statements made during or in connection with this communication, including, without limitation, those concerning the economic outlook for the manganese market, expectations regarding manganese ore prices, production, cash costs and other operating results growth prospects and the outlook of Kaboko's operations including the likely commencement of commercial operations of the Emmanuel, Kanona and Mansa, Northern Zambian Projects, its liquidity and the capital resources and expenditure, contain or comprise certain forward-looking statements regarding the Company's development and exploration operations economic performance and financial condition. Although the Company believes that the expectations reflected in such forward-looking statements are reasonable, no assurance can be given that such expectations will prove to have been correct. Accordingly, results could differ materially from those set out in the forward-looking statements as a result of, among other factors, changes in economic and market conditions, success of business and operating initiatives, changes in the regulatory environment and other government actions, fluctuations in manganese ore prices and exchange rates and business and operational risk management. For a discussion of such factors refer to the Company's most recent annual report and half year report. The Company undertakes no obligation to update publicly or release any revisions to these forward-looking statements to reflect events or circumstances after today's date or to reflect the occurrence of unanticipated events.

Competent Person's Statement

The information in this update that relates to results is based on information reviewed and compiled by Mr Francois Martins, who is a registered natural scientist and a member of the South African Council for Natural Scientific Professions. Mr Martins is employed by Kaboko Mining Limited and has sufficient experience which is relevant to the style of mineralisation and the type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 edition of the Australasian Code for Reporting of Exploration Results, Coal Resources and Ore Reserves. Mr Martins consents to the inclusion in this report of this information in the form and context in which it appears.

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12

Name of entity

KABOKO MINING LIMITED

ABN

93 107 316 683

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

| | | |
|---|--|---|
| 1 | +Class of +securities issued or to be issued | Ordinary Fully Paid Shares Unlisted Options (\$0.01; 31 January 2016) |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 100,000,000 Ordinary Fully Paid Shares 60,000,000 Unlisted Options (\$0.01; 31 January 2016) |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | 100,000,000 Ordinary Fully Paid Shares 60,000,000 Unlisted Options (\$0.01; 31 January 2016) |

+ See chapter 19 for defined terms.

| | |
|--|--|
| <p>4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment | <p>Ordinary Fully Paid Shares - Yes</p> <p>Unlisted Options – will rank equally on conversion of these securities into ordinary shares</p> |
| <p>5 Issue price or consideration</p> | <p>100,000,000 Ordinary Fully Paid Shares issued in respect of conversion of debt to equity as approved by shareholders on 28 June 2013.</p> <p>60,000,000 Free Attaching Unlisted Options (\$0.01; 31 January 2016) issued pursuant to a placement completed in March 2013 as approved by shareholders on 28 June 2013.</p> |
| <p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p> | <p>100,000,000 Ordinary Fully Paid Shares issued in respect of conversion of debt to equity as approved by shareholders on 28 June 2013.</p> <p>60,000,000 Free Attaching Unlisted Options (\$0.01; 31 January 2016) issued pursuant to a placement completed in March 2013 as approved by shareholders on 28 June 2013.</p> |
| <p>6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p> | <p>N/A</p> |
| <p>6b The date the security holder resolution under rule 7.1A was passed</p> | <p>N/A</p> |

| | | | |
|----|--|--------------|----------------------------|
| 6c | Number of +securities issued without security holder approval under rule 7.1 | N/A | |
| 6d | Number of +securities issued with security holder approval under rule 7.1A | N/A | |
| 6e | Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting) | N/A | |
| 6f | Number of securities issued under an exception in rule 7.2 | N/A | |
| 6g | If securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the issue date and both values. Include the source of the VWAP calculation. | N/A | |
| 6h | If securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements | N/A | |
| 6i | Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements | N/A | |
| 7 | Dates of entering +securities into uncertificated holdings or despatch of certificates | 17 July 2013 | |
| 8 | Number and +class of all +securities quoted on ASX (including the securities in section 2 if applicable) | Number | +Class |
| | | 870,832,529 | Ordinary fully paid shares |

+ See chapter 19 for defined terms.

| | Number | +Class | |
|----|--|------------|-----------------------------------|
| 9 | Number and +class of all +securities not quoted on ASX (including the securities in section 2 if applicable) | 4,000,000 | Options (\$0.03; 15 July 2015) |
| | | 9,979,382 | Options (\$0.022; 1 Dec 2014) |
| | | 45,000,000 | Options (\$0.02; 28 Sep 2015) |
| | | 60,000,000 | Options (\$0.01; 31 January 2016) |
| | | 23,666,667 | Options (\$0.02; 31 Dec 2014) |
| 10 | Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests) | N/A | |

Part 2 - Bonus issue or pro rata issue

| | | |
|----|---|-----|
| 11 | Is security holder approval required? | N/A |
| 12 | Is the issue renounceable or non-renounceable? | N/A |
| 13 | Ratio in which the +securities will be offered | N/A |
| 14 | +Class of +securities to which the offer relates | N/A |
| 15 | +Record date to determine entitlements | N/A |
| 16 | Will holdings on different registers (or subregisters) be aggregated for calculating entitlements? | N/A |
| 17 | Policy for deciding entitlements in relation to fractions | N/A |
| 18 | Names of countries in which the entity has +security holders who will not be sent new issue documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7. | N/A |

| | | |
|----|---|-----|
| 19 | Closing date for receipt of acceptances or renunciations | N/A |
| 20 | Names of any underwriters | N/A |
| 21 | Amount of any underwriting fee or commission | N/A |
| 22 | Names of any brokers to the issue | N/A |
| 23 | Fee or commission payable to the broker to the issue | N/A |
| 24 | Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders | N/A |
| 25 | If the issue is contingent on +security holders' approval, the date of the meeting | N/A |
| 26 | Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled | N/A |
| 27 | If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders | N/A |
| 28 | Date rights trading will begin (if applicable) | N/A |
| 29 | Date rights trading will end (if applicable) | N/A |
| 30 | How do +security holders sell their entitlements <i>in full</i> through a broker? | N/A |
| 31 | How do +security holders sell <i>part</i> of their entitlements through a broker and accept for | N/A |

+ See chapter 19 for defined terms.

the balance?

32 How do +security holders dispose of their entitlements (except by sale through a broker)?

N/A

33 +Despatch date

N/A

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of securities
(tick one)

(a) Securities described in Part 1

(b) All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

35 If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

36 If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over

37 A copy of any trust deed for the additional +securities

Entities that have ticked box 34(b)

38 Number of securities for which +quotation is sought

39 Class of +securities for which quotation is sought

40 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

| | Number | +Class |
|---|--------|--------|
| 42 Number and +class of all +securities quoted on ASX (including the securities in clause 38) | | |

Quotation agreement

1 +Quotation of our additional +securities is in ASX’s absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

+ See chapter 19 for defined terms.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.



24 July 2013

Sign here:Date:
(Company Secretary)

Print name: Jane Flegg
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