

Harmanis Holdings Pty Ltd

As Trustee For The Harman Family Trust

A.C.N. 154 260 929
A.B.N. 25 545 219 318

22 January 2018

Duketon Mining Limited
PO Box 391
West Perth
Western Australia 6872

Dear Sir/Madam,

Notice of initial substantial holder and Notice of change of interests of substantial holder

Duketon Mining Limited (DKM)

I attach the Form 603 *Notice of initial substantial holder* dated 22 January 2018 in accordance with section 671B of the Corporations Act 2001 (the Act).

Harmanis Holdings Pty Ltd became a substantial holder on 15 December 2017 due to additional shares purchased. Additional shares have been purchased after that date, requiring the submission of a notice of change of interests of substantial holder on the 28 December 2017.

I attach the Form 604 *Notice of change of interests of substantial holder* dated 22 January 2018.

The Form 603 and 604 have been late lodged due to staff being on leave and an administrative oversight. We have reviewed and updated our internal systems to ensure that future substantial shareholder notices are filed in a timely manner in accordance with the Act.

Yours Sincerely



Grant Bayne
Company Secretary

CC: Manager Company Announcements,
ASX Limited
Level 10
20 Bond Street
SYDNEY NSW 2000

P.O. Box 6159, Swanbourne, WA 6010, Australia

Telephone (61 8) 9286 1984

Facsimile: (61 8) 9286 1526

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**To: Company Name/Scheme **Duketon Mining Limited**ACN/ARSN **159084107****1. Details of substantial holder (1)**Name **Harmanis Holdings Pty Ltd <Harman Family A/C>**
ACN/ARSN (if applicable) **154260929**The holder became a substantial holder on **15 /12 /2017****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)
FPO (Fully Paid Ordinary)	5196750	5196750	5.03%

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
HARMANIS HOLDINGS PTY LTD	REGISTERED HOLDER	5,196,750 FPO

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
HARMANIS HOLDINGS PTY LTD	HARMANIS HOLDINGS PTY LTD	HARMANIS HOLDINGS PTY LTD	5,196,750 FPO

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	
SEE ATTACHED SCHEDULE				

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
HARMANIS HOLDINGS PTY LTD	P.O.BOX 6159 SWANBOURNE WA 6010

Signature

print name GRANT BAYNE capacity COMPANY SECRETARY

sign here  date 22/01/2018

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.

Schedule

This Schedule is referred to on pg 1 of the submitted Form 603

Company Name : Duketon Mining Limited ACN 159084107

Substantial Holder: Harmanis Holdings Pty Ltd ACN 154260929

Holding prior to 4 months of becoming a substantial holder = 1,500,000 shares

The table below details shares purchased in the 4 months prior to becoming a significant holder

Holder of relevant interest	Date of acquisition	Class	Number of securities	Purchase price Cash
Harmanis Holdings Pty Ltd	24-Aug-17	Ordinary share	100,000	\$ 10,500.00
Harmanis Holdings Pty Ltd	28-Aug-17	Ordinary share	115,400	\$ 13,271.01
Harmanis Holdings Pty Ltd	25-Sep-17	Ordinary share	184,600	\$ 19,729.00
Harmanis Holdings Pty Ltd	20-Oct-17	Ordinary share	200,000	\$ 28,000.00
Harmanis Holdings Pty Ltd	25-Oct-17	Ordinary share	286,305	\$ 42,482.70
Harmanis Holdings Pty Ltd	26-Oct-17	Ordinary share	263,695	\$ 37,960.25
Harmanis Holdings Pty Ltd	27-Oct-17	Ordinary share	35,022	\$ 4,903.08
Harmanis Holdings Pty Ltd	30-Oct-17	Ordinary share	57,668	\$ 7,646.62
Harmanis Holdings Pty Ltd	1-Nov-17	Ordinary share	74,840	\$ 10,029.22
Harmanis Holdings Pty Ltd	2-Nov-17	Ordinary share	25,499	\$ 3,442.37
Harmanis Holdings Pty Ltd	3-Nov-17	Ordinary share	15,373	\$ 2,075.36
Harmanis Holdings Pty Ltd	6-Nov-17	Ordinary share	26,161	\$ 3,662.54
Harmanis Holdings Pty Ltd	7-Nov-17	Ordinary share	94,408	\$ 13,661.03
Harmanis Holdings Pty Ltd	10-Nov-17	Ordinary share	21,029	\$ 3,049.21
Harmanis Holdings Pty Ltd	13-Nov-17	Ordinary share	94,074	\$ 12,737.50
Harmanis Holdings Pty Ltd	14-Nov-17	Ordinary share	90,001	\$ 12,600.14
Harmanis Holdings Pty Ltd	15-Nov-17	Ordinary share	38,425	\$ 5,379.50
Harmanis Holdings Pty Ltd	16-Nov-17	Ordinary share	277,500	\$ 38,811.61
Harmanis Holdings Pty Ltd	30-Nov-17	Ordinary share	140,311	\$ 19,643.54
Harmanis Holdings Pty Ltd	1-Dec-17	Ordinary share	149,689	\$ 20,456.46
Harmanis Holdings Pty Ltd	5-Dec-17	Ordinary share	67,814	\$ 10,172.10
Harmanis Holdings Pty Ltd	6-Dec-17	Ordinary share	41,279	\$ 6,579.64
Harmanis Holdings Pty Ltd	7-Dec-17	Ordinary share	282,564	\$ 45,210.24
Harmanis Holdings Pty Ltd	8-Dec-17	Ordinary share	187,193	\$ 29,856.63
Harmanis Holdings Pty Ltd	11-Dec-17	Ordinary share	128,746	\$ 20,568.08
Harmanis Holdings Pty Ltd	12-Dec-17	Ordinary share	110,000	\$ 17,050.00
Harmanis Holdings Pty Ltd	13-Dec-17	Ordinary share	138,827	\$ 21,695.71
Harmanis Holdings Pty Ltd	14-Dec-17	Ordinary share	150,000	\$ 23,441.83
Harmanis Holdings Pty Ltd	15-Dec-17	Ordinary share	300,327	\$ 46,550.70



Grant Bayne

Total shares 5,196,750

Company Secretary

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme

DUKETON MINING

ACN/ARSN

159 184 107

1. Details of substantial holder(1)

Name

HARMANIS HOLDINGS Pty Ltd <Harman Family A/C>

ACN/ARSN (if applicable)

154 260 929

There was a change in the interests of the
substantial holder on

28/12/2017

The previous notice was given to the company on

22/01/2018

The previous notice was dated

22/01/2018

2. Previous and present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme, 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 Shares (FPO)	5,196,750	5.03%	6,538,410	6.33%

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 or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme 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
18/12/17	Harmanis Holdings Pty Ltd <Harman Family A/C>	Purchase	\$504	3,250 FPO	3,250
21/12/17	Harmanis Holdings Pty Ltd <Harman Family A/C>	Purchase	\$76,980	406,251 FPO	406,251
22/12/17	Harmanis Holdings Pty Ltd <Harman Family A/C>	Purchase	\$61,687	293,749 FPO	293,749
27/12/17	Harmanis Holdings Pty Ltd <Harman Family A/C>	Purchase	\$40,000	200,000 FPO	200,000
28/12/17	Harmanis Holdings Pty Ltd <Harman Family A/C>	Purchase	\$93,926	438,410 FPO	438,410

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	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities		Person's votes
Harmanis Holdings Pty Ltd	Harmanis Holdings Pty Ltd	Harmanis Holdings Pty Ltd	Indirect	FPO	6,538,410	6.33

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 or scheme 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
Kerry Harmanis	P.O. Box 6159, Swanbourne WA 6010
Harmanis Holdings Pty Ltd	P.O. Box 6159, Swanbourne WA 6010

Signature

print name

Grant Bayne

capacity

Company Secretary

sign here



date

22 January 2018

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 the names and addresses of members is clearly set out in paragraph 6 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - a. any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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).
 - c. See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) 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.
- (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) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.