

**Form 603**

Corporations Act 2001  
Section 671B

**Notice of initial substantial holder**

To Company Name/Scheme De Grey Mining Ltd (DEG)

ACN/ARSN 094 206 292

**1. Details of substantial holder (1)**

Name Northwest Nonferrous Australia Mining Pty Ltd (Northwest) and its Associates named in Annexure A

ACN/ARSN (if applicable) 134 016 087

The holder became a substantial holder on 22/08/2019

**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)
Fully paid ordinary shares	59,065,579	59,065,579	6.31%

**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
See Annexure A		

**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
Northwest Nonferrous Australia Mining Pty Ltd	Northwest Nonferrous Australia Mining Pty Ltd	Northwest Nonferrous Australia Mining Pty Ltd	59,065,579 ordinary shares

**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 Annexure B				

**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
Northwest Associates	Related bodies corporate of Northwest Nonferrous Australia Mining Pty Ltd

**7. Addresses**

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

Name	Address
Northwest Nonferrous Australia Mining Pty Ltd	9A/23-25 BunnyRoad, Oakleigh South, VIC 3167, Australia
Northwest Associates	See Annexure A

**Signature**

print name      Furang Li

capacity      Director

sign here



date      26/08/2019

**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.

ANNEXURE A

(ASIC Form 603 – De Grey Mining Ltd ACN 094 206 292)

This is Annexure 'A' of one page referred to  
in Form 603 Notice of initial substantial holder

Signed by me and dated August 26 , 2019



Furang Li  
Director

1. Details of Northwest Associates

<u>Company Name</u>	<u>Address</u>
Northwest Nonferrous International Investment Company Limited	78 Mid Yan Ta Road Xian 710054 SHAANXI PROVINCE PEOPLE'S REPUBLIC OF CHINA
Northwest Mining and Geological Exploration Group Co., Ltd for Nonferrous Metals	78 Mid Yan Ta Road Xian 710054 SHAANXI PROVINCE PEOPLE'S REPUBLIC OF CHINA

3. Details of relevant interests

Holder of relevant interest	Nature of relevant interest	Class and number of securities
Northwest Nonferrous Australia Mining Pty Ltd	Registered holder	59,065,579 ordinary shares
Northwest Nonferrous International Investment Company Limited	Taken under section 608(3)(b) of the Corporations Act to have a relevant interest by reason of having control of Northwest Nonferrous Australia Mining Pty Ltd	59,065,579 ordinary shares
Northwest Mining and Geological Exploration Group Co., Ltd for Nonferrous Metals	Taken under section 608(3)(b) of the Corporations Act to have a relevant interest by reason of having control of Northwest Nonferrous Australia Mining Pty Ltd	59,065,579 ordinary shares

ANNEXURE B

(ASIC Form 603 – De Grey Mining Ltd ACN 094 206 292)

This is Annexure 'B' of one page referred to  
in Form 603 Notice of initial substantial holder

Signed by me and dated August 26 , 2019



Furang Li  
Director

5. Consideration

Holder of relevant interest	Date of acquisition	Non- cash Consideration	Class and number of securities
Northwest Nonferrous Australia Mining Pty Ltd	22 August 2019	As part of the consideration for the sale of Indee Gold Pty Ltd to De Grey Mining Ltd (DEG), DEG issued a number of shares which is equal to \$3 million divided by 90% of the 20 day volume weighted average price of DEG's shares traded on the ASX up to 21 August 2019.	59,065,579 ordinary shares