

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme ANOVA METALS LIMITED (AWV)

ACN/ARSN 147 678 779

1. Details of substantial holder (1)

Name Defender Equities Pty Ltd ACN 615 069 979 (**Defender Equities**), Woodville Super Pty Ltd ACN 149 955 180 as trustee of Woodville Ave Superannuation Fund (**Woodville Super**), James Manning (**JM**), Louise Katrina Manning (**LKM**), Georgina Gail Manning (**GGM**), Manning Family Holdings Pty Ltd ACN 610 411 964 (**MFH**), Manning Capital Holdings Pty Ltd ACN 610 530 679 as trustee of Manning Capital Holdings Unit Trust (**MCH**) and Defender Investment Management Pty Ltd ACN 614 951 683 (**Defender Investment Management**)

ACN/ARSN (if applicable) See above

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

08/05/2020

The previous notice was given to the company on

04/04/2019

The previous notice was dated

04/04/2019

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)
Ordinary shares	64,137,500	10.04%	78,729,167	6.31%

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
08/05/2020	LKM, MFH, MCH, Defender Investment Management, JM and Defender Equities	Acquisition of shares by Defender Equities under non-renounceable entitlement offer announced by AWV on 14 April 2020 (Entitlement Offer)	\$187,600.00	26,800,000 fully paid ordinary shares	26,800,000
15/05/2020	LKM, MFH, MCH, Defender Investment Management, JM and Defender Equities	Sale of shares on market by Defender Equities	\$238,680.00	20,000,000 fully paid ordinary shares	20,000,000
08/05/2020	LKM, MFH, MCH, Defender Investment Management, JM and Defender Equities	Sale of shares off market by Defender Equities	\$58,100.00	8,300,000 fully paid ordinary shares	8,300,000
08/05/2020	Woodville Super, GGM	Acquisition of shares by Woodville Super under Entitlement Offer	\$49,000.00	7,000,000 fully paid ordinary shares	7,000,000
08/05/2020	LKM, MFH, MCH	Acquisition of shares by MCH under Entitlement Offer	\$35,350.00	5,050,000 fully paid ordinary shares	5,050,000

08/05/2020	LKM	Acquisition of shares by LKM under Entitlement Offer	\$35,350.00	4,041,667 fully paid ordinary shares	4,041,667
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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
Defender Equities	Defender Equities	Defender Equities	Interest under s608(1)(a) of the Corporations Act 2001 (Cth) (Corporations Act) as the holder of the securities	38,500,000 fully paid ordinary shares	38,500,000
LKM, MFH, MCH and Defender Investment Management	Defender Equities	Defender Equities	Interest under s608(3) of the Corporations Act in respect of the shares held by Defender Equities as a person that has the relevant interest in the securities that a body corporate controlled by the person has	38,500,000 fully paid ordinary shares	38,500,000
JM	Defender Equities	Defender Equities	Interest under s608(1)(b) of the Corporations Act in respect of the shares held by Defender Equities as the sole director of Defender Investment Management and Defender Equities	38,500,000 fully paid ordinary shares	38,500,000
Woodville Super	Woodville Super	Woodville Super	Interest under s608(1)(a) of the Corporations Act as the holder of the securities	17,500,000 fully paid ordinary shares	17,500,000
GGM	Woodville Super	Woodville Super	Interest under s608(3) of the Corporations Act in respect of the shares held by Woodville Super as a person that has the relevant interest in the securities that a body corporate controlled by the person has	17,500,000 fully paid ordinary shares	17,500,000
MCH	MCH	MCH	Interest under s608(1)(a) of the Corporations Act as the holder of the securities	12,625,000 fully paid ordinary shares	12,625,000
LKM and MFH	MCH	MCH	Interest under s608(3) of the Corporations Act in respect of the shares held by MCH as a person that has the relevant interest in the securities that a body corporate controlled by the person has	12,625,000 fully paid ordinary shares	12,625,000
LKM	LKM	LKM	Interest under s608(1)(a) of the Corporations Act as the holder of the securities	10,104,167 fully paid ordinary shares	10,104,167

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
N/A	N/A

6. Addresses

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

Name	Address
See Details of substantial holder above	Level 5, 97 Pacific Highway, North Sydney NSW 2060

Signature

print name James Manning

capacity

Director of Defender
Equities Pty Ltd and in
his own capacity and on
behalf of all other
substantial holders

sign here



date

21/05/2020

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 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).

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 on 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.