

Form 603
Corporations Act 2001
Section 671B

Notice of initial 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

The holder became a substantial holder on 13/03/2019

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	44,830,798	44,830,798	7.01%

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
Defender Equities	Interest under s608(1)(a) of the Corporations Act 2001 (Cth) (Corporations Act) as the holder of the securities	27,000,000 fully paid ordinary shares
LKM, MFH, MCH and Defender Investment Management	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	27,000,000 fully paid ordinary shares
JM	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	27,000,000 fully paid ordinary shares
Woodville Super	Interest under s608(1)(a) of the Corporations Act as the holder of the securities	10,500,000 fully paid ordinary shares
GGM	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	10,500,000 fully paid ordinary shares
MCH	Interest under s608(1)(a) of the Corporations Act as the holder of the securities	4,697,000 fully paid ordinary shares
LKM and MFH	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	4,697,000 fully paid ordinary shares

LKM	Interest under s608(1)(a) of the Corporations Act as the holder of the securities	2,633,798 fully paid ordinary shares
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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
LKM, MFH, MCH, Defender Investment Management, JM and Defender Equities	Defender Equities	Defender Equities	27,000,000 fully paid ordinary shares
GGM, Woodville Super	Woodville Super	Woodville Super	10,500,000 fully paid ordinary shares
LKM, MFH, MCH	MCH	MCH	4,697,000 fully paid ordinary shares
LKM	LKM	LKM	2,633,798 fully paid 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	
LKM, MFH, MCH, Defender Investment Management, JM and Defender Equities	13/03/2019	\$11,000.00		1,000,000 fully paid ordinary shares
LKM, MFH, MCH, Defender Investment Management, JM and Defender Equities	13/03/2019	\$70,400.00		6,400,000 fully paid ordinary shares
GGM, Woodville Super	13/03/2019	\$16,500.00		1,500,000 fully paid ordinary shares
GGM, Woodville Super	13/03/2019	\$44,000.00		4,000,000 fully paid ordinary shares
LKM, MFH, MCH	13/03/2019	\$19,961.00		1,497,000 fully paid ordinary shares

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
See Details of substantial holder above	Each substantial holder is an associate of each other substantial holder as these parties act in concert in relation to AWV's affairs.

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7. 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 14/03/2019

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, moneys 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.

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GUIDE

This guide does not form part of the prescribed form and is included by ASIC to assist you in completing and lodging form 603.

Signature

This form must be signed by either a director or a secretary of the substantial holder.

Lodging period

Nil

Lodging Fee

Nil

Other forms to be completed

Nil

Additional information

- (a) If additional space is required to complete a question, the information may be included on a separate piece of paper annexed to the form.
- (b) This notice must be given to a listed company, or the responsible entity for a listed managed investment scheme. A copy of this notice must also be given to each relevant securities exchange.
- (c) The person must give a copy of this notice:
 - (i) within 2 business days after they become aware of the information; or
 - (ii) by 9.30 am on the next trading day of the relevant securities exchange after they become aware of the information if:
 - (A) a takeover bid is made for voting shares in the company or voting interests in the scheme; and
 - (B) the person becomes aware of the information during the bid period.

Annexures

To make any annexure conform to the regulations, you must

- 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides
- 2 show the corporation name and ACN or ARBN
- 3 number the pages consecutively
- 4 print or type in BLOCK letters in dark blue or black ink so that the document is clearly legible when photocopied
- 5 identify the annexure with a mark such as A, B, C, etc
- 6 endorse the annexure with the words:
This is annexure (mark) of (number) pages referred to in form (form number and title)
- 7 sign and date the annexure.

The annexure must be signed by the same person(s) who signed the form.

Information in this guide is intended as a guide only. Please consult your accountant or solicitor for further advice.