

# OM HOLDINGS LIMITED

(ARBN 081 028 337)



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No. of Pages Lodged: 10

27 February 2012

Company Announcements Office  
ASX Limited  
4<sup>th</sup> Floor  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir/Madam

## **APPENDIX 3B**

Please find attached an ASX Appendix 3B following the issue of 75,000,000 ordinary shares at an issue price of A\$0.35 each, which raised gross proceeds of A\$26.25 million. The share issue was approved by Shareholders at the Special General Meeting held on 21 February 2012.

The Company's issued capital now comprises 579,105,150 ordinary shares and 21,000,000 unlisted options.

Yours faithfully

**OM HOLDINGS LIMITED**



Heng Siow Kwee/Julie Wolseley  
**Company Secretary**



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## **BACKGROUND INFORMATION ON OM HOLDINGS LIMITED**

OMH listed on the ASX in March 1998 and has its foundations in metals trading – incorporating the sourcing and distribution of manganese ore products and subsequently in processing ores into ferro-manganese intermediate products. The OMH Group now operates commercial mining operations – leading to a fully integrated operation covering Australia, China and Singapore.

Through its wholly owned subsidiary, OM (Manganese) Ltd, OMH controls 100% of the Bootu Creek Manganese Mine (“Bootu Creek”) located 110 km north of Tennant Creek in the Northern Territory.

Bootu Creek has the capacity to produce 1,000,000 tonnes of manganese product annually. Bootu Creek has further exploration potential given that its tenement holdings extend over 2,400km<sup>2</sup>.

Bootu Creek’s manganese product is exclusively marketed by the OMH Group’s own trading division with a proportion of the product consumed by the OMH Group’s wholly-owned Qinzhou smelter located in south west China.

Through its Singapore based commodity trading activities, OMH has established itself as a significant manganese supplier to the Chinese market. Product from Bootu Creek has strengthened OMH’s position in this market.

OMH holds a 26% investment in Ntsimbintle Mining (Proprietary) Ltd, which holds a 50.1% interest in the world class Tshipi Borwa manganese project in South Africa.

OMH also holds the following strategic shareholding interests in ASX listed entities:

- 14% shareholding in **Northern Iron Limited** (ASX Code: NFE), a company presently producing iron ore from its Sydvaranger iron ore mine located in northern Norway; and
  - 8% shareholding in **Shaw River Manganese Limited** (ASX Code: SRR), a company presently exploring for manganese in Namibia, Western Australia and Ghana.
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Rule 2.7, 3.10.3, 3.10.4, 3.10.5

# 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 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Name of entity

OM HOLDINGS LIMITED

ARBN

081 028 337

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 shares.                                                                                                              |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued                                                                                                                                                | 75,000,000 ordinary shares (Pursuant to shareholder approval obtained at a Special General Meeting held on 21 February 2012). |
| 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) | Fully paid ordinary shares which rank equally with existing fully paid ordinary shares on issue.                              |

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+ See chapter 19 for defined terms.

## Appendix 3B

### New issue announcement

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|   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                        |                         |
|---|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|
| 4 | <p>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"><li>the date from which they do</li><li>the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li><li>the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li></ul> | Yes.                                                                                                                                                                                                                                                                                                                                                                   |                         |
| 5 | Issue price or consideration                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | A\$0.35 per share.                                                                                                                                                                                                                                                                                                                                                     |                         |
| 6 | Purpose of the issue<br>(If issued as consideration for the acquisition of assets, clearly identify those assets)                                                                                                                                                                                                                                                                                                                                                                                                                                      | The placement raised gross proceeds of A\$26,250,000 and will be applied to finance development activities at the Company's Sarawak ferro-alloy project in Malaysia, as well as to assist in the timely financial close of this project, which is expected to occur in the second quarter of the 2012 calendar year, and to pay the costs of conducting the placement. |                         |
| 7 | Dates of entering +securities into uncertificated holdings or despatch of certificates                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | 24 February 2012                                                                                                                                                                                                                                                                                                                                                       |                         |
| 8 | Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)                                                                                                                                                                                                                                                                                                                                                                                                                                                | Number                                                                                                                                                                                                                                                                                                                                                                 | +Class                  |
|   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | 579,105,150                                                                                                                                                                                                                                                                                                                                                            | Ordinary ("OMH") shares |

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<sup>+</sup> See chapter 19 for defined terms.

|    | Number                                                                                                      | +Class                                                                                      |
|----|-------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------|
| 9  | Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable) |                                                                                             |
|    | 3,000,000                                                                                                   | Unlisted options exercisable at A\$2.49 each expiring on 1 Jan 2013.                        |
|    | 4,000,000                                                                                                   | Unlisted options exercisable at A\$1.64 each expiring on 3 Sept 2012.                       |
|    | 4,000,000                                                                                                   | Unlisted options exercisable at A\$1.755 each expiring on 3 Sept 2013.                      |
|    | 4,000,000                                                                                                   | Unlisted options exercisable at A\$1.87 each expiring on 3 Sept 2014 (vest on 3 Sept 2012). |
|    | 2,000,000                                                                                                   | Unlisted options exercisable at A\$2.49 each expiring on 1 Jan 2013.                        |
|    | 2,000,000                                                                                                   | Unlisted options exercisable at A\$2.49 each expiring on 1 Jan 2014.                        |
|    | 2,000,000                                                                                                   | Unlisted options exercisable at A\$2.49 each expiring on 1 Jan 2015 (vest on 1 Jan 2013).   |
| 10 | Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)          | Ordinary shares will participate on an equal basis to dividends declared and paid.          |

## Part 2 - Bonus issue or pro rata issue

|    |                                                  |                |
|----|--------------------------------------------------|----------------|
| 11 | Is security holder approval required?            | Not applicable |
| 12 | Is the issue renounceable or non-renounceable?   | Not applicable |
| 13 | Ratio in which the +securities will be offered   | Not applicable |
| 14 | +Class of +securities to which the offer relates | Not applicable |

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

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|    |                                                                                                                                                                                                                                 |                |
|----|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------|
| 15 | +Record date to determine entitlements                                                                                                                                                                                          | Not applicable |
| 16 | Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?                                                                                                                              | Not applicable |
| 17 | Policy for deciding entitlements in relation to fractions                                                                                                                                                                       | Not applicable |
| 18 | Names of countries in which the entity has +security holders who will not be sent new issue documents<br><br>Note: Security holders must be told how their entitlements are to be dealt with.<br><br>Cross reference: rule 7.7. | Not applicable |
| 19 | Closing date for receipt of acceptances or renunciations                                                                                                                                                                        | Not applicable |
| 20 | Names of any underwriters                                                                                                                                                                                                       | Not applicable |
| 21 | Amount of any underwriting fee or commission                                                                                                                                                                                    | Not applicable |
| 22 | Names of any brokers to the issue                                                                                                                                                                                               | Not applicable |
| 23 | Fee or commission payable to the broker to the issue                                                                                                                                                                            | Not applicable |
| 24 | Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders                                                                                                             | Not applicable |
| 25 | If the issue is contingent on +security holders' approval, the date of the meeting                                                                                                                                              | Not applicable |
| 26 | Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled                                                                                                            | Not applicable |

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+ See chapter 19 for defined terms.

|    |                                                                                                                                                             |                |
|----|-------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------|
| 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 | Not applicable |
| 28 | Date rights trading will begin (if applicable)                                                                                                              | Not applicable |
| 29 | Date rights trading will end (if applicable)                                                                                                                | Not applicable |
| 30 | How do <sup>+</sup> security holders sell their entitlements <i>in full</i> through a broker?                                                               | Not applicable |
| 31 | How do <sup>+</sup> security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?                                    | Not applicable |
| 32 | How do <sup>+</sup> security holders dispose of their entitlements (except by sale through a broker)?                                                       | Not applicable |
| 33 | <sup>+</sup> Despatch date                                                                                                                                  | Not applicable |

### 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

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<sup>+</sup> See chapter 19 for defined terms.

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                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | Not applicable |
| 39 | Class of +securities for which quotation is sought                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | Not applicable |
| 40 | Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?<br><br>If the additional securities do not rank equally, please state: <ul style="list-style-type: none"><li>• the date from which they do</li><li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li><li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li></ul> | Not applicable |

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+ See chapter 19 for defined terms.



| 41     | Reason for request for quotation now<br><br><small>Example: In the case of restricted securities, end of restriction period</small><br><br>(if issued upon conversion of another security, clearly identify that other security) | Not applicable                                                                                                                                                                                                                                              |        |                    |  |  |
|--------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|--------------------|--|--|
| 42     | Number and <sup>+</sup> class of all <sup>+</sup> securities quoted on ASX (including the securities in clause 38)                                                                                                               | <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 50%; padding: 5px;">Number</th> <th style="width: 50%; padding: 5px;"><sup>+</sup>Class</th> </tr> <tr> <td style="height: 100px;"></td> <td></td> </tr> </table> | Number | <sup>+</sup> Class |  |  |
| Number | <sup>+</sup> Class                                                                                                                                                                                                               |                                                                                                                                                                                                                                                             |        |                    |  |  |
|        |                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                             |        |                    |  |  |

### Quotation agreement

- 1      <sup>+</sup>Quotation of our additional <sup>+</sup>securities is in ASX's absolute discretion. ASX may quote the <sup>+</sup>securities on any conditions it decides.
  
- 2      We warrant the following to ASX.
  - The issue of the <sup>+</sup>securities to be quoted complies with the law and is not for an illegal purpose.
  
  - There is no reason why those <sup>+</sup>securities should not be granted <sup>+</sup>quotation.
  
  - An offer of the <sup>+</sup>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 <sup>+</sup>securities to be quoted and that no-one has any right to return any <sup>+</sup>securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the <sup>+</sup>securities be quoted.
  
  - If we are a trust, we warrant that no person has the right to return the <sup>+</sup>securities to be quoted under section 1019B of the Corporations Act at the time that we request that the <sup>+</sup>securities be quoted.

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<sup>+</sup> See chapter 19 for defined terms.

- 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.

Sign here:   Date: **27 February 2012**  
(Company secretary)  
Print name: **Heng Siow Kwee/Julie Anne Wolseley**

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+ See chapter 19 for defined terms.