



nmgcorporation

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31 January 2018

The Manager
Company Announcements
Australian Securities Exchange
Level 5, 20 Bridge Street
Sydney NSW 2000

By Electronic Lodgement

Dear Sirs

Quarterly Activities Report

The Board of NMG Corporation Limited (**NMG or the Company**) is pleased to report on its activities for the quarter ended 31 December 2017.

Corporate Activity and Acrow Transaction Update

As announced by the Company on 22 December 2017, the Company has entered into a conditional agreement to acquire 100% of the issued capital in a formwork systems and hire equipment provided, Acrow Holdings Pty Limited (**Acrow**).

Since then, the Company has sought and obtained in-principle advice from ASX regarding the suitability of the merged entity (at completion of the proposed transaction) for re-instatement to the Official List of ASX. The ASX did not identify any issues.

In order to fund transaction costs and for working capital, the Company has borrowed \$800K from unsecured lenders via a convertible note. The lenders include Neo Camelot Holdings, an entity likely to become a related party. Under the terms of the note, the lenders will be paid a 5% arrangement fee and a 12.5% coupon. These noteholders have agreed to re-invest the coupon and arrangement fee under the prospectus to be issued by the Company.

In addition to resolutions to effect the proposed transaction, shareholder approval will be sought for the full borrowed amount to convert to shares, at the same issue price as the shares that will be offered under a prospectus to raise up to \$27.2m that will be lodged by the Company as part of the transaction. No conversion will occur unless such shareholder approval has been obtained.

Separately, the Company has been advised that firm commitments from a group of non-associated sophisticated and/or professional investors for \$7.6m has been received. These investors include the

family office of the Kennard Family and entities related to Mr Peter Lancken, proposed director of the Company. In addition, Bell Potter has been appointed lead manager of the public offer.

Following the Company's entry into formal documentation with respect to the transaction, the Company has resumed payment of salaries/fees for the current Board, which were frozen from 1 July 2017 to 31 December 2017.

Mining and Exploration Activities

The directors of the Company's subsidiary, Noble Mineral Resources Ghana Limited ("NMRGL") are continuing to liaise with the Minister of Lands and Natural Resources to progress the renewal of the Company's Cape Three Points South Prospecting Licences. Ministerial approval is the final hurdle in the renewal of this tenement.

The Company continues to work with Gondor Geoconsult Pty Ltd, a geological consultancy firm to assess its Cape Three Point tenements.

For any questions, please contact the undersigned on +61 2 8072 1400.

Yours faithfully

A handwritten signature in black ink, appearing to read 'Andrew Whitten', with a stylized, flowing script.

Andrew Whitten
Company Secretary