

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme Manuka Resources Limited

ACN/ARSN 611 963 225

1. Details of substantial holder (1) Level 1 Pty Ltd (ACN 105 622 928) <The Level one trust>, Kizogo Pty Ltd (ACN003 334 370) <Bergan Executive Retirement Fund>, Claymore Capital Pty Ltd (ACN 082 722 290) <Nominee trading a/c>, Mile Oak Investments Limited, Sharron Ruth Rosenberg (together the "relevant entities")
Name
ACN/ARSN (if applicable) N/A

The holder became a substantial holder on 10 July 2020

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	29,686,268	29,686,268	11.91%

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
The relevant entities	Relevant interest under paragraph 608(1)(a) and 608(2) of the <i>Corporations Act 2001</i> (Cth), being a relevant interest arising as a result of having the power to control the exercise of the right to vote attached to securities and/or to control the exercise of the power to dispose of securities in a proprietary capacity.	29,686,268

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
See Annexure A			

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	
The Relevant entities		N/A	Shares issued as seed capitalist at nil consideration and shares issued as repayment of loan at 20 cents per share	29,686,268 FPO

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 annexure A	

7. Addresses

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

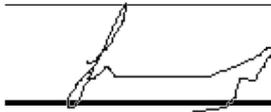
Name	Address
See Annexure A	

Signature

print name Anton Rosenberg

capacity Director /Trustee/ controller of relevant entities

sign here



date 28 /07 /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 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

Section 4 – Details of relevant interests

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Class and number of securities
The relevant entities	Level 1 Pty Ltd (ACN 105 622 928) <The Level one trust>	Level 1 Pty Ltd (ACN 105 622 928) <The Level one trust>,	10,119,496 FPO
The relevant entities	Kizogo Pty Ltd (ACN003 334 370) <Bergan Executive Retirement Fund>	Kizogo Pty Ltd (ACN003 334 370) <Bergan Executive Retirement Fund>	5,434,783 FPO
The relevant entities	Sharron Ruth Rosenberg	Sharron Ruth Rosenberg	543,478 FPO
The relevant entities	Claymore Capital Pty Ltd (ACN 082 722 290) <Nominee trading a/c>	Mile Oak Investments Limited	13,588,511 FPO

Section 6 – Associates

Name and ACN (if applicable)	Nature of association
Level 1 Pty Ltd (ACN 105 622 928) <The Level one trust>,	Director of trustee and beneficiary of trust
Kizogo Pty Ltd (ACN003 334 370) <Bergan Executive Retirement Fund>	Trustee of super fund
Sharron Ruth Rosenberg	wife
Mile Oak Investments Limited	Controller of entity

Name and ACN (if applicable)	Nature of association
Level 1 Pty Ltd (ACN 105 622 928) <The Level one trust>,	Level 27, 25 Bligh Street Sydney NSW 2000
Kizogo Pty Ltd (ACN003 334 370) <Bergan Executive Retirement Fund>	Level 27, 25 Bligh Street Sydney NSW 2000
Sharron Ruth Rosenberg	Level 27, 25 Bligh Street Sydney NSW 2000
Mile Oak Investments Limited	Level 27, 25 Bligh Street Sydney NSW 2000
Claymore Capital Pty Ltd (ACN 082 722 290) <Nominee trading a/c>	Level 27, 25 Bligh Street Sydney NSW 2000