

Form 603

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Corporations Act 2001
Section 671B

Notice of initial substantial holder

To: Company Name/Scheme

Pilbara Minerals Ltd.

ACN/ARSN

1. Details of substantial holder (1)

Name

WILLIAM (BILL) R LAMBERT

ACN/ARSN (if applicable)

The holder became a substantial holder on

14/6/16

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)
<u>ordinary</u>	<u>65,866,618</u>	<u>65,866,618</u>	<u>5.8%</u>

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
<u>Each Individual</u>	<u>Association of like minded holders</u>	<u>ordinary shares</u> <u>65,866,618</u>

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
<u>See Annex</u>			

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	
<u>N/A</u>				

6. Associates

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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
	Association of like minded Holders.

7. Addresses

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

Name	Address
William Lambert	55 Railwayline rd Kewarra Vie 3249

Signature

print name William Lambert capacity Group Co-ordinator
 sign here Bill Lambert date 14 / 6 / 16

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.

Name	Address	number of ordinary shares	
MR PETER HOWARD ATKINSON & MS JI HYUN KIM -PETER H ATKINSON S/F A/C-		564,643	564,643
Michael Langford		4,793,642	4,793,642
David Robinson		1,000,000	1,000,000
Paul Mc Sweeney		800,000	800,000
Mc Sweeney Superfund		328,928	328,928
Jae Teakle		525,812	525,812
Monique K. Stanley		194,435	194,435
Pasquale Bevilacqua		20,000,000	20,000,000
Riegio Bevilacqua		750,000	750,000
Desgall Pty Ltd		2,775,000	2,775,000
MR JAN-WILLEM MATTHIEU ASSELBERGS		1,569,791	1,569,791
Mr Jordan Robert Pratt		3,015,643	3,015,643
JP & Co Holdings S/F		159,921	159,921
Sarah Mary Wall		1,660,643	1,660,643
SODERLUND, Jens Emil & CULLEN, Sarah Constance		1,889,879	1,889,879
SODERLUND, Jens Emil		148,743	148,743
Tracey Janina Watt		1,765,643	1,765,643
Adrian Bruce Watt and Tracey Janine Watt ATF the A&T Watt Family Super Fund A/C		1,850,000	1,850,000
Ms. Eri Kan		270,500	270,500
Mr William R Lambert and Mrs Rosaria Lambert		1,175,643	1,175,643
Mr Karl Breen		135,000	135,000
Jae Teakle		525,812	525,812
Joseph Caruso		2,000,000	2,000,000
Garuba Super Fund		3,000,000	3,000,000
Jaelec Pty Ltd (Stanfield Family A/C)		60,428	60,428
Sheldon Pettit		75,643	75,643
MR WILLIAM WYNN JONES		85,910	85,910
WILLIAM WYNN JONES		201,151	201,151
Tim Hamilton		130,000	130,000
Tanya Emmatt		17,348	17,348
M & A Orchard Holdings Pty Ltd (Orchard Family Trust)		100,000	100,000
Scott Smart		180,210	180,210
S&R Superannuation		25,944	25,944
Mr Andrew graham palleson & mrs hui palleson<palleson superfund s/c>		1,236,543	1,236,543
Mr Andrew graham palleson		149,828	149,828
Miss Amanda Elizabeth zhao palleson		69,682	69,682
Elizabeth Amelia Emy		110,143	110,143
Nail George Pattingill		14,250	14,250
Christopher Ellis Linning		40,643	40,643
Dale Young		1,425,853	1,425,853
Alan Brian Hugh Utterson		315,643	315,643
Kathleen Campbell		80,000	80,000
Delta Sigma Super Fund		22,600	22,600
Power Roofing Pty Ltd		280,000	280,000
Power Roofing Investment Trust		30,000	30,000
Richard tapner		375,643	375,643
Peter Breen superannuation fund		2,325,000	2,325,000
Fraser Cockburn		35,000	35,000
Vinçe Buccello		165,000	165,000
Robert and Marie Anne Fowler		4,375,000	4,375,000
AMP North super Kenneth cheers		487,688	487,688
Ian Carter		773,080	773,080
Kenneth cheers superannuation		416,000	416,000
Kenneth Cheers		403,969	403,969
Timothy John Milderhall		767,448	767,448
JACKIT Superannuation Fund P/L		198,050	198,050
Cenith Cheers		53,243	53,243