

Replacing Notice
of 14/6/15 as a
consequence of a party
ceasing to be an
associate.

Form 603

Corporations Act 2001
Section 671B

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Notice of initial substantial holder

To, Company Name/Scheme

Pilbara Minerals Ltd.

ACN/ARSN

1. Details of substantial holder (1)

Name

ACN/ARSN (if applicable)

WILLIAM (Bill) R LAMBERT

The holder became a substantial holder on

15/6/15

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)
ORDINARY SHARES	57,754,083	57,754,083	5.05%

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
Each individual	Associate or of like minded holders	57,754,083

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 Annex			
Change of Names.			

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	
N/A				

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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
	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 Keweenaw Vic 3249

Signature

print name William Lambert capacity Group Co-ordinator.
 sign here Bill Lambert date 15/6/16

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.

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Name	Address	number of ordinary shares
MR PETER HOWARD ATKINSON & MRS JIYUN KIM-ROPER K ATKINSON SFC AGC		564,648
Michael Langford		4,796,642
Dwight Robinson		1,000,000
Paul Mcweeney		600,000
Ms Sweeney Superfund		239,878
48a Tisdale		555,812
Kenneth A. Shanley		130,025
Coronal Pty Ltd		2,775,000
MR JOHN WILLIAM MARTINEAU ACCRIFERS9		1,589,281
Mr Jordan Robert Firth		3,015,648
JP A Co Holdings SFC		108,601
Sarah Mary West		2,850,948
SCORPUSIO, Jane Emil & OLLEEN, Sveta Constance		3,889,779
SCORPUSIO, Jane Emil		148,746
Tracey Anne West		4,796,642
Adrian Bruce West and Tracey Jane West ATR the ASTR West Family Super Fund A/C		1,850,000
Ms. Ed Han		270,500
Mr William R Lambert and Mrs Rosetta Lambert		1,175,848
Terresa Jane Webb		118,250
Darcey Queen Superfund Fund		75,750
Joseph Curran		2,000,000
Centeno Super Fund		8,000,000
Jeanne Pty Ltd (Sheffield Family A/C)		80,028
Sheffield Fests		75,888
MR WILLIAM WYNN JONES		82,810
WILLIAM WYNN JONES		201,151
Tim Hamilton		150,000
Teresa Emma		17,348
M & A Orchard Holdings Pty Ltd (Orchard Family Trust)		100,000
Stacy Smart		180,210
SLAF Superfund		29,944
Mr Andrew Graham Jallison & Mrs Paul Jallison-Jallison superfund A/C		1,236,548
Mr Andrew Graham Jallison		149,828
Mrs Amanda Elizabeth Jee Jallison		69,882
Elizabeth Annals Emy		110,148
Niall George Pringle		14,750
Christopher Ellis Linking		40,648
Olaf Young		1,428,883
Alan Brian Hugh Uterson		315,648
Kathleen Campbell		80,000
Dana Sigma Super Fund		22,970
Power Funding Pty Ltd		280,000
Power Funding Investment Trust		80,000
Richard Smart		575,648
Peter Green Superfund Fund		2,925,000
Frozer Coroburn		35,000
Vinced Buzello		188,000
Robert and Marie Anne Fowler		4,975,000
ALP North super Kenneth Smart		407,488
Ian Caird		779,080
Kenneth Smart superfund		416,000
Kenneth Smart		409,888
Thouby Farm Medical		767,448
Jacqz Superfund Fund P/L		1,587,030
CEMI Oxyco		30,648
Michael Bruce Madley		20,888
Thomson Pty Ltd ATR the Thomson Super Fund No 2		590,000
Mr. Andrew W Johnson		131,261
Mr. Andrew W Johnson Tokera Super		12,882
Erwyn Louren		80,000
Mrs Sherry Marie Butler		71,888
Richard Forster		25,648
Julienne Calder		408,648
Kerri Berry		11,200
Lorraine Francesall		40,000
Ken Skelton		446,000
Alba Koutson		200,000
Georgia Patricia Lynch		92,928
Melissa Kovacska		1,085,802
Barbara Lunge		41,801
Koranyi Family SF		13,285
Christophel East		23,848
Edward Telle		411,508
Lucas Telle		130,848
Lucas Telle		653,170
Anthony Strudak		1,488,148
Alexander Shi		283,000
Anthony Palward		3,250,000
Vacohon Pty Ltd ATR Vacohon Super Fund		2,088,000
A & N Asset Moolana Pty Ltd ATR Fests Family Trust		246,000
General Bioscience		250,508
GM Wealth Super Fund		470,000
Gregory Vrhlik		230,628
Nad Varga		27,000
Abdul Halim Mummy		87,214
Kate Serevy		108,848
Karl Breen		84,827
Michael van der Vort		159,000
Nathan Corneli		198,208
Corporate Investments PTY LTD		449,528
Continual Investments S&IF		35,648
Blair Ormsby Brooker		100,000
Anthony Goodwin		276,648
Yong Han Li & Li Ming		182,000
Yong Han Li & Li Ming (H/T International super A/C		182,000
Pty Benjamin Bizio		480,000
Mary Elizabeth Szasz S&IF account		480,000
Sergio Aziz		138,278
The Blackwater Sharefund		79,648

57,756,965