



13 OCTOBER 2016

NOTICE OF GENERAL MEETING

Kin Mining NL (ASX: KIN or Company) today announced that it has received a Notice of General Meeting from GBM Investments No1 Pty Ltd, Botsis Holdings Pty Ltd and Hay Street Property Pty Ltd together holding at least 5% of the votes that may be cast at a general meeting of the Company convening a general meeting of shareholders pursuant to s249F of the Corporations Act 2001.

The Company believes that the Notice of Meeting has been dispatched to all shareholders, although the Company cannot confirm this at this time.

Shareholders are advised to contact the Company if they have not received a Notice of Meeting.

The Company is currently reviewing the Notice of Meeting with its legal advisors.

Yours Faithfully

Joe Graziano
Company Secretary

For further information, please contact:

Trevor Dixon
Executive Director
Kin Mining NL
+61 8 9242 2227

Joe Graziano
Director/Company Secretary
Kin Mining NL
+61 8 9242 2227

About Kin Mining NL

Kin Mining (ASX: KIN) is an emerging gold development company with a significant tenement portfolio in the Eastern Goldfields of Western Australia. Through exploration success and selective acquisition, the Company aims to become a profitable, high-margin Australian gold producer. The immediate focus of the Company is completing an updated pre-feasibility study at its flagship Leonora Gold Project (100%), containing a JORC resource of 722koz, by the end of the calendar year.

Kin's exploration is targeting near-mine and prospects within the transport corridor linking further discovery to a proposed independent processing plant located at the Leonora Gold Project.

Directors:

Terry Grammer Chairman	Trevor Dixon Executive Director	Fritz Fitton Technical Director	Joe Graziano Non-Exec Director & Co. Sec.
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Contact:

Office

Level 1, 342 Scarborough Beach Road
Osborne Park, Western Australia 6017
T: 08 9242 2227
E: info@kinmining.com.au
ACN: 150 597 541

Web: www.kinmining.com.au

Post

PO Box 565
Mt Hawthorn, Western Australia 6915

SHARES on Issue: 113,328,614

Unlisted Options: 13,775,000

**NOTICE OF GENERAL MEETING
CALLED PURSUANT TO SECTION 249F OF THE CORPORATIONS ACT**

Notice is given that a General Meeting of shareholders of Kin Mining N.L. ACN 150 597 541 (“**Kin**” or “**the Company**”) will be held at the Hay Room, BDO, 38 Station Street, Subiaco, Perth, Western Australia on 9 November 2016, commencing at 3:00pm (WST).

This meeting is being convened pursuant to section 249F of the Corporations Act 2001 (Cth) by GBM Investments No1 Pty Ltd, Botsis Holdings Pty Ltd and Hay Street Property Pty Ltd, being registered shareholders of Kin who together hold at least 5% of the votes that may be cast at a general meeting of the Company (**Convening Shareholders**).

The Explanatory Statement which accompanies this Notice of Meeting provides additional information on matters to be considered at the Meeting. The Explanatory Statement and Proxy Form are part of this Notice of Meeting.

Capitalised terms and abbreviations used in this Notice of Meeting and the Explanatory Statement are defined in the Glossary.

AGENDA

SPECIAL BUSINESS

Resolution 1: Removal of Mr. Giuseppe (Joe) Graziano as a director of the Company

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

“That pursuant to, and in accordance with, section 203D of the Corporations Act 2001 (Cth) and the Company’s constitution, Mr. Giuseppe (Joe) Graziano be removed as a director of the Company with immediate effect.”

Resolution 2: Removal of Mr. Terrence Grammer as a director of the Company

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

“That pursuant to, and in accordance with, section 203D of the Corporations Act 2001 (Cth) and the Company’s constitution, Mr. Terrence Grammer be removed as a director of the Company with immediate effect.”

Resolution 3: Removal of Mr. Marvyn (Fritz) Fitton as a director of the Company

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

“That pursuant to, and in accordance with, section 203D of the Corporations Act 2001 (Cth) and the Company’s constitution, Mr. Marvyn (Fritz) Fitton be removed as a director of the Company with immediate effect.”

Resolution 4: Appointment of Mr. Peter Ingram as a director of the Company

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

“That subject to the passing of Resolutions 5 and 6, Mr. Peter Ingram, having consent to act, be appointed as a director of the Company with immediate effect.”

Resolution 5: Appointment of Mr. Paul Kopejtka as a director of the Company

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

“That subject to the passing of Resolutions 4 and 6, Mr. Paul Kopejtka, having consent to act, be appointed as a director of the Company with immediate effect.”

Resolution 6: Appointment of Mr. Franciscus Sibbel as a director of the Company

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

“That subject to the passing of Resolutions 4 and 5, Mr. Franciscus Sibbel, having consent to act, be appointed as a director of the Company with immediate effect.”

Resolution 7: Removal of directors appointed after this Notice of Meeting

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

“That subject to the passing of Resolutions 4 – 6 (inclusive), any person appointed as a director of Kin Mining NL between 5 September 2016 and the end of this meeting (other than Mr. Ingram, Mr. Kopejtka and Mr. Sibbel) be removed as a director of Kin Mining NL, with immediate effect.”

Voting at the General Meeting

The Convening Shareholders have determined pursuant to Regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Meeting are those who are registered Shareholders of the Company at 5:00pm (WST) on 7 November 2016. Accordingly, transactions registered after that time will be disregarded in determining entitlements to attend and vote at the meeting.

Voting by proxy

If you are unable to attend the General Meeting, you are encouraged to complete and return a proxy form to the Company. Two proxy forms accompany this document.

One proxy form is an open form which may be completed as you wish.

The second proxy form is a pre-completed form appointing Paul Kopejtka as your proxy and voting in favour of all of the proposed resolutions.

If you wish to support the Convening Shareholders and would like to appoint a representative of the Convening Shareholders as your proxy, then you may simply use the second proxy form.

If you do not give a direction to your proxy, the proxy form provides that your proxy is directed to vote your shares in favour of each resolution.

Other proxy and voting entitlement instructions are included on the Proxy Form accompanying this Notice of General Meeting.

Appointment of Computershare Investor Services as Proxy Collector

To ensure the integrity of the proxy voting process, the Convening Shareholders have engaged a professional and independent expert, Computershare Investor Services (**Computershare**), to properly collect and collate Proxy Forms returned to it. Computershare is under strict obligations pursuant to its appointment to at all times handle the Proxy Forms with due care and skill and to safeguard the Proxy Forms against tampering, filtering or other inappropriate handling.

Please note that in order for your appointment of proxy to be effective, Computershare will need to forward your Proxy Form to the Company so that it is received by the Company by no later than 3:00pm (WST) on 7 November 2016, being 48 hours before the General Meeting. In order for it to do so, please complete, sign and return your Proxy Form to Computershare in accordance with the details appearing on the Proxy Form as soon as possible and in any event no later than 5:00pm (WST) on 4 November 2016. As an alternative to returning the Proxy Forms to Computershare, you can send your completed Proxy Form directly to *Advanced Share Registry Services* (being KIN's share registry) before 3:00pm (WST) on 7 November 2016.

If you return your proxy form to either Computershare or *Advanced Share Registry Services* but do not nominate a specific person to act as your proxy, the Chairman of the meeting will be your proxy and will vote on your behalf as you direct on the proxy form.

Further queries

If you have any queries in relation to the General Meeting, you can contact the Convening shareholders by emailing info@fixkinmining.com or visiting www.fixkinmining.com.

Dated 5 October 2016

Signed by and for the Convening Shareholders.

GBM Investments No1 Pty Ltd ACN 612 513 176

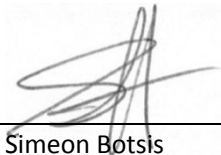
Sole Director and Sole Company Secretary



Mr Gregory Martin

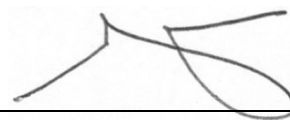
Botsis Holdings Pty Ltd ACN 008 893 641

Director



Simeon Botsis

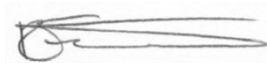
Director/Secretary



Philip Botsis

Hay Street Property Pty Ltd ACN 111 261 520

Sole Director and Sole Company Secretary



Rosie Featherby

EXPLANATORY STATEMENT

1. INTRODUCTION

This Explanatory Statement has been prepared for the information of Shareholders of Kin Mining N.L. ("**Kin**" or "**the Company**") in connection with the business to be conducted at the General Meeting of Shareholders to be held on 9 November 2016, commencing at 3:00pm (WST) at the Hay Room, BDO, 38 Station Street, Subiaco, Perth, Western Australia. Shareholders should read this Explanatory Statement in full.

This Explanatory Statement forms part of and should be read in conjunction with the accompanying Notice of Meeting.

2. WHY HAS THIS MEETING BEEN CALLED?

Section 249F of the Corporations Act provides that members with at least 5% of the votes that may be cast at a general meeting of the Company may call, and arrange to hold, a general meeting.

GBM Investments No1 Pty Ltd, Botsis Holdings Pty Ltd and Hay Street Property Pty Ltd (together the **Convening Shareholders**) are registered shareholders of the Company who together hold at least 5% of the votes that may be cast at a general meeting of the Company.

The Convening Shareholders have convened this meeting under section 249F of the Corporations Act to seek the removal of three of the existing directors of the Company in Messrs Terrence Grammer, Giuseppe (Joe) Graziano and Marvyn (Fritz) Fitton, and the appointment of Messrs Peter Ingram, Paul Kopejtka and Franciscus (Frank) Sibbel as directors of the Company.

The Convening Shareholders have prepared a statement outlining their reasons for seeking to change the Board of the Company.

A copy of that statement is attached to this Explanatory Statement.

3. PROPOSED NEW DIRECTOR PROFILES

Profiles of each of the proposed new directors of the Company are set out in the statement from the Convening Shareholders attached to this Explanatory Memorandum.

In accordance with the Company's Constitution, each of the proposed new directors has given his consent to the nomination for his candidature as a director of the Company. Each notice of candidature and the consent to such nomination are attached in Schedule 1 to this Explanatory Memorandum.

Profiles of each of the existing directors of the Company that are the subject of resolutions for their removal may be located on the Company's website at www.kinmining.com.au.

4. DEFINITIONS

Chairman	the chairman of the Meeting.
Corporations Act	means the Corporations Act 2001 (Cth).
Director	means a director of the Company.
Explanatory Statement	means this Explanatory Statement.
KIN or Company	means Kin Mining NL ACN 150 597 541.
Meeting or General Meeting	means the meeting convened by the Notice of Meeting.
Notice of Meeting	means the notice of Meeting which forms part of this Explanatory Statement.
Proxy Form	means the proxy form accompanying the Notice of Meeting.
Share	means a fully paid ordinary share in the capital of the Company.
Shareholder	means a holder of a Share.

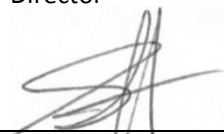
Schedule 1 – Notices of Candidature from the Proposed Directors

Nomination for Candidature for Office of a director of Kin Mining NL

For the purposes of Clause 11.7 of the Constitution of Kin Mining NL ACN 150 597 541 (the **Company**), Botsis Holdings Pty Ltd, being a shareholder of the Company, nominate Mr Peter Anthony John Ingram to be elected as a director of the Company.

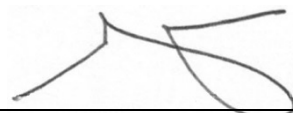
Executed by Botsis Holdings Pty Ltd ACN 008 893 641

Director



Simeon Botsis

Director/Secretary



Philip Botsis

Consent to act as a director of Kin Mining NL

For the purposes of Clause 11.7 of the Company's Constitution, I, Mr Peter Anthony John Ingram, consent to my nomination for election as a director of the Company.

For the purposes of section 201D of the Corporations Act, I also consent to act as a director of the Company.



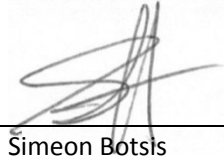
Mr Peter Anthony John Ingram

Nomination for Candidature for Office of a director of Kin Mining NL

For the purposes of Clause 11.7 of the Constitution of Kin Mining NL ACN 150 597 541 (the **Company**), Botsis Holdings Pty Ltd, being a shareholder of the Company, nominate Mr Paul Kopejtka to be elected as a director of the Company.

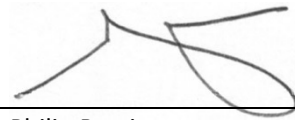
Executed by Botsis Holdings Pty Ltd ACN 008 893 641

Director



Simeon Botsis

Director/Secretary



Philip Botsis

Consent to act as a director of Kin Mining NL

For the purposes of Clause 11.7 of the Company's Constitution, I, Mr Paul Kopejtka, consent to my nomination for election as a director of the Company.

For the purposes of section 201D of the Corporations Act, I also consent to act as a director of the Company.



Mr Paul Kopejtka

Nomination for Candidature for Office of a director of Kin Mining NL

For the purposes of Clause 11.7 of the Constitution of Kin Mining NL ACN 150 597 541 (the **Company**), Botsis Holdings Pty Ltd, being a shareholder of the Company, nominate Mr Franciscus (Frank) Sibbel to be elected as a director of the Company.

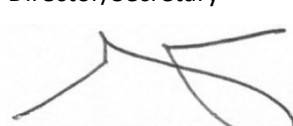
Executed by Botsis Holdings Pty Ltd ACN 008 893 641

Director



Simeon Botsis

Director/Secretary



Philip Botsis

Consent to act as a director of Kin Mining NL

For the purposes of Clause 11.7 of the Company's Constitution, I, Mr Franciscus (Frank) Sibbel, consent to my nomination for election as a director of the Company.

For the purposes of section 201D of the Corporations Act, I also consent to act as a director of the Company.



Mr Franciscus (Frank) Sibbel

KIN MINING NL

ABN 30 150 597 541

Lodge your vote:



By Mail:

Computershare Investor Services Pty Limited
GPO Box 1282 Melbourne
Victoria 3001 Australia

Alternatively you can fax your form to
(within Australia) 1800 783 447
(outside Australia) +61 3 9473 2555

For all enquiries contact:

(within Australia) 1300 889 468
(outside Australia) +61 2 8022 7947
Operating hours for calls are Mon-Fri 9-5pm AEDT

Email: info@fixkinmining.com

Proxy Form

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For your vote to be effective it must be received by 5:00pm (WST) Friday, 4 November 2016

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

Appointment of Proxy

Unless otherwise instructed the proxy may vote as the proxy thinks fit. If you appoint the Requisitioning Members' or Chairman as your proxy and you do not direct how the Requisitioning Members' or the Chairman are to vote, then you will be taken to have directed that the Requisitioning Members' or Chairman vote in favour of the Resolution and the Requisitioning Members' or the Chairman will vote accordingly.

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite the item of business. If you do not mark a box your proxy may vote as they see fit. If you mark more than one box on the item your vote will be invalid.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of your voting rights you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage or number of your total voting rights for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage or number of total voting rights for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

Signing Instructions

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

Attending the Meeting

Bring this form to assist registration. If a representative of a corporate securityholder or proxy is to attend the meeting you will need to provide the appropriate "Certificate of Appointment of Corporate Representative" prior to admission. A form of the certificate may be obtained from the Company's Share Registrar.

Turn over to complete the form →

☐

Change of address. If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.

Proxy Form

Please mark ☒ to indicate your directions

STEP 1 Appoint a Proxy to Vote on Your Behalf

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I/We being a member/s of KIN Mining NL hereby appoint

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the Chairman
of the Meeting **OR**



PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the Meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the 249F General Meeting of KIN Mining NL to be held at the Hay Room, BDO, 38 Station Street, Subiaco, Perth, Western Australia on Wednesday, 9 November 2016 at 3:00pm (WST) and at any adjournment or postponement of that Meeting.

STEP 2 Items of Business



PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

		For	Against	Abstain
Resolution 1	Removal of Mr. Giuseppe (Joe) Graziano as a director of the Company	☐	☐	☐
Resolution 2	Removal of Mr. Terrence Grammer as a director of the Company	☐	☐	☐
Resolution 3	Removal of Mr. Marvyn (Fritz) Fitton as a director of the Company	☐	☐	☐
Resolution 4	Appointment of Mr. Peter Ingram as a director of the Company	☐	☐	☐
Resolution 5	Appointment of Mr. Paul Kopejtko as a director of the Company	☐	☐	☐
Resolution 6	Appointment of Mr. Franciscus Sibbel as a director of the Company	☐	☐	☐
Resolution 7	Removal of directors appointed after this Notice of Meeting	☐	☐	☐

Any undirected proxies for the Chairperson of the Meeting will be deemed to be a direction by the proxy holder for the proxy to be cast in favour of the relevant resolution.

SIGN Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

Contact
Name

Contact
Daytime
Telephone

Date / /

KIN MINING NL

ABN 30 150 597 541

Lodge your vote:



By Mail:

Computershare Investor Services Pty Limited
GPO Box 1282 Melbourne
Victoria 3001 Australia

Alternatively you can fax your form to
(within Australia) 1800 783 447
(outside Australia) +61 3 9473 2555

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(outside Australia) +61 2 8022 7947
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Email: info@fixkinmining.com

Proxy Form

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 **For your vote to be effective it must be received by 5:00pm (WST) Friday, 4 November 2016**

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

Appointment of Proxy

Unless otherwise instructed the proxy may vote as the proxy thinks fit. If you appoint the Requisitioning Members' or Chairman as your proxy and you do not direct how the Requisitioning Members' or the Chairman are to vote, then you will be taken to have directed that the Requisitioning Members' or Chairman vote in favour of the Resolution and the Requisitioning Members' or the Chairman will vote accordingly.

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite the item of business. If you do not mark a box your proxy may vote as they see fit. If you mark more than one box on the item your vote will be invalid.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of your voting rights you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

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Turn over to complete the form →