

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme **TALISMAN MINING LTD**

ACN/ARSN 079 536 495

1. Details of substantial holder(1)

Name **KERRY KYRIAKOS HARMANIS**

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on 29/11/ 2012

The previous notice was given to the company on 15/08/2011

The previous notice was dated 15/08/2011

2. Previous and present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Fully paid Ordinary Shares (FPO)	16,913,452	12.96%	15,943,452	12.12%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
13/02/12	Harman Nominees	Purchase	51,240	112,000	112,000
14/02/12	Harman Nominees	Purchase	9,170	19,000	19,000
15/02/12	Harman Nominees	Purchase	49,898	100,000	100,000
16/02/12	Harman Nominees	Purchase	52,789	105,000	105,000
22/02/12	Harman Nominees	Purchase	54,096	100,000	100,000
23/02/12	Harman Nominees	Purchase	33,511	60,109	60,109
23/02/12	Harman Nominees	Purchase	2,230	3,891	3,891
28/02/12	Harman Nominees	Purchase	27,324	49,500	49,500
29/02/12	Harman Nominees	Purchase	16,233	29,354	29,354
01/03/12	Harman Nominees	Purchase	633.77	1,146	1,146
01/03/12	Harman Nominees	Sell	49,500	(90,000)	(90,000)
02/03/12	Harman Nominees	Purchase	5,530.25	10,000	10,000
31/03/12	Kerry Harmanis	No longer shareholder of NKWA Pty Ltd	Nil	(1,470,000)	(1,470,000)
31/3/12	Kerry Harmanis	Offmarket transfer NKWA to Tyche	668,850	(1,470,000)	(1,470,000)
26/06/12	Harman Nominees P/L	Change of Trustee	N/A	(4,563,451)	(4,563,451)
26/06/12	Harmanis Holding P/Ls	Change of Trustee	N/A	4,563,451	4,563,451
29/11/12	Tyche Holdings P/L	Off market transfer NKWA to Tyche	668,850	1,470,000	1,470,000

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Tyche Holdings Pty Ltd	Tyche Holdings Pty Ltd	Tyche Holdings Pty Ltd	Indirect	11,380,001	11,380,001
Harmanis Holdings Pty Ltd	Harmanis Holdings Pty Ltd	Harmanis Holdings Pty Ltd	Indirect	4,563,451	4,563,451

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
NKWA Pty Ltd	Ceased: Kerry Harmanis no longer a shareholder

6. Addresses

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

Name	Address
Kerry Harmanis	11A Walba Way Swanbourne WA 6010
Tyche Holdings Pty Ltd	118A Marine Parade Cottesloe WA 6011
Harmanis Holdings Pty Ltd	118A Marine Parade Cottesloe WA 6011

Signature

print name

Kerry Kyriakos Harmanis

capacity

SUBSTANTIAL HOLDER

sign here



date

12/12/12

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 the names and addresses of members is clearly set out in paragraph 6 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - a. any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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).
 - c. See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) 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.
- (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) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.