



8 March 2017

The Company Announcements Office
Level 10 Exchange Centre
20 Bond Street
SYDNEY NSW 2000

Attention - Company Announcements Officer

NOTICE OF CHANGE IN INTERESTS OF SUBSTANTIAL HOLDER

The company wish to advise receipt of the following notification;

- Form 604 – Notice of change of interests of substantial holder – Querion Pty Ltd

Yours sincerely

Rebecca Holland-Kennedy
Managing Director
PepinNini Minerals Limited

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder****To** Company Name/Scheme **PepinNini Minerals Limited**ACN/ARSN **101 714 989****1. Details of substantial holder (1)**Name **Querion PtyLtd**ACN/ARSN (if applicable) **002 635 350**There was a change in the interests of the substantial holder on **07 / Mar / 2017**The previous notice was given to the company on **07 / Mar / 2017**The previous notice was dated **07 / Mar / 2017****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)
Ordinary	36,905,455	10.2%	37,405,455	10.37%

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 (7)	Class and number of securities affected	Person's votes affected
7 Mar 17	Querion Pty Ltd	Purchase of shares	on market	37,405,455 ordinary shares	37,405,455

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
Querion Pty Ltd	Querion Pty Ltd	Querion Pty Ltd	Shareholder	37,405,455 ordinary shares	37,405,455

The persons who are substantial holder in relation to voting interests in the company

Name and ACN/ARSN (if applicable)	Nature of association

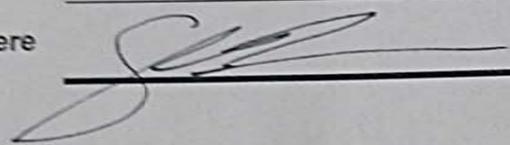
6. Addresses

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

Name	Address
Querion Pty Ltd	PO BOX 1324, FREMANTLE, WA 6959

Signature

print name Gavin Brown capacity Director

sign here  date 08/Mar/2017

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporate 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 the group with 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 subject to a contract applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement of the 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 rights 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.
- (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 or contingent on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associates 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 (or persons) from whom the relevant interest was acquired,