

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme **MANHATTAN CORPORATION LIMITED** _____

ACN/ARSN **61 123 156 089** _____

1. Details of substantial holder ⁽¹⁾

Name **ALAN J EGGERS and ASSOCIATES** _____

ACN/ARSN (if applicable) _____

There was a change in the interests of the substantial holder on **6 May 2013** _____

The previous notice was given to the company on **3 January 2012** _____

The previous notice was dated **3 January 2012** _____

2. Previous and present voting power

The total number of votes attached to all voting shares in the company or voting interests in the scheme that the substantial holder or an associate ⁽²⁾ had 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 shares	31,201,461	33.52%	31,201,461	31.05%

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
6 May 2013	ALAN J EGGERS	Dilution by Manhattan issue of Placement Shares	N/A	Ordinary Shares 7,600,000	7,600,000
6 May 2013	MINVEST SECURITIES (NEW ZEALAND) LIMITED	Dilution by Manhattan issue of Placement Shares	N/A	Ordinary Shares 23,251,461	23,251,461
6 May 2013	WESMIN CONSULTING PTY LTD	Dilution by Manhattan issue of Placement Shares	N/A	Ordinary Shares 300,000	300,000
6 May 2013	ALAN J EGGERS SUPER FUND	Dilution by Manhattan issue of Placement Shares	N/A	Ordinary Shares 50,000	50,000

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	Class and number of securities	Person's votes
ALAN J EGGERS	Same	Same	DIRECTLY HELD	ORDINARY SHARES 7,600,000	7,600,000
MINVEST SECURITIES (NEW ZEALAND) LIMITED	Same	Same	DIRECTOR AND ADVISER	ORDINARY SHARES 23,251,461	23,251,461
WESMIN CONSULTING PTY LTD	Same	Same	DIRECTOR	ORDINARY SHARES 300,000	300,000
ALAN J EGGERS SUPER FUND	Same	Same	DIRECTLY HELD	ORDINARY SHARES 50,000	50,000

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 interest in the company or scheme are as follows:


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

6. Addresses

Name	Address
ALAN J EGGERS	P.O. BOX 1038, WEST PERTH, W.A. 6872
MINVEST SECURITIES (NEW ZEALAND) LIMITED WN.335066	P.O. BOX 1038, WEST PERTH, W.A. 6872
WESMIN CONSULTING PTY LTD	P.O. BOX 1038, WEST PERTH, W.A. 6872
ALAN J EGGERS SUPER FUND	P.O. BOX 1038, WEST PERTH, W.A. 6872

Signature

Print name **ALAN J EGGERS** _____ capacity **Substantial Security Holder** _____

Sign here  _____ date **8 May 2013** _____

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 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).
- 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.
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Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme MANHATTAN CORPORATION LIMITEDACN/ARSN 61 123 156 089**1. Details of substantial holder ⁽¹⁾**Name JOHN ANDREW GOWANS SETON and ASSOCIATES

ACN/ARSN (if applicable) _____

There was a change in the interests of the substantial holder on 6 May 2013The previous notice was given to the company on 3 January 2012The previous notice was dated 3 January 2012**2. Previous and present voting power**The total number of votes attached to all voting shares in the company or voting interests in the scheme that the substantial holder or an associate ⁽²⁾ had 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 shares	26,658,721	28.56%	26,658,721	26.53%

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
6 May 2013	CLAYMORE TRUSTEES LIMITED	Dilution by Manhattan issue of Placement Shares	N/A	Ordinary Shares 3,407,260	3,407,260
6 May 2013	MINVEST SECURITIES (NEW ZEALAND) LIMITED	Dilution by Manhattan issue of Placement Shares	N/A	Ordinary Shares 23,251,461	23,251,461

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	Class and number of securities	Person's votes
CLAYMORE TRUSTEES LIMITED	Same	Same	INDIRECTLY HELD	ORDINARY SHARES 7,600,000	3,407,260
MINVEST SECURITIES (NEW ZEALAND) LIMITED	Same	Same	DIRECTOR	ORDINARY SHARES 23,251,461	23, 251,461

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 interest in the company or scheme are as follows:

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

6. Addresses

Name	Address
CLAYMORE TRUTEES LIMITED	C/- CLAYMORE LAW 63 FORT STREET, AUCKLAND, NEW ZEALAND
MINVEST SECURITIES (NEW ZEALAND) LIMITED	P.O. BOX 1038, WEST PERTH, W.A. 6872

Signature

Print name **JOHN ANDREW GOWANS SETON** _____ capacity **Substantial Security Holder** _____

Sign here  _____ date **8 May 2013** _____

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 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).
- 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.

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 ⁽⁹⁾	Nature of relevant interest	Class and number of securities	Person's votes
NICHOLAS P S OLISOFF	Same	Same	DIRECTLY HELD	ORDINARY SHARES 9,059,462	9,059,462

5. Changes in association

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

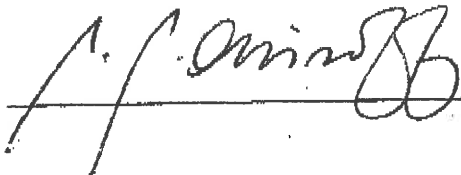
Name and ACN/ARN (if applicable)	Nature of association

6. Addresses

Name	Address
NICHOLAS P S OLISOFF	P.O. BOX 78376 GREY LYNN AUCKLAND NEW ZEALAND

Signature

Print name NICHOLAS P S OLISOFF capacity Substantial Security Holder

Sign here  date 8 May 2013

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 6 of the form.
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 - (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).
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 - (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".
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