

**Form 603**Corporations Act 2001  
Section 671B**Notice of initial substantial holder**To Company Name/Scheme **HOT CHILI LIMITED**ACN/ARSN **130 955 725****1. Details of substantial holder (1)**Name **PANORAMIC RESOURCES LIMITED**ACN/ARSN (if applicable) **095 792 288**The holder became a substantial holder on **07/02/2012****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) |
|-----------------------------------|----------------------|--------------------|------------------|
| <b>Ordinary Fully-Paid Shares</b> | <b>11,500,001</b>    | <b>11,500,001</b>  | <b>5.76%</b>     |
|                                   |                      |                    |                  |

**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               |
|------------------------------------|---|--|
| <b>Panoramic Resources Limited</b> | <b>Controlling entity &amp; related body corporate of the beneficial owner of the securities, Panoramc Copper Pty ltd</b> | <b>11,500,001 Ordinary Fully-Paid Shares</b> |
|                                    |   |  |

**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               |
|------------------------------------|---------------------------------|--|--|
| <b>Panoramic Resources Limited</b> | <b>Panoramic Copper Pty Ltd</b> |  | <b>11,500,001 Ordinary Fully-Paid Shares</b> |
|                                    |                                 |  |  |

**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   |   |
| <b>Panoramic Resources Limited</b> | <b>7 February 2012</b> | <b>\$2,900,000</b> | <b>N/A</b> | <b>4,833,334 Ordinary Fully-Paid Shares</b> |
|                                    |                        |                    |            |   |

**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                                      |
|---|--|
| Panoramic Copper Pty Ltd<br>ACN 151 026 729   | Body Corporate controlled by Panoramic Resources Limited   |
| Each of the Panoramic Associates named in the list annexed to this notice & marked "Annexure A" | Bodies Corporate controlled by Panoramic Resources Limited |

**7. Addresses**

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

| Name  | Address                                |
|---|--|
| Panoramic Resources Limited<br>Panoramic Copper Pty Ltd | Level 9, 553 Hay Street, Perth WA 6000 |
| Each of the Panoramic Associates                        | Level 9, 553 Hay Street, Perth WA 6000 |

**Signature**

print name      **VERA WALDBY**      capacity      **ASSISTANT COMPANY SECRETARY**

sign here

*Waldby.V.*

date

*8 / 2 / 2012*

**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

**Annexure A**  
**Panoramic Resources Limited**  
**ACN 095 792 288**

**Panoramic Resources Limited – Associates**

This is **Annexure A** of 1 page referred to in the Form 603 Notice of Initial Substantial Holder signed by me and dated 8 February 2012.

Savannah Nickel Mines Pty Ltd  
SMY Copernicus Pty Ltd  
Cherish Metals Pty Ltd  
Pindan Exploration Company Pty Ltd  
Panoramic Gold Pty Ltd  
Panoramic Copper Pty Ltd  
Copernicus Nickel Mines Pty Ltd  
Lanfranchi Nickel Mines Pty Ltd  
Donegal Resources Pty Ltd  
Donegal Lanfranchi Pty Ltd  
Pindan (USA) Inc.  
Pindan (Finland) Exploration Oy

**The address for each of the above associates is c/- Level 9, 553 Hay Street, Perth WA 6000**



Vera Waldby  
Assistant Company Secretary  
Panoramic Resources Limited

Date: 8 February 2012