

NORTON'S TAKEOVER OFFER FOR KMC BECOMES UNCONDITIONAL

26 July 2013

About Norton

Norton Gold Fields Limited (ASX:NGF) is an established mid-tier unhedged gold producer.

In the six months ended 30 June 2013, Norton produced 85,517 ounces of gold from its open cut and underground operations at Paddington, near Kalgoorlie in Western Australia.

The Company holds extensive granted mining and exploration leases in the pre-eminent Kalgoorlie goldfields, with a land package of 678km².

Norton's growth will come from optimising existing operations and acquiring and developing resources.

For more information, please visit our website.

www.nortongoldfields.com.au

Norton Gold Fields (ASX: NGF)

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Jinghe Chen

Non-Executive Chairman

Dianmin Chen

**Managing Director
& Chief Executive Officer**

Norton Gold Fields Limited (ASX: NGF) ("Norton") is pleased to announce that it has declared its takeover offer for the ordinary shares and listed options in Kalgoorlie Mining Company Limited (ASX: KMC) free from all conditions.

As at the close of business on 25 July 2013, Norton had received acceptances representing 84.85% of KMC's shares and 55.50% of KMC's listed options.

KMC securityholders who have already accepted Norton's offers will be issued their new Norton securities no later than 26 September 2013.

KMC securityholders who have not yet accepted Norton's offers but do so prior to the close of the offer period at 7.00pm (Sydney time) on Friday, 7 August 2013 (unless extended), will be issued their new Norton securities no later than 28 September 2013.

Superior Proposal Unlikely To Eventuate

Given the strong control position of Norton, it is unlikely that a superior proposal will eventuate.

The KMC Board has unanimously recommended that remaining security holders accept Norton's offer without delay, in the absence of a superior proposal.

The offer is scheduled to close at 7.00pm (Sydney time) on 7 August 2013 (unless extended).

Attached is a notice under section 650F of the *Corporations Act 2001* (Cth) in which Norton formally declares its offers to be unconditional.

Upon Norton obtaining a relevant interest in KMC shares of at least 90%, Norton intends to proceed to compulsory acquisition of all outstanding KMC shares. KMC shareholders who do not accept the offer during the offer period and whose shares are subject to compulsory acquisition will not receive consideration until after the compulsory acquisition process, which is likely to be longer than one month after the close of the offer period.

Upon Norton obtaining a relevant interest in KMC listed options of at least 90%, Norton intends to proceed to compulsory acquisition of all outstanding KMC listed options. KMC listed optionholders who do not accept the offer during the offer period and whose options are subject to compulsory acquisition will not receive consideration until after the compulsory acquisition process, which is likely to be longer than one month after the close of the offer period.

It is expected that ASX will suspend quotation of KMC shares after compulsory acquisition commences.

For further information please contact :

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**NORTON GOLD FIELDS LIMITED (ABN 23 112 287 797)
NOTICE UNDER SECTION 650F OF THE CORPORATIONS ACT 2001 (CTH)
NOTICE THAT OPTION OFFER FREE FROM DEFEATING CONDITIONS**

**To: ASX Limited; and
Kalgoorlie Mining Company Limited ACN 091 009 559**

In accordance with section 650F of the Corporations Act 2001 (Cth) and Clause 13.4 of Norton Gold Fields Limited ABN 23 112 287 797 (**Norton**) bidder's statement dated 23 May 2013 as supplemented by a supplementary bidder's statement dated 13 June 2013 (**Bidder's Statement**), Norton declares the offer for all listed options in Kalgoorlie Mining Company Limited ACN 091 009 559 (**KMC**) contained in the Bidder's Statement and all contracts formed by the acceptance of the offer to be free from all conditions contained in Clause 12.2 of the Bidder's Statement.

At the date of this notice, Norton's voting power in KMC is approximately 84.85% and pursuant to Norton's offer for the listed options, acceptances for 55.50% of the listed options of KMC have been received.

26 July 2013

Executed by Norton Gold Fields Ltd

A handwritten signature in black ink, appearing to be 'Dianmin Chen', written over a horizontal line.

Dr Dianmin Chen
Director

A handwritten signature in black ink, appearing to be 'Richard Jones', written over a horizontal line.

Richard Jones
Secretary



**NORTON GOLD FIELDS LIMITED (ABN 23 112 287 797)
NOTICE UNDER SECTION 650F OF THE CORPORATIONS ACT 2001 (CTH)
NOTICE THAT SHARE OFFER FREE FROM DEFEATING CONDITIONS**

To: ASX Limited; and

Kalgoorlie Mining Company Limited ACN 091 009 559

In accordance with section 650F of the *Corporations Act 2001* (Cth) and Clause 13.4 of Norton Gold Fields Limited ABN 23 112 287 797 (**Norton**) bidder's statement dated 23 May 2013 as supplemented by a supplementary bidder's statement dated 13 June 2013 (**Bidder's Statement**), Norton declares the offer for all ordinary fully paid shares in Kalgoorlie Mining Company Limited ACN 091 009 559 (**KMC**) contained in the Bidder's Statement and all contracts formed by the acceptance of the offer to be free from all conditions contained in Clause 11.2 of the Bidder's Statement.

At the date of this notice, Norton's voting power in KMC is approximately 84.85%.

26 July 2013

Executed by Norton Gold Fields Ltd

A handwritten signature in black ink, appearing to be 'Dianmin Chen', written over a horizontal line.

Dr Dianmin Chen
Director

A handwritten signature in black ink, appearing to be 'Richard Jones', written over a horizontal line.

Richard Jones
Secretary