



HERBERT
SMITH
FREEHILLS

Market Announcements Office
Australian Securities Exchange
20 Bridge Street
Sydney NSW 2000

29 February 2024
Matter 82743015
Via ASX Online

Dear Sir/Madam

Takeover bid by Zhaojin Capital (Hong Kong) Limited for Tietto Minerals Limited

We act for Zhaojin Capital (Hong Kong) Limited (**Zhaojin Capital**) in relation to its off market takeover bid under Chapter 6 of the *Corporations Act 2001* (Cth) for all of the fully paid ordinary shares in Tietto Minerals Limited ACN 143 493 118 (ASX:TIE) (**Tietto**).

Please see attached a formal notice of variation which was lodged with ASIC and Tietto today (and which has been sent to Tietto shareholders) that extends the offer period, together with a copy of the letter sent to Tietto shareholders accompanying the notice of variation.

Yours sincerely

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ZHAOJIN
ZHAOJIN MINING INDUSTRY COMPANY LIMITED
招金礦業股份有限公司

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

TIETKO
MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

29 February 2024

Dear Shareholder

Takeover bid by Zhaojin Capital (Hong Kong) Limited for Tietto Minerals Limited

Zhaojin Capital (Hong Kong) Limited (**Zhaojin Capital**) has extended the offer period under its takeover bid for all of the fully paid ordinary shares in Tietto Minerals Limited ACN 143 493 118 (**Tietto**) (the **Offer**).

The Offer is now scheduled to close at 7.00pm (Sydney time) on Friday, 5 April 2024 (unless extended or withdrawn).

A formal notice of variation required by the *Corporations Act 2001* (Cth) is attached.

If you accept the Offer, you will, subject to the satisfaction of the conditions to the Offer and subject to the other terms of the Offer, be paid A\$0.58 for each of your fully paid ordinary shares in Tietto. Further information in relation to the Offer is set out in Zhaojin Capital's bidder's statement dated 30 October 2023 (as supplemented by its first supplementary bidder's statement dated 18 December 2023).

If you have already accepted Zhaojin Capital's Offer you need not take any action. If you have not, I strongly urge you to accept the Offer without delay.

If you require a new acceptance form, or if you have any queries in relation to how to accept the Offer or any other matter relating to the takeover bid, please contact the Zhaojin Offer Information Line on 1300 918 419 (within Australia) or +61 3 9946 4423 (from outside of Australia), Monday to Friday (excluding public holidays) between 8.30am and 5.00pm (Sydney time).

Yours sincerely

Mr. Jiang Guipeng
Chairman
Zhaojin Capital (Hong Kong) Limited

A copy of this notice was lodged with ASIC on 29 February 2024. ASIC takes no responsibility for the contents of this notice.

Zhaojin Capital (Hong Kong) Limited

Takeover offer for Tietto Minerals Limited

Notice of variation — extension of offer period

To: Australian Securities and Investments Commission
ASX Limited
Tietto Minerals Limited

Each Tietto shareholder and other person referred to in section 650D(1)(c) and section 650D(2) of the Corporations Act 2001 (Cth) (as modified by *ASIC Corporations (Takeover Bids) Instrument 2023/683*)

Zhaojin Capital (Hong Kong) Limited (**Zhaojin Capital**) gives notice for the purposes of section 650D of the *Corporations Act 2001* (Cth) (**Corporations Act**) that its takeover offers for all of the fully paid ordinary shares in Tietto Minerals Limited ACN 143 493 118 (**Tietto**) contained in its bidder's statement dated 30 October 2023 (**Bidder's Statement**) (as supplemented by Zhaojin Capital's first supplementary bidder's statement dated 18 December 2023) are varied by extending the period during which the offer will remain open so that the offer will now close at 7.00pm (Sydney time) on Friday, 5 April 2024.

In addition, for the purposes of section 630(2)(b) of the Corporations Act, Zhaojin Capital gives notice that its takeover offers for all of the fully paid ordinary shares in Tietto contained in its Bidder's Statement are varied such that the new date for the purposes of giving notice of status of defeating conditions will be Thursday, 28 March 2024.

As at the date of this notice none of the defeating conditions to the offers in section 9.7 of the Bidder's Statement have been freed or, so far as Zhaojin Capital knows, fulfilled and, accordingly, the offers remain subject to those defeating conditions.

This variation (combined with the previous variation of the offers) has the effect of postponing, for more than one month, the time by which Zhaojin Capital must meet its obligations under the bid.

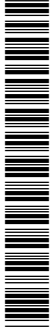
Offerees who have validly accepted the offer on or before the date of this notice are entitled to withdraw their acceptance by giving notice to Zhaojin Capital within one month beginning on the day after the day on which this notice was received. Offerees who withdraw their acceptance must return any consideration received for accepting the offer.

Any notice by an offeree withdrawing their acceptance must:

- (a) if their securities are in a CHESS Holding, be in the form of a Valid Originating Message transmitted to ASX Settlement by the Controlling Participant for that Holding, specifying the number of securities to be released from the Offer Accepted Subposition in which the securities have been reserved; or
- (b) in any other case, be in writing.

If an offeree withdraws their acceptance in this manner, and is legally entitled to withdraw their acceptance, Zhaojin Capital must before the end of 14 days after the day it is given the withdrawal notice:

- (a) return to the offeree any documents that were sent by the offeree to Zhaojin Capital with the acceptance of the offer; and

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- (b) if the offeree's securities are in a CHES Holding, Transmit to ASX Settlement a Valid Message that authorises the release of those securities from the Offer Accepted Subposition in which the Holding has been reserved.

Words defined in the ASX Settlement Operating Rules have the same meaning when used in this notice, unless the context requires otherwise.

date 29 February 2024

Signed for and on behalf of
Zhaojin Capital (Hong Kong) Limited
by

sign here ▶ 

Director

print name JIANG GUIPENG