



HERBERT
SMITH
FREEHILLS

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

17 April 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 increases the offer consideration, 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

17 April 2024

Dear Shareholder

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

On 15 April 2024, Zhaojin Capital (Hong Kong) Limited (**Zhaojin Capital**) announced that it:

- had freed its takeover bid for all of the fully paid ordinary shares in Tietto Minerals Limited ACN 143 493 118 (**Tietto**) (**Offer**) from the defeating conditions set out in section 9.7(a) (Chinese regulatory approvals) and section 9.7(b) (Ministry of Mines, Petroleum and Energy of Côte d'Ivoire approvals) of its bidder's statement dated 30 October 2023; and
- would increase the consideration under the Offer from A\$0.58 to A\$0.68 per share.

The increased Offer price of A\$0.68 per share is best and final and will not be increased.

A formal notice of variation required by the *Corporations Act 2001* (Cth) to increase the Offer consideration 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\$0.68 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 and second supplementary bidder's statement dated 15 April 2024).

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.

The Offer is scheduled to close at 7.00pm (Sydney time) on 2 May 2024 (unless extended or withdrawn).

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

A handwritten signature in black ink, appearing to be '江桂鹏' (Jiang Guipeng), written in a cursive style.

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

A copy of this notice was lodged with ASIC on 17 April 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 — increase in consideration offered


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) 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 and second supplementary bidder's statement dated 15 April 2024) are varied by increasing the offer consideration from A\$0.58 to A\$0.68 for each fully paid ordinary share in Tietto.

date 17 April 2024

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

sign here ▶ 
Director

print name Jiang Guipeng