Form604

Corporations Act 2001 Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme	Tribune Resources Limited ("Tribune")
ACN/ARSN	009 341 539
1. Details of substantial holder (1)	
Name	Anthony Billis & Related Parties (as defined in Annexure B)
ACN/ARSN (if applicable)	
There was a change in the interests substantial holder on	of the
The previous notice was given to the compa The previous notice was dated	<u>19/12/18</u> <u>19/12/18</u>
2 Previous and present voting power	r

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 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	17,091,136	30.79%	17,091,136	32.57%

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
04/06/20	changes in in the parties who hold a relevant interest	Increase in percentage of votes held due to on market share buyback by Tribune as announced on 4 June 2020	N/A	N/A	N/A

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 (6)	Class and number of securities	Person's votes
Refer to Annexure A					

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 interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Not Applicable	There have been no changes in association since the last substantial notice was issued.

6. Addresses

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

Name	Address			
Anthony Billis, Byron Willis, Anton Byron	Unit 1, 27 Mary Street, Como WA 6152			
Phanatchakom Wichaikul	Unit 1, 27 Mary Street, Como WA 6152			
Sierra Gold Ltd	1st Floor, #Dekk House, De Zippora Street, PO Box 456, Providence Industrial Estat Maha, Seychelles			
Sierra Gold Pty Ltd	Stratham House, Suite G1, 49 Melville Parade, South Perth WA 6151			
Lake Grace Exploration Pty Ltd	Suite G1, 49 Melville Parade, South Perth WA 6151			
Nimby WA Pty Ltd	'Central Park' Level 43, 152-158 St Georges Terrace, Perth WA 6005			
Northwest Capital Pty Ltd	Suite G1, 49 Melville Parade, South Perth WA 6151			
Trans Global Capital Ltd	Oliaji Trade Centre – 1st Floor, Victoria, Mahe, Seychelles			
Buasong Wichaikul	35/226 Burasiri Ngamwongwan-Prachachuen, Soi. Samukkhee 58/20, Tha Sai, Mueang Nonthaburi District, Nonthaburi 11000, Thailand			
Resource Capital Limited	A.C.T. Offshore (Proprietary) Limited – Oliaji Trade Centre 1st Floor – Victoria, Mah Seychelles			

Signature

print name

Anthony Billis

capacity

Refer to Annexure C

05/06/2020 date

Signature

Phanatchakorn Wichaikul print name

sign here

sign here

capacity

Refer to Annexure C

05/06/2020 date

Annexure A

This is Annexure A of 4 pages referred to in Form 604 Notice of changes of interests of substantial holder dated 5 June 2020

Signature

print name Anthony Billis

capacity Refer to Annexure C

sign here

date 05/06/2020

Signature

print name Phanatchakorn Wichaikul

capacity Refer to Annexure C

sign here P · Widu'M

date 05/06/2020

4. Present relevant interests

The present relevant interests set out in the table below arise as a result of the aggregation of Anthony Billis' voting power and the voting power of Anthony Billis' associates. Details of the present relevant interests of Anthony Billis are set out in the table below. In addition, the table below sets out the present relevant interests of Phanatchakorn Wichaikul, Buasong Wichaikul, Lake Grace Exploration Pty Ltd, Nimby WA Pty Ltd, Northwest Capital Pty Ltd and Trans Global Capital Limited ('Related Parties').

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities	Person's votes
Anthony Billis	Anthony Billis	Anthony Billis	Anthony Billis has a relevant interest in the 13,351 Tribune Shares under section 608(1)(a) because he is the registered holder of these shares.	13,351 ordinary shares	13,351
Anthony Billis	Byron Willis	Anthony Billis	Anthony Billis has a relevant interest through a direct holding in the shares registered in the name of Byron Willis. These shares were registered in the name of Byron Willis, to assist with the necessary spread requirements for the purposes of the Listing.	2,000 ordinary shares	2,000
Anthony Billis	Anthony Byron	Anthony Billis	Anthony Billis has a relevant interest through a direct holding in the shares registered in the name of Anthony Byron. These shares were registered in the name of Anthony Byron, rather than Anthony Billis, to assist with the necessary spread requirements for the purposes of the Listing.	2,000 ordinary shares	2,000
Anthony Billis	Phanatchakorn Wichaikul (" PW ")	Phanatchakorn Wichaikul	Anthony Billis has a relevant interest in the 224,000 Tribune Shares under section 608(1)(c) because: PW is an associate of Anthony Billis. Anthony Billis and PW are acting in concert in relation to the affairs of Tribune and PW will consult with Anthony Billis with regard to a common purpose or objective regarding the affairs of Tribune. As an incident of the associate relationship, Anthony Billis and PW have a relevant agreement that neither will dispose of any Tribune Shares in which they have a relevant interest (as described in the previous paragraph) without the consent or approval of the other.	224,000 ordinary shares	224,000
Phanatchakorn Wichaikul	Phanatchakorn Wichaikul	Phanatchakorn Wichaikul	Phanatchakorn Wichaikul has a relevant interest in the Tribune shares under section 608(1) as she is the registered holder of the shares.	224,000 ordinary shares	224,000
Anthony Billis	Sierra Gold Ltd ('SGL')	Sierra Gold Pty Ltd ('SGPL')	SGL holds, and has held since the date of such acquisition, the 8,020,000 Tribune Shares as trustee and nominee for SGPL under a bare trust settled by verbal agreement. Under the terms of the bare trust, SGPI controls all decisions relating to voting and disposal of the 8,020,000 Tribune Shares. Accordingly, SGL does not, itself, have a relevant interest in the Tribune Shares.	8,020,000 ordinary shares	8,020,000
			Anthony Billis has a relevant interest in the Tribune Shares under sections		

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities	Person's votes
			608(3)(a) and (b) because he has voting power of 80.95% in SGPL and therefore controls SGPL.		
Each of the Related Parties	Sierra Gold Ltd ('SGL')	Sierra Gold Pty Ltd ('SGPL')	Each of the Related Parties is an associate of Anthony Billis (as set out in Annexure B). Anthony Billis has a relevant interest in more than 20% of the shares in SGPL. Under section 610, each Related	8,020,000 ordinary shares	8,020,000
			Party's voting power in respect of SGPL includes relevant interests of Anthony Billis in 80.95% of SGPL shares.		
			Accordingly, each of the Related Parties has a relevant interest in the Tribune shares held by SGPL under section 608(3)(a) because each Related Party has voting power of more than 20% in SGPL.		
Anthony Billis	Lake Grace Exploration Pty Ltd	Lake Grace Exploration Pty Ltd	Anthony Billis has a relevant interest under sections 608(3)(a) and (b) because he (through his associate with PW) has voting power of 100% in Lake Grace Exploration and controls Lake Grace Exploration.	186,400 ordinary shares	186,400
			Further, Anthony Billis has a relevant interest under section 608(1)(c) and (b) because he is the sole director of Lake Grace Exploration Pty Ltd and, accordingly, has the power to dispose of, or to control the exercise of a power to dispose of, the Tribune Shares.		
Lake Grace Exploration Pty Ltd	Lake Grace Exploration Pty Ltd	Lake Grace Exploration Pty Ltd	Lake Grace Exploration Pty Ltd has a relevant interest in the Tribune Shares under section 608(1) as it is the registered holders of the shares.	186,400 ordinary shares	186,400
Phanatchakorn Wichaikul	Lake Grace Exploration Pty Ltd	Lake Grace Exploration Pty Ltd	Phanatchakorn Wichaikul has a relevant interest under section 608(3)(a) as her 100% shareholding in Lake Grace Exploration Pty Ltd means she has voting power of over 20% in that company, and as such, has the same relevant interest in securities owned by Lake Grace Exploration Pty Ltd.	186,400 ordinary shares	186,400
Each of the Related Parties listed below: Trans Global Capital Limited; and Buasong Wichaikul	Lake Grace Exploration Pty Ltd	Lake Grace Exploration Pty Ltd	Each of the Related Parties is an associate of Phanatchakorn Wichaikul (as set out in Annexure B). Phanatchakorn Wichaikul has a relevant interest in over 20% of the shares in Lake Grace Exploration (through her direct shareholding of 100% in the shares of Lake Grace Exploration).	186,400 ordinary shares	186,400
			Under section 610, each of the listed Related Party's voting power in respect of Lake Grace Exploration includes the relevant interests of Phanatchakorn Wichaikul.		
			Accordingly, each of the Related Parties listed has a relevant interest in the Tribune shares held by Lake Grace Exploration under section 608(3)(a) because each Related Party has voting power of more than 20% in Lake Grace Exploration.		
Anthony Billis	Nimby WA Pty Ltd	Nimby WA Pty Ltd	Anthony Billis has a relevant interest under sections 608(3)(a) and (b) because he has voting power of 100% in Nimby WA and controls Nimby WA.	156,000 ordinary shares	156,000
			Further, Anthony Billis has a relevant interest under section 608(1)(c) and (b) because he is the sole director of Nimby WA Pty Ltd and, accordingly, has the power to dispose of, or to		

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities	Person's votes
			control the exercise of a power to dispose of, the Tribune Shares.		
Nimby WA Pty Ltd	Nimby WA Pty Ltd	Nimby WA Pty Ltd	Nimby WA Pty Ltd has a relevant interest in the Tribune Shares under section 608(1) as it is the registered holders of the shares.	156,000 ordinary shares	156,000
Each of the Related Parties listed below: Phanatchakorn Wichaikul; Northwest Capital Pty	Nimby WA Pty Ltd	Nimby WA Pty Ltd	Each of the Related Parties listed is an associate of Anthon Billis (as set out in Annexure B). Anthony Billis has a relevant interest in more than 20% of the shares Nimby WA.	156,000 ordinary shares	156,000
Ltd; Trans Global Capital Limited; Lake Grace Exploration Pty			Under section 610, each of the listed Related Party's voting power in respect of Nimby WA includes the relevant interests of Anthony Billis in 100% of Nimby WA shares.	,	
Ltd; and Buasong Wichaikul			Accordingly, each of the Related Parties listed has a relevant interest in the Tribune shares held Nimby WA under section 608(3)(a) because each Related Party has voting power of more than 20% in Nimby WA.		
Anthony Billis	Northwest Capital Pty Ltd	Northwest Capital Pty Ltd	Anthony Billis has a relevant interest under sections 608(3)(a) because: a) he (through his associate PW) has voting power of 25% in Resource Capital Limited; and b) Resource Capital Limited has a relevant interest in the 33,385 Tribune Shares held by Northwest Capital under section 608(3)(b) because Resource Capital Limited controls Northwest Capital.	33,385 ordinary shares	33,385
			Further, Anthony Billis has a relevant interest under section 608(1)(c) and (b) because he has the power to dispose of, or to control the exercise of a power to dispose of, the Tribune Shares through his role as sole director of Northwest Capital Pty Ltd, held since 10 November 2010.		
Northwest Capital Pty Ltd	Northwest Capital Pty Ltd	Northwest Capital Pty Ltd	Northwest Capital Pty Ltd has a relevant interest in the Tribune Shares under section 608(1) as it is the registered holders of the shares.	33,385 ordinary shares	33,385
Phanatchakorn Wichaikul	Northwest Capital Pty Ltd	Northwest Capital Pty Ltd	Phanatchakorn Wichaikul has a relevant interest in the Tribune shares through: a) ownership of 25% shares in Resource Capital Limited, which under section 608(3)(a) means she has a relevant interest in securities owned by that company; and b) Resource Capital Limited has a relevant interest in the 33,385 Tribune Shares held by Northwest Capital under section 608(3)(b) because Resource Capital Limited controls Northwest Capital through ownership of 100% of the shares in Northwest Capital.	33,385 ordinary shares	33,385
Each of the Related Parties listed below: Trans Global Capital Limited; Lake Grace Exploration Pty Ltd; and Buasong Wichaikul	Northwest Capital Pty Ltd	Northwest Capital Pty Ltd	Each of the Related Parties listed is an associate of Phanatchakorn Wichaikul (as set out in Annexure B. Phanatchakorn Wichaikul has a relevant interest in more than 20% of the shares in Northwest Capital (through her ownership of shares in Resource Capital, as discussed above). Under section 610, each of the listed Related Party's voting power in respect of Northwest Capital includes the relevant interest in that company of Phanatchakorn Wichaikul.	33,385 ordinary shares	33,385

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities	Person's votes
			Accordingly, each of the Related Parties listed has a relevant interest in the Tribune shares held Northwest Capital under section 608(3)(a) because each Related Party has voting power of more than 20% in Northwest Capital.		
Resource Capital Limited	Northwest Capital Pty Ltd	Northwest Capital Pty Ltd	Resource Capital Limited has a relevant interest in the 33,385 Tribune shares held by Northwest Capital under section 608(3)(a) and (b) as it has voting power of more than 20% in Northwest Capital, and controls Northwest Capital through its 100% shareholding in the company.	33,385 ordinary shares	33,385
Anthony Billis	Trans Global Capital Ltd	Anthony Billis ("AB") and Buasong Wichaikul	Trans Global Capital Ltd holds the 8,454,000 Tribune Shares as nominee or bare trustee for AB and BW (as described below). Accordingly, Trans Global Capital Ltd does not, itself, have a relevant interest in the Tribune Shares.	8,454,000 ordinary shares	8,454,000
			Anthony Billis has a relevant interest in the 4,454,000 of those Tribune Shares as they are held by Trans Global Capital Ltd as nominee or bare trustee for him as beneficial owner.		
			The other 4,000,000 shares are held by Trans Global Capital Ltd as bare nominee or bare trustee for Buasong Wichaikul. Anthony Billis has a relevant interest in these 4,000,000 Tribune Shares under section 608(1)(c) because:		
			BW is an associate of Anthony Billis. Anthony Billis and BW are acting in concert in relation to the affairs of Tribune and BW will consult with Anthony Billis with regard to a common purpose or objective regarding the affairs of Tribune; and as an incident of their associate relationship, Anthony Billis and BW have a relevant agreement that BW will not dispose of any Tribune Shares in which she has a relevant interest (as described in the previous paragraph) without the consent or approval of AB.		
Buasong Wichaikul	Trans Global Capital Limited	Buasong Wichaikul	4,000,000 Tribune Shares are held by Trans Global Capital Ltd as nominee or bare trustee for Buasong Wichaikul ('BW') (being the mother of Phanatchakorn Wichaikul).	4,000,000 ordinary shares	4,000,000
			Of the 4,000,000 Tribune Shares that are currently held by Trans Global Capital Ltd as nominee or bare trustee for BW, 2,000,000 of those Tribune Shares were previously held as nominee or bare trustee for her late husband, Kunchit Wichaikul ('KW').		
			Following the death of KW on 22 November 2016, those 4,000,000 Tribune Shares were then held by Trans Global Capital Ltd as nominee or bare trustee for BW, instead of KW.		

Annexure B

This is Annexure B of 3 pages referred to in Form 604 Notice of changes of interests of substantial holder dated 5 June 2020

Signature

print name Anthony Billis

capacity Refer to Annexure C

sian here

date 05/06/2020

Signature

print name Phanatchakorn Wichaikul

capacity Refer to Annexure C

sign here

date 05/06/2020

Name of Associate	ciates of Anthony Billis and the Relate Address	Nature of association
Phanatchakorn Wichaikul ('PW')	Unit 1, 27 Mary Street, Como WA 6152	PW and Anthony Billis are associates as an incident of their spousal relationship, since 26 November 2008. Anthony Billis and PW act in concert in relation to the affairs of Tribune and investment decisions generally, and PW consults with Anthony Billis with regard to a common purpose or objective regarding the affairs of Tribune. PW and Buasong Wichaikul are associates as an incident of their family relationship, being daughter and mother respectively, and as they act in concert in relation to the affairs of Tribune. PW is also an associate of Trans Global Capital Ltd and Lake Grace Exploration Pty Ltd, as she controls each company through owning 100% of the share capital and acts in concert with Trans Global Capital Ltd and Lake Grace Exploration Pty Ltd in
		relation to the affairs of Tribune.
Anthony Billis	Unit 1, 27 Mary Street, Como WA 6152	Anthony Billis is an associate of PW as an incident of their spousal relationship, since 26 November 2008. Anthony Billis and PW act in concert in relation to the affairs of Tribune and investment decisions generally, and PW consults with Anthony Billis with regard to a common purpose or objective regarding the affairs of Tribune. Anthony Billis is an associate of Buasong Wichaikul as an incident of their family relationship, following the marriage of Anthony Billis to PW, who is Buasong Wichaikul's daughter, on 26 November 2008. Anthony Billis and Buasong Wichaikul act in concert in relation to the affairs of Tribune.
zi		Anthony Billis is an associate of the following companies, for the reasons described in the body of this Annexure B; a) Lake Grace Exploration Pty Ltd; b) Nimby WA Pty Ltd; c) Northwest Capital Pty Ltd; d) Trans Global Capital Limited; e) Sierra Gold Limited; f) Sierra Gold Pty Ltd; g) Rand Mining Limited; and h) Tribune Resources Limited.
Buasong Wichaikul (' BW ')	35/226 Burasiri Ngamwongwan- Prachachuen, Soi. Samukkhee 58/20, Tha Sai, Mueang Nonthaburi District, Nonthaburi 11000, Thailand	BW is the mother of PW. BW and Anthony Billis are associates as an incident of their family relationship, since 26 November 2008. Anthony Billis and BW act in concert in relation to the affairs of Tribune and investment decisions generally, and BW consults with Anthony Billis with regard to a

Name of Associate	Address	Nature of association
		common purpose or objective regarding
		the affairs of Tribune.
		BW and PW are associates as an incident
		of their family relationship, being mother
		and daughter respectively, and as they act on concert in relation to the affairs of
		Tribune.
Nimby WA Pty Ltd ('Nimby')	'Central Park' Level 43, 152-158 St	Nimby and Anthony Billis are associates
	Georges Terrace, Perth WA 6005	because Anthony Billis has been the sole director of Nimby since 28 September
		2005, and the parties act in concert in
		relation to the affairs of Tribune. As an incident of his sole directorship, Anthony
		Billis controls Nimby through his practical
		influence over the financial and operating
		policies of the company.
		Given Anthony Billis controls Nimby, Nimby
		is associated with the other entities that Anthony Billis controls including Lake
		Grace, Northwest Capital, Trans Global
		Capital and SGPL.
Lake Grace Exploration Pty Ltd ('Lake Grace')	Suite G1, 49 Melville Parade, South Perth WA 6151	Lake Grace and Anthony Billis are associates because Anthony Billis has
(Lake Grace)	T CILLI VVA 0101	been the sole director of Lake Grace since
		14 April 2002, and the parties act in
		concert in relation to the affairs of Tribune. As an incident of his sole directorship,
		Anthony Billis controls Lake Grace through
		his practical influence over the financial and operating policies of the company.
		and operating policies of the company.
		Given Anthony Billis controls Lake Grace,
		Lake Grace is associated with the other entities that Anthony Billis controls
		including Nimby, Northwest Capital, Trans
		Global Capital and SGPL.
		Lake Grace and PW are associates as PW
		owns 100% of the share capital in Lake
		Grace and they act in concert in relation to the affairs of Tribune.
Northwest Capital Pty Ltd	Suite G1, 49 Melville Parade, South	Northwest Capital and Anthony Billis are
('Northwest Capital')	Perth WA 6151	associates because Anthony Billis has
		been the sole director of Northwest Capital since 10 November 2010, and the parties
		act in concert in relation to the affairs of
		Tribune. As an incident of his sole directorship, Anthony Billis controls
		Northwest Capital through his practical
		influence over the financial and operating
		policies of the company.
		Given Anthony Billis controls Northwest
		Capital, Northwest Capital is associated with the other entities that Anthony Billis
		controls including Nimby, Lake Grace,
Trong Clabel Carital Ltd (F	Olicii Trada Carter det 51 Mari	Trans Global Capital and SGPL.
Trans Global Capital Ltd ('Trans Global Capital')	Oliaji Trade Centre – 1st Floor, Victoria, Mahe, Seychelles	Trans Global Capital and Anthony Billis are associates because Anthony Billis has
	The state of the s	been the sole director of Trans Global
		Capital since its incorporation in approximately September 2008 and the
		parties act in concert in relation to the
		affairs of Tribune.
		Trans Global Capital and PW are
		associates as PW owns 100% of the share
		capital in Trans Global Capital and they act in concert in relation to Tribune.
	0 4 04 40 14 11	
Sierra Gold Pty Ltd ('SGPL')	Stratnam House, Suite G1, 49 Melville	Anthony bills is an associate of SGPL
Sierra Gold Pty Ltd ('SGPL')	Stratham House, Suite G1, 49 Melville Parade, South Perth WA 6151	Anthony Billis is an associate of SGPL because Anthony Billis and SGPL are
Sierra Gold Pty Ltd (' SGPL ')		

Name of Associate	Address	Nature of association
		director of SGPL, will consult with Anthony
		Billis with regard to a common purpose or
		objective regarding the affairs of Tribune.
		Anthony Billis controls SGPL through his
		practical influence over the financial and
		operating policies of the company, as a
		result of the above relationship with Frank
		O'Kane, and through his 80.95% majority
		shareholding of SGPL held by Sierra Gold
0: 0 111: '' 1/0 1:5 1	4.5. "5.11.11	Limited as bare trustee for Anthony Billis.
Sierra Gold Limited (Certificate	1st Floor, #Dekk House, De Zippora	On 10 November 2009, SGL acquired
No. 56431) (a company	Street, PO Box 456, Providence	8,020,000 Tribune Shares from SGPL.
incorporated in Seychelles) ('SGL')	Industrial Estate, Maha, Seychelles	SGL holds, and has held since the date of acquisition, the 8,020,000 Tribune Shares
		as trustee and nominee for SGPL under a
		bare trust settled by verbal agreement.
		Under the terms of the bare trust, SGPL
		controls all decisions relating to coting and
		disposal of the 8,020,000 Tribune Shares.
		SGL and Anthony Billis are associates
		because Anthony Billis is the sole director
		of SGL and the parties act in concert in
		relation to the affairs of Tribune.
Resource Capital Limited	A.C.T. Offshore (Proprietary) Limited –	Resource Capital Limited and Northwest
	Oliaji Trade Centre 1st Floor – Victoria,	Capital are associates as Resource Capital
	Maha, Seychelles	holds 100% of the capital in Northwest
		Capital, and as such, is a body corporate
	•	that controls Northwest Capital under
		section 12(2)(a)(ii).
		Resource Capital Limited and Anthony
		Billis are associates because Anthony Billis
		is a director of the company and the parties
		act in concert in relation to the affairs of
		Tribune.

Annexure C

This is Annexure C of 1 page referred to in Form 604 Notice of changes of interests of substantial holder dated 5 June 2020

Signature

print name Anthony Billis

sign here

date 05/06/2020

Signature

print name Phanatchakorn Wichaikul

sign here

date 05/06/2020

Anthony Billis signs this Form 604 personally and as authorised representative for and on behalf of Lake Grace Exploration Pty Ltd, Nimby WA Pty Ltd, Northwest Capital Pty Ltd and Trans Global Capital Limited.

Phanatchakorn Wichaikul signs this Form 604 personally and as attorney for Buason Wichaikul pursuant to a power of attorney dated 1 November 2018.