

1 December 2014

Company Announcements Office Australian Securities Exchange Level 4 20 Bridge St Sydney NSW 2000

APPENDIX 3B AND APPENDIX 3Y (x2) - ISSUE OF SHARES

Please find attached an Appendix 3B, and notice pursuant to Section 708 of the Corporations Act, in respect of 29,156,140 ordinary fully paid shares issued to ARM (NQ) Pty Ltd, a company associated with directors of the Company, Mr Ralph De Lacey and Mr Martin Cai (Mr Si He Tong's alternate director). The shares are issued in satisfaction of a \$2 million loan facility, plus accrued interest, advanced to the Company by ARM (NQ) Pty Ltd and their issue was approved at the Company's Annual General Meeting on 17th November 2014, (refer 2014 Notice of Annual General Meeting announced to ASX on 15 October 2014 for details of the loan agreement).

Please also find attached Appendix 3Y's in respect of the change in the interests of Mr De Lacey and Mr Cai following the share issue.

Snow Peak International Investments Limited (SPII) - Relevant Interest

Please note that the maximum relevant interest achievable by SPII contemplated in the Notice of Meeting dated 28 November 2014 and despatched to shareholders today (refer ASX announcement lodged earlier today) was <u>79.50%</u>. This was based on the assumption that 29,302,929 shares were to be issued to ARM (NQ) Pty Ltd in respect of the attached issue (being the maximum number of shares for which approval was obtained at the Company's annual general meeting, which assumed that the maximum interest had been accrued in respect of the loan).

As a result of the accrued interest in respect of the loan being lower than expected resulting in a lesser number of shares actually being issued to ARM (NQ) Pty Ltd (number issued 29,156,140), the maximum relevant interest achievable by SPII set out in the Notice of Meeting is <u>79.51</u>% on the basis that a total of 279,770,521 shares are on issue (previously assumed to be 279,917,310 as a result of the ARM (NQ) Pty Ltd shares being issued).

Stantons International Securities, the independent expert which prepared the Independent Expert's Report enclosed with the Company's notice of meeting released today, has confirmed that this change does not affect its opinion that the transaction the subject of that notice of meeting is "fair and reasonable" to non-associated shareholders of the Company.

Consolidated Tin Mines Limited

Kevin Hart Company Secretary

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

 $Introduced \ o1/o7/96 \ \ Origin: Appendix \ 5 \ \ Amended \ o1/o7/98, \ o1/o9/99, \ o1/o7/00, \ 30/o9/01, \ 11/o3/o2, \ o1/o1/o3, \ 24/10/o5, \ o1/o8/12 \ \ o1/o1/o3, \ o1$

Conso	olidated Tin Mines Limited	
ABN		
57 126	6 634 606	
We (t	he entity) give ASX the following	g information.
	1 - All issues ust complete the relevant sections (attac	h sheets if there is not enough space).
1	*Class of *securities issued or to be issued	Ordinary fully paid shares
2	Number of *securities issued or to be issued (if known) or maximum number which may be issued	29,156,140
3	Principal terms of the *securities (eg, if options, exercise price and expiry date; if partly paid *securities, the amount outstanding and due dates for payment; if *convertible securities, the conversion price and dates for conversion)	

Name of entity

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⁺ See chapter 19 for defined terms.

4	Do the *securities rank equally in all respects from the date of allotment with an existing *class of quoted *securities? If the additional securities do not rank equally, please state: • the date from which they do	Yes
	 the date from which they do the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	
5	Issue price or consideration	7 cents per share
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Shares issued pursuant to Shareholder approval on 17 th November 2014 in satisfaction of repayment of a loan facility.
6a	To the entire on talicible entire	Yes
Od	Is the entity an *eligible entity that has obtained security holder approval under rule 7.1A?	les
	If Yes, complete sections 6b – 6h in relation to the *securities the subject of this Appendix 3B, and comply with section 6i	
6b	The date the security holder resolution under rule 7.1A was passed	17 November 2014
6c	Number of *securities issued without security holder approval under rule 7.1	N/a
6d	Number of *securities issued with security holder approval under rule 7.1A	N/a

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⁺ See chapter 19 for defined terms.

6e	Number of *securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	29,156,140 ordinary approved by Shareholo 2014.	fully paid shares ders on 17 th November
6f	Number of securities issued under an exception in rule 7.2	N/a	
6g	If securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the issue date and both values. Include the source of the VWAP calculation.	N/a	
6h	If securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/a	
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	Yes	
7	Dates of entering *securities into uncertificated holdings or despatch of certificates	1 December 2014	
8	Number and *class of all *securities quoted on ASX (including the securities in section 2 if applicable)	Number 279,770,521	+Class Ordinary shares (CSD)

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⁺ See chapter 19 for defined terms.

9 Number and *class of all *securities not quoted on ASX (including the securities in section 2 if applicable)

Number	+Class
2,200,000	Options expiring 31 December 2013 exercisable at \$0.20 each
2,200,000	Options expiring 31 December 2013 exercisable at \$0.20 each

Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)

N/a			

Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	N/a
12	Is the issue renounceable or non-renounceable?	N/a
13	Ratio in which the *securities will be offered	N/a
14	⁺ Class of ⁺ securities to which the offer relates	N/a
15	⁺ Record date to determine entitlements	N/a
16	Will holdings on different registers (or subregisters) be aggregated for calculating	N/a
	entitlements?	
17	Policy for deciding entitlements in relation to fractions	N/a

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⁺ See chapter 19 for defined terms.

18	Names of countries in which the entity has *security holders who will not be sent new issue documents	N/a
	Note: Security holders must be told how their entitlements are to be dealt with.	
	Cross reference: rule 7.7.	
19	Closing date for receipt of acceptances or renunciations	N/a
20	Names of any underwriters	N/a
21	Amount of any underwriting fee or commission	N/a
22	Names of any brokers to the issue	N/a
23	Fee or commission payable to the broker to the issue	N/a
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of *security holders	N/a
25	If the issue is contingent on *security holders' approval, the date of the meeting	N/a
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	N/a
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/a
28	Date rights trading will begin (if applicable)	N/a
29	Date rights trading will end (if applicable)	N/a

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⁺ See chapter 19 for defined terms.

Appendix 3B New issue announcement

30	How do *security holders sell their entitlements <i>in full</i> through a broker?	N/a
31	How do *security holders sell part of their entitlements through a broker and accept for the balance?	N/a
32	How do *security holders dispose of their entitlements (except by sale through a broker)?	N/a
33	⁺ Despatch date	N/a
	3 - Quotation of securitieed only complete this section if you are ap	
34	Type of securities (tick one)	
(a)	Securities described in Part	1
(b)		nd of the escrowed period, partly paid securities that become fully paid, en restriction ends, securities issued on expiry or conversion of convertible

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⁺ See chapter 19 for defined terms.

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to locume	indicate you are providing the information or onts
35	If the *securities are *equity securities, the names of the 20 largest holders of the additional *securities, and the number and percentage of additional *securities held by those holders
36	If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories 1 - 1,000 1,001 - 5,000 5,001 - 10,000 10,001 - 100,000 100,001 and over
37	A copy of any trust deed for the additional *securities
Entitie	es that have ticked box 34(b)
38	Number of securities for which †quotation is sought N/a
39	Class of *securities for which quotation is sought N/a
40	Do the *securities rank equally in all respects from the date of allotment with an existing *class of quoted *securities? If the additional securities do not rank equally, please state: • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

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⁺ See chapter 19 for defined terms.

41	Reason for request for quotation now	N/a
	Example: In the case of restricted securities, end	
	of restriction period	
	(if issued upon conversion of	
	(if issued upon conversion of another security, clearly identify	
	that other security)	
	that other security)	

Number and *class of all *securities quoted on ASX (including the securities in clause 38)

Number	+Class

Quotation agreement

- [†]Quotation of our additional [†]securities is in ASX's absolute discretion. ASX may quote the [†]securities on any conditions it decides.
- 2 We warrant the following to ASX.
 - The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
 - There is no reason why those *securities should not be granted *quotation.
 - An offer of the *securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any *securities to be quoted and that no-one has any right to return any *securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the *securities be quoted.
- If we are a trust, we warrant that no person has the right to return the *securities to be quoted under section 1019B of the Corporations Act at the time that we request that the *securities be quoted.

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⁺ See chapter 19 for defined terms.

- We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before †quotation of the †securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: Date: 1 December 2014

Company secretary

Print name: Kevin Hart

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⁺ See chapter 19 for defined terms.

Appendix 3B - Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for +eligible entities

Introduced 01/08/12

Part 1

Rule 7.1 – Issues exceeding 15% of capital			
Step 1: Calculate "A", the base figures capacity is calculated	Step 1: Calculate "A", the base figure from which the placement capacity is calculated		
Insert number of fully paid ordinary securities on issue 12 months before date of issue or agreement to issue	223,314,381		
 Add the following: Number of fully paid ordinary securities issued in that 12 month period under an exception in rule 7.2 	Issued with shareholder approval: - 29,156,140 shares issued to repay loan (this 3B)		
Number of fully paid ordinary securities issued in that 12 month period with shareholder approval	Issued under exception rule 7.2: – 27,300,000 options exercised		
Number of partly paid ordinary securities that became fully paid in that 12 month period			
 Note: Include only ordinary securities here – other classes of equity securities cannot be added Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed It may be useful to set out issues of securities on different dates as separate line items 			
Subtract the number of fully paid ordinary securities cancelled during that 12 month period	Nil		
"A"	279,770,521		

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⁺ See chapter 19 for defined terms.

Step 2: Calculate 15% of "A"	
"B"	0.15 [Note: this value cannot be changed]
Multiply "A" by 0.15	41,965,578
Step 3: Calculate "C", the amount that has already been used	of placement capacity under rule 7.
Insert number of equity securities issued or agreed to be issued in that 12 month period not counting those issued:	_
 Under an exception in rule 7.2 	
Under rule 7.1A	
 With security holder approval under rule 7.1 or rule 7.4 	
 Note: This applies to equity securities, unless specifically excluded – not just ordinary securities Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed It may be useful to set out issues of securities on different dates as separate line items 	
"C"	-
Step 4: Subtract "C" from ["A" x "l placement capacity under rule 7.1	B"] to calculate remaining
"A" x 0.15	41,965,578
Note: number must be same as shown in Step 2	
Subtract "C"	-
Note: number must be same as shown in Step 3	
Total ["A" x 0.15] – "C"	41,965,578
	[Note: this is the remaining placement capacity under rule 7.1]

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⁺ See chapter 19 for defined terms.

Part 2

Rule 7.1A – Additional placement capacity for eligible entities Step 1: Calculate "A", the base figure from which the placement capacity is calculated	
Step 2: Calculate 10% of "A"	
"D"	0.10 Note: this value cannot be changed
Multiply "A" by 0.10	27,977,052
Step 3: Calculate "E", the amount of 7.1A that has already been used Insert number of equity securities issued or agreed to be issued in that 12 month period under rule 7.1A	of placement capacity under rule
 Notes: This applies to equity securities – not just ordinary securities Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained It may be useful to set out issues of securities on different dates as separate line items 	
"E"	Nil

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⁺ See chapter 19 for defined terms.

Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A		
"A" x 0.10 Note: number must be same as shown in Step 2	27,977,052	
Subtract "E" Note: number must be same as shown in Step 3	Nil	
<i>Total</i> ["A" x 0.10] – "E"	27,977,052 Note: this is the remaining placement capacity under rule 7.1A	

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⁺ See chapter 19 for defined terms.



1 December 2014

Company Announcements Office Australian Securities Exchange Level 4 20 Bridge St Sydney NSW 2000

Dear Sir/Madam

Notice Given Under Section 708A(5) of the Corporations Act

This notice is given under section 708A(5) of the Corporations Act in relation to an issue of equity securities on 1 December 2014, by the Company without disclosure to investors under Part 6D.2 of the Corporations Act.

As at the date of this notice, the Company has complied with:

- a) The provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
- b) Section 674 of the Corporations Act.

The Company confirms that, as at the date of this notice, there is no information that:

- a) Has been excluded from a continuous disclosure notice given to ASX in accordance with the ASX Listing Rules; and
- b) Investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
 - I. The assets and liabilities, financial position and performance, profits and losses and prospects of the Company; and
 - II. The rights and liabilities attaching to fully paid ordinary shares,

to the extent to which it would be reasonable for investors and their professional advisers to expect to find such information in a disclosure document.

Yours sincerely

Consolidated Tin Mines Limited

Ralph De Lacey Executive Chairman

Rule 3.19A.2

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity	CONSOLIDATED TIN MINES LIMITED
ABN	57 126 634 606

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	RALPH DE LACEY
Date of last notice	3 January 2014

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Controlling interests in companies holding shares in Consolidated Tin Mines Limited
Date of change	1 December 2014

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⁺ See chapter 19 for defined terms.

No. of securities held prior to change	Direct: Ralph De Lacey ATF Ralph De Lacey
	Superannuation Fund:
	Ordinary fully paid shares – 16,250,000
	Unlisted options – 2,200,000
	Indirect:
	Contin NQ Pty Ltd:
	Ordinary fully paid shares – 10,000
	NQ Mining Enterprises Pty Ltd:
	Ordinary fully paid shares – 10,000
	Palmer Gold NQ Pty Ltd:
	Ordinary fully paid shares – 10,000
	NQ Ex Pty Ltd:
	Ordinary fully paid shares – 10,000
	NQ Mining and Exploration Pty Ltd:
	Ordinary fully paid shares – 10,000
Class	Ordinary fully paid shares
Number acquired	29,156,140
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	7 cents per share

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⁺ See chapter 19 for defined terms.

No. of securities held after change	<u>Direct:</u>
	Ralph De Lacey ATF Ralph De Lacey
	Superannuation Fund:
	Ordinary fully paid shares – 16,250,000
	Unlisted options – 2,200,000
	Indirect:
	Contin NQ Pty Ltd:
	Ordinary fully paid shares – 10,000
	NQ Mining Enterprises Pty Ltd: Ordinary fully paid shares – 10,000
	Palmer Gold NQ Pty Ltd: Ordinary fully paid shares – 10,000
	NQ Ex Pty Ltd: Ordinary fully paid shares – 10,000
	NQ Mining and Exploration Pty Ltd: Ordinary fully paid shares – 10,000
	ARM (NQ) Pty Ltd: Ordinary fully paid shares – 29,156,140
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Shares issued in satisfaction of repayment of a loan facility, pursuant to shareholder approval at the Company's 2014 AGM.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/a
Nature of interest	N/a
Name of registered holder (if issued securities)	N/a
Date of change	N/a
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/a

⁺ See chapter 19 for defined terms.

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Appendix 3Y

Change of Director's Interest Notice

Interest acquired	N/a
Interest disposed	N/a
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/a
Interest after change	N/a

Part 3 – +Closed period

Were the interests in the securities or	No
contracts detailed above traded	
during a +closed period where prior	
written clearance was required?	
If so, was prior written clearance	N/a
provided to allow the trade to proceed	
during this period?	
If prior written clearance was	N/a
provided, on what date was this	
provided?	

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⁺ See chapter 19 for defined terms.

Rule 3.19A.2

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of en	ty Consolidated Tin Mines Limited	
ABN	57 126 634 606	

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Ze Huang Cai (Alternate Director for Mr Tong)
Date of last notice	3 January 2014

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Coast International Investment Holding Pty Ltd and ARM (NQ) Pty Ltd, of which Mr Cai is a shareholder and director
Date of change	1 December 2014
No. of securities held prior to change	Nil
Class	Ordinary fully paid shares
Number acquired	29,156,140
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	7 cents per share
No. of securities held after change	Indirect ARM (NQ) Pty Ltd Ordinary fully paid shares – 29,156,140

⁺ See chapter 19 for defined terms.

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Nature of change	Shares issued in satisfaction of repayment of
Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	a loan facility, pursuant to shareholder approval at the Company's 2014 AGM.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/a
Nature of interest	N/a
Name of registered holder (if issued securities)	N/a
Date of change	N/a
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/a
Interest acquired	N/a
Interest disposed	N/a
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/a
Interest after change	N/a

Part 3 – +Closed period

Were the interests in the securities or	No
contracts detailed above traded	
during a +closed period where prior	
written clearance was required?	
If so, was prior written clearance	N/a
provided to allow the trade to proceed	
during this period?	
If prior written clearance was	N/a
provided, on what date was this	
provided?	

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⁺ See chapter 19 for defined terms.