

19th April 2016

ASX/MEDIA RELEASE

ASX: CSD Share Price: \$0.024

ABN: 57 126 634 606

CONSOLIDATED
TIN MINES LIMITED



19 April 2016

Consolidated Tin Mines completes acquisition of assets from Snow Peak

Consolidated Tin Mines Limited (ASX: CSD) advises that it has issued the 580,000,000 shares and 165,000,000 convertible notes to Snow Peak Mining Pty Ltd (**Snow Peak**) and 30,000,000 shares to Snow Peak International Investments Ltd (**SPIL**) (**Consideration Securities**) under the terms of the Asset Sale Agreement dated 23 October 2014, as varied (**ASA**). The issue of the Consideration Securities is in accordance with shareholder approvals previously obtained and brings settlement under the ASA.

The effect of the issue of the Consideration Securities is to partially pay the consideration in respect of the Assets, and also to repay the Company's \$3,000,000 debt outstanding to SPIL. Under the terms of the ASA, CSD is also required to pay a sum of \$2,000,000 to Snow Peak in quarterly instalments commencing on the date of settlement. To date, CSD has paid a sum of \$1,028,294.57 to Snow Peak with a total of \$971,705.43 outstanding. It is anticipated that this amount will be paid to Snow Peak as per the terms of the ASA by 5th April 2017.

Transfer of certain of the assets (including the tenements held by Snow Peak) to CSD will occur following settlement under the ASA while the necessary approvals and consents are obtained, including approval from the Foreign Investment Review Board (**FIRB**) for the transfer of the tenements to CSD.

The Consideration Securities are subject to a voluntarily escrow period of two years and the parties have entered into a Buy Back Deed pursuant to which, in the unlikely event that FIRB approval is not received for the transfer of the tenements to CSD, then the Consideration Securities will, subject to shareholder approval, be bought back by the Company for nominal consideration (\$2). Note FIRB approval previously received for this transaction expired on 28th January 2016

Attached to this announcement is an Appendix 3B for the issue of the securities, together with a notice given under s708A(5) of the Corporations Act.

ENDS

For further information please contact:

Ralph De Lacey
Executive Chairman
M: +61 428 163 176
E: rd@cstdtin.com.au

19 April 2016

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 18 April, 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 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 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12

Name of entity

Consolidated Tin Mines Limited

ABN

57 126 634 606

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|--|---|
| 1 | +Class of +securities issued or to be issued | Ordinary fully paid shares and convertible notes |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 610,000,000 ordinary fully paid shares (CSD)
165,000,000 convertible notes |
| 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) | <u>Shares</u>
Subject to a 24 month voluntary escrow period from the date of shareholder approval, being 5 April 2016.
<u>Convertible Notes</u>
Each convertible note has a face value of \$0.10 and bear interest at 7% per annum calculated quarterly in arrears. The convertible notes mature one year after the date of issue and are unsecured.
Refer ASX release 3 March 2016 (Notice of Meeting) for a summary of terms and conditions of the convertible notes. |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

<p>4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • 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 	<p>Shares – yes</p> <p>Convertible notes - no</p>
<p>5 Issue price or consideration</p>	<p>Shares issued at a deemed price of 5 cents per share.</p> <p>Convertible notes issued at a face value of \$0.10 each.</p>
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Issued in consideration for the acquisition of the Mt Garnet assets from Snow Peak Mining Pty Ltd and to reimburse a project funding advance from Snow Peak International Investments Limited.</p> <p>Shareholder approval for the issue obtained 5 April 2016 (refer ASX release 3 March 2016 for further details).</p>
<p>6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	<p>Yes</p>
<p>6b The date the security holder resolution under rule 7.1A was passed</p>	<p>30 November 2015</p>

+ See chapter 19 for defined terms.

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	
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	610,000,000 ordinary fully paid shares 165,000,000 convertible notes	
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	18 April 2016	
8	Number and +class of all +securities quoted on ASX (including the securities in section 2 if applicable)	Number 889,970,521	+Class Ordinary shares (CSD)

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

	Number	+Class
9	Number and +class of all +securities not quoted on ASX (including the securities in section 2 if applicable)	165,000,000 Convertible notes, \$0.10 face value 7% interest maturing 18 April 2017.
10	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 entitlements?	N/a
17	Policy for deciding entitlements in relation to fractions	N/a
18	Names of countries in which the entity has +security holders who will not be sent new issue documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	N/a

+ See chapter 19 for defined terms.

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
30	How do ⁺ security holders sell their entitlements <i>in full</i> through a broker?	N/a
31	How do ⁺ security holders sell	N/a

⁺ See chapter 19 for defined terms.

Appendix 3B New issue announcement

part of their entitlements through a broker and accept for the balance?

32 How do ⁺security holders dispose of their entitlements (except by sale through a broker)?

N/a

33 ⁺Despatch date

N/a

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of securities
(tick one)

(a) Securities described in Part 1

(b) All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

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

⁺ See chapter 19 for defined terms.

Entities 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

N/a

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 another security, clearly identify that other security)

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

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

Quotation agreement

1 +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.

3 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.

4 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:

Company secretary

Date: 19 April 2016

Print name:

Kevin Hart

====

+ 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 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	279,770,521
<p>Add the following:</p> <ul style="list-style-type: none"> • Number of fully paid ordinary securities issued in that 12 month period under an exception in rule 7.2 • Number of fully paid ordinary securities issued in that 12 month period with shareholder approval • Number of partly paid ordinary securities that became fully paid in that 12 month period <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>Include only ordinary securities here – other classes of equity securities cannot be added</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	610,000,000 ordinary fully paid shares (issued 18 April 2016, shareholder approval obtained 5 April 2016)
Subtract the number of fully paid ordinary securities cancelled during that 12 month period	Nil
“A”	889,770,521

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

Step 2: Calculate 15% of “A”	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
Multiply “A” by 0.15	133,465,578
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used	
<p>Insert number of equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	200,000 shares issued per Appendix 3B dated 13 August 2015
“C”	200,000
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	
<p>“A” x 0.15</p> <p><i>Note: number must be same as shown in Step 2</i></p>	133,465,578
<p>Subtract “C”</p> <p><i>Note: number must be same as shown in Step 3</i></p>	(200,000)
Total [“A” x 0.15] – “C”	133,265,578 <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

+ 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	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	889,770,521
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	88,977,052
Step 3: Calculate “E”, the amount of placement capacity under rule 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 Notes: <ul style="list-style-type: none"> • <i>This applies to equity securities – not just ordinary securities</i> • <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>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</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	-
“E”	-

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A	
"A" x 0.10 <i>Note: number must be same as shown in Step 2</i>	88,977,052
Subtract "E" <i>Note: number must be same as shown in Step 3</i>	-
Total ["A" x 0.10] – "E"	88,977,052 <i>Note: this is the remaining placement capacity under rule 7.1A</i>

+ See chapter 19 for defined terms.