

**Form 604**

Corporations Act 2001

Section 671B

**Notice of change of interests of substantial holder**

To Company Name/Scheme Tietto Minerals Limited

ACN/ARSN ACN 143 493 118

**1. Details of substantial holder (1)**

Name Zhaojin Capital Limited, Zhaojin Capital (Hong Kong) Limited and their related bodies corporate  
ACN (if applicable) N/A

There was a change in the interests of the substantial holder on 13/05/2024

The previous notice was given to the company on 13/05/2024

The previous notice was dated 13/05/2024

**2. Previous and present voting power**

The total number of votes attached to all the voting shares in the company or voting interest 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)
Fully paid ordinary shares	914,137,774 fully paid ordinary shares	80.01% (based on 1,142,490,451 fully paid ordinary shares on issue)	976,757,624 fully paid ordinary shares	85.38% (based on 1,143,990,451 fully paid ordinary shares on issue)

**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
See Annexure A	Zhaojin Capital Limited, Zhaojin Capital (Hong Kong) Limited and their related bodies corporate	Acquisition of relevant interests pursuant to acceptances of offers dated 13 November 2023 made under Zhaojin Capital (Hong Kong) Limited's off-market takeover bid for all the fully paid ordinary shares in Tietto Minerals Limited on the terms and conditions set out in the bidder's statement dated 30 October 2023 as supplemented by the first supplementary bidder's statement dated 18 December 2023 and the second supplementary bidder's statement dated 15 April 2024 ( <b>Offer</b> ).	The consideration payable per fully paid ordinary share under the terms of the Offer.	See Annexure A	See Annexure 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
Zhaojin Capital Limited and its related bodies corporate (including Zhaojin Capital (Hong Kong) Limited)	Zhaojin Capital Limited	Zhaojin Capital Limited	Zhaojin Capital Limited has a relevant interest in these shares under s608(1)(a) of the <i>Corporations Act 2001</i> (Cth) ( <b>Corporations Act</b> ).  Zhaojin Capital Limited's related bodies corporate (including Zhaojin Capital (Hong Kong) Limited) have a relevant interest in these shares under s608(1)(b)–(c) and/or s608(3)(a)–(b) of the Corporations Act.	35,110,000 fully paid ordinary shares	35,110,000
Zhaojin Capital Limited and its related bodies corporate (including Zhaojin Capital (Hong Kong) Limited)	Citicorp Nominees Pty Ltd	Zhaojin Capital Limited	Zhaojin Capital Limited has a relevant interest in these shares under s608(1)(b)–(c) Corporations Act.  Zhaojin Capital Limited's related bodies corporate (including Zhaojin Capital (Hong Kong) Limited) have a relevant interest in these shares under s608(1)(b)–(c) and/or s608(3)(a)–(b) of the Corporations Act.	44,094,311 fully paid ordinary shares	44,094,311
Zhaojin Capital (Hong Kong) Limited and its related bodies corporate (including Zhaojin Capital Limited)	Tietto shareholders to whom the Offer was made and who have accepted the Offer	Subject to the terms of the Offer, Zhaojin Capital (Hong Kong) Limited	Zhaojin Capital (Hong Kong) Limited has a relevant interest in these shares under s608(1) and/or s608(8) of the Corporations Act pursuant to acceptances of the Offer.  The shares which are the subject of the acceptances have not yet been but will be transferred into the name of Zhaojin Capital (Hong Kong) Limited.  The power of Zhaojin Capital (Hong Kong) Limited to vote or dispose of the shares that are the subject of acceptances of the Offer is qualified since Zhaojin Capital (Hong Kong) Limited is not presently registered as the holder of the shares.  Zhaojin Capital (Hong Kong) Limited's related bodies corporate (including Zhaojin Capital Limited) have a relevant interest in these shares under s608(1)(b)–(c) and/or s608(3)(a)–(b) of the Corporations Act.	186,434,374 fully paid ordinary shares	186,434,374
Zhaojin Capital (Hong Kong) Limited and its related bodies corporate (including Zhaojin Capital Limited)	Zhaojin Capital (Hong Kong) Limited	Zhaojin Capital (Hong Kong) Limited	Zhaojin Capital (Hong Kong) Limited has a relevant interest in these shares under s608(1)(a) of the Corporations Act.  Zhaojin Capital (Hong Kong) Limited's related bodies corporate (including Zhaojin Capital Limited) have a relevant interest in these shares under s608(1)(b)–(c) and/or s608(3)(a)–(b) of the Corporations Act.	711,118,939 fully paid ordinary shares	711,118,939

#### 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 (if applicable)	Nature of association
N/A	N/A

#### 6. Addresses

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

Name	Address
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Zhaojin Capital Limited and Zhaojin Capital (Hong Kong) Limited	Room 4802, 48/F, COSCO Tower, 183 Queen's Road Central, Hong Kong
Other related bodies corporate of Zhaojin Capital Limited and Zhaojin Capital (Hong Kong) Limited	C/- Zhaojin Mining Industry Company Limited, No. 118 Wenquan Road, Zhaoyuan City, Shandong Province, China

## Signature

print name Mr. Jiang Guipeng

capacity Director

sign here



date 14 May 2024

## DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of 'associate' in section 9 of the Corporations Act 2001.
- (3) See the definition of 'relevant interest' in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of 'relevant agreement' in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write 'unknown'.
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

# Annexure A

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This is Annexure “A” of 1 page referred to in ASIC Form 604 – Notice of Change of Interests of Substantial Holder, signed by me and dated 14 May 2024.



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Mr. Jiang Guipeng

**Details of changes in relevant interests pursuant to acceptances of the Offer**

Date of Change	Class and Number of Securities Affected	Person’s Votes Affected
13/05/2024	62,619,850	62,619,850
Total	62,619,850 fully paid ordinary shares	62,619,850