

Form 603

Corporations Act 2001

Section 671B

Notice of initial substantial holderTo Company Name/Scheme **TNT Mines Limited**ACN/ARSN **ACN 107 244 039****1. Details of substantial holder (1)**Name **Piotr Mackow, Marisa Mackow and Cospigua Pty Ltd <Millennium Mack Trust No 1>**ACN/ARSN (if applicable) **Cospigua Pty Ltd (ACN 138 912 115)**The holder became a substantial holder on **19/08/2020****2. Details of voting power**

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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary shares	1,785,000	1,785,000	5.18%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Annexure A		

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Annexure A			

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Annexure A				

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Marisa Mackow	Spouse of Piotr Mackow
Cospiqua Pty Ltd (ACN 138 912 115) as trustee for the Millennium Mack Trust No 1	Both Piotr Mackow and Marisa Mackow are the only shareholders and directors of Cospiqua Pty Ltd. Piotr Mackow is the appointor and guardian of the Millennium Mack Trust No 1.

7. Addresses

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

Name	Address
Piotr Mackow and Marisa Mackow	Level 21, 333 Collins Street, Melbourne VIC 3000
Cospiqua Pty Ltd	Level 6, 530 Collins Street, Melbourne VIC 3000

Signature

print name **Piotr Mackow {signature authorised}** capacity

sign here date **21/08/2020**

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) 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.

This is Annexure A referred to in Form 603

3. Details of relevant interests

Holder of relevant interest	Nature of relevant interest	Class and number of securities
Piotr Mackow Marisa Mackow Cospiqua Pty Ltd (ACN 138 912 115) as trustee for the Millennium Mack Trust No 1	Registered holder Associate of the registered holder (spouse). Associate of, and controlled by, the registered holder	820,000 fully paid ordinary shares
Piotr Mackow Marisa Mackow Cospiqua Pty Ltd (ACN 138 912 115) as trustee for the Millennium Mack Trust No 1	Associate of the registered holder (spouse). Registered holder Associate of the registered holder	755,000 fully paid ordinary shares
Piotr Mackow Marisa Mackow Cospiqua Pty Ltd (ACN 138 912 115) as trustee for the Millennium Mack Trust No 1	Associate and controller of the registered holder Associate of the registered holder Registered holder	210,000 fully paid ordinary shares

4. Details of present registered holders

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Class and number of securities
Piotr Mackow Marisa Mackow Cospiqua Pty Ltd (ACN 138 912 115) as trustee for the Millennium Mack Trust No 1	Piotr Mackow	Piotr Mackow	820,000 fully paid ordinary shares
Piotr Mackow Marisa Mackow Cospiqua Pty Ltd (ACN 138 912 115) as trustee for the Millennium Mack Trust No 1	Marisa Mackow	Marisa Mackow	755,000 fully paid ordinary shares
Piotr Mackow Marisa Mackow	Cospiqua Pty Ltd (ACN 138 912 115) as trustee for the Millennium Mack Trust No 1	Cospiqua Pty Ltd (ACN 138 912 115) as trustee for the Millennium Mack Trust No 1	210,000 fully paid ordinary shares

Cospiqua Pty Ltd (ACN 138 912 115) as trustee for the Millennium Mack Trust No 1			
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5. Consideration

Holder of relevant interest	Date of acquisition	Consideration		Class and number of securities
		Cash	Non-cash	
Piotr Mackow	10 August 2020	\$73,787.25		477,915 ordinary shares
	11 August 2020	\$32,412.75		212,085 ordinary shares
	14 August 2020	\$16,331.10		108,874 ordinary shares
	17 August 2020	\$3,168.90		21,126 ordinary shares
Marisa Mackow	3 August 2020	\$12,809.22		69,239 ordinary shares
	4 August 2020	\$5,690.78		30,761 ordinary shares
	5 August 2020	\$53,820		322,000 ordinary shares
	10 August 2020	\$27,000		180,000 ordinary shares
	11 August 2020	\$9,765		63,000 ordinary shares
	19 August 2020	\$14,400		90,000 ordinary shares
Cospiqua Pty Ltd (ACN 138 912 115) as trustee for the Millennium Mack Trust No 1	14 August 2020	\$22,500		150,000 ordinary shares
	19 August 2020	\$9,600		60,000 ordinary shares