

Form 605

Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme Triton Minerals Limited

ACN/ARSN 126 042 215

1. Details of substantial holder (1)

Name Shandong Tianye Mining Co. Ltd, a company incorporated in the People's Republic of China (Shandong) and the entities listed in Annexure "A" (Shandong Group Entities)

ACN/ARSN (if applicable) N/A

The holder ceased to be a substantial holder on 13/12/2019

The previous notice was given to the company on 13/06/2019

The previous notice was dated 13/06/2019

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
13 December 2019	Shandong and each of the Shandong Group Entities	Ceasing to have a relevant interest as a result of securities disposed of pursuant to the share transfer agreement entered into by Shandong and Jigao International Investment Development Co Ltd (a copy of which is attached at Annexure "B")	\$11,000,000	178,490,000 fully paid ordinary shares	178,490,000

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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
N/A	N/A

4. Addresses

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

Name	Address
Shandong	Building 3, Tianye Centre, No. 1577 North Longao Road, Lixia District, Jinan Shandong, P. R. China 251010
Shandong Group Entities	See Annexure "A"

Signature

print name Zhaoqin Zeng

Capacity Authorized Representative

sign here



Date 16 December 2019

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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.

- (5) 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

ANNEXURE A – Shandong Group Entities

This is Annexure A of 1 page referred to in Form 605 (Notice of ceasing to be a substantial holder) signed by me and dated 16/12/2019


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Name: Zhaoqin Zeng
Capacity: Authorized Representative

Shandong Group Entities

Entity	ACN / Company #	Address	Association
Shandong Tianye Real Estate Development Group Co., Ltd (Shandong Real Estate)	370000228003613	Building 3, Tianye Centre, No. 1577 North Long'ao Road, Jinan	Associate of Shandong under s12(2)(c) of the Corporations Act (acting in concert in relation to Triton)
Minjar Gold Pty Ltd	119 514 528	Level 3, 66 Kings Park Road, West Perth WA 6005	Associate of Shandong under s12(2)(c) of the Corporations Act (acting in concert in relation to Triton)
Mr Zhaoqin Zeng	N/A	2A Cunningham Street, Applecross WA 6153	Associate of Shandong under s12(2)(c) of the Corporations Act (acting in concert in relation to Triton)
Shandong Tianye Gold Mining Co., Ltd	370000200008894	Building 4, Tianye Centre, No. 1577 North Long'ao Road, Jinan	Associate of Shandong Real Estate under s12(2)(c) of the Corporations Act (acting in concert in relation to Triton)
Shandong Tyan Home Co., Ltd	370000018010703	Building 4, Tianye Centre, No. 1577 North Long'ao Road, Jinan	Associate of Shandong Real Estate under s12(2)(c) of the Corporations Act (acting in concert in relation to Triton)

ANNEXURE B - Share Transfer Agreement

This is Annexure B of 11 pages referred to in Form 605 (Notice of ceasing to be a substantial holder) signed by me and dated 16/12/2019

The attached document is a true copy of the original documents.


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Name: Zhaoqin Zeng
Capacity: Authorized Representative