

Form 603

Corporations Act 2001

Section 671B

Notice of initial substantial holderTo Company Name/Scheme **RONIN RESOURCES LTD**ACN/ARSN **625 330 878****1. Details of substantial holder (1)**Name **TIMOTHY PAUL NEESHAM**

ACN/ARSN (if applicable)

The holder became a substantial holder on **15/06/2022****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) |
|-----------------------------------|----------------------|--------------------|------------------|
| FULLY PAID ORDINARY SHARES | 3,045,000 | 3,045,000 | 9.63% |
| | | | |

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 |
|--|------------------------------------|--------------------------------|
| •Angkor Imperial Resources Pty Ltd <Turkish Bread S/F A/C> | •BENEFICIALLY HELD | •792,500 FPO SHARES |
| •Alitime Nominees Pty Ltd <Honeyham Family <A/C> | •TRUSTEE (NON-BENEFICIALLY HELD) | •1,167,500 FPO SHARES |
| •Freyabear FHMN Pty Ltd | •CUSTODIAN (NON-BENEFICIALLY HELD) | |
| •Hunterland HJDN Pty Ltd | •CUSTODIAN (NON-BENEFICIALLY HELD) | •180,000 FPO SHARES |
| •Quattro Stagione Pty Ltd | •CUSTODIAN (NON-BENEFICIALLY HELD) | •230,000 FPO SHARES |
| •The 5th Element MCTN Pty Ltd | •CUSTODIAN (NON-BENEFICIALLY HELD) | •180,000 FPO SHARES |
| •Honeybee ANHM Pty Ltd | •CUSTODIAN (NON-BENEFICIALLY HELD) | •180,000 FPO SHARES |
| •Richsham Nominees Pty Ltd | •BENEFICIALLY HELD | •180,000 FPO SHARES |
| •Wow It's A Log Pty Ltd | •CUSTODIAN (NON-BENEFICIALLY HELD) | •45,000 FPO SHARES |
| | | •90,000 FPO SHARES |
| | | |

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 |
|--|--|--|--------------------------------|
| •Angkor Imperial Resources Pty Ltd <Turkish Bread S/F A/C> | •Angkor Imperial Resources Pty Ltd <Turkish Bread S/F A/C> | | •792,500 FPO SHARES |
| •Alitime Nominees Pty Ltd <Honeyham Family A/C> | •Alitime Nominees Pty Ltd <Honeyham Family A/C> | | •1,167,500 FPO SHARES |
| •Freyabear FHMN Pty Ltd | •Freyabear FHMN Pty Ltd | | •180,000 FPO SHARES |
| •Hunterland HJDN Pty Ltd | •Hunterland HJDN Pty Ltd | | •230,000 FPO SHARES |
| •Quattro Stagione Pty Ltd | •Quattro Stagione Pty Ltd | | •180,000 FPO SHARES |
| •The 5th Element MCTN Pty Ltd | •The 5th Element MCTN Pty Ltd | | •180,000 FPO SHARES |
| •Honeybee ANHM Pty Ltd | •Honeybee ANHM Pty Ltd | | •180,000 FPO SHARES |
| •Richsham Nominees Pty Ltd | •Richsham Nominees Pty Ltd | | •45,000 FPO SHARES |
| •Wow It's A Log Pty Ltd | •Wow It's A Log Pty Ltd | | •90,000 FPO SHARES |
| | | | |

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 | |
| *REFER TO ANNEXURE (A) ATTACHED | | | | |
| | | | | |

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 |
|---|-----------------------|
| ANGKOR IMPERIAL RESOURCES PTY LTD <TURKISH BREAD S/F A/C> (ACN 158 130 469) | • DIRECTOR/TRUSTEE |
| • HUNTERLAND HJDN PTY LTD (ACN 619 757 452) | • CUSTODIAN/DIRECTOR |
| • ALITIME NOMINEES PTY LTD <HONEYHAM FAMILY A/C> (ACN 158 130 468) | • SHAREHOLDER |
| • QUATTRO STAGIONE PTY LTD (ACN 629 546 952) | • CUSTODIAN/DIRECTOR |
| • WOW ITS A LOG PTY LTD <OLLOCH FAMILY A/C> | • CUSTODIAN/DIRECTOR |

| | |
|--|----------------------|
| (ACN 600 380 685) | |
| • HONEYBEE ANHM PTY LTD (ACN 619 757 005) | • CUSTODIAN/DIRECTOR |
| • RICHSHAM NOMINEES PTY LTD (ACN 123 132 525) | • DIRECTOR |
| • THE 5TH ELEMENT MCTN PTY LTD (ACN 123 132 525) | • CUSTODIAN/DIRECTOR |
| • FREYABEAR FHMN PTY LTD (ACN 619 756 982) | • CUSTODIAN/DIRECTOR |
| | |

7. Addresses

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

| Name | Address |
|--|---------------------------------|
| • ANGKOR IMPERIAL RESOURCES PTY LTD <TURKISH BREAD S/F A/C> | |
| • HUNTERLAND HJDN PTY LTD | |
| • RICHSHAM NOMINEES PTY LTD | |
| • ALITIME NOMINEES PTY LTD <HONEYHAM FAMILY A/C> | |
| • QUATTRO STAGIONE PTY LTD | PO BOX 8292 SOUTH PERTH WA 6151 |
| • WOW ITS A LOG PTY LTD <OLLOCH FAMILY A/C> | |
| • HONEYBEE ANHM PTY LTD | |
| • THE 5TH ELEMENT MCTN PTY LTD | |
| • FREYABEAR FHMN PTY LTD | |
| | |

Signature

print name

TIMOTHY PAUL NEESHAM

capacity

DIRECTOR/TRUSTEE/CUSTODIAN

sign here

Tme

date

28/ 07 / 2022

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.
-

ANNEXURE A

5. CONSIDERATION

| HOLDER OF RELEVANT INTEREST | DATE OF ACQUISITION | CONSIDERATION (9) | | CLASS OF SECURITIES | NUMBER OF SECURITIES |
|---|---------------------|-------------------|----------|----------------------------|----------------------|
| | | CASH | NON-CASH | | |
| ALITIME NOMINEES PTY LTD <HONEYHAM FAMILY A/C> | 23/05/2022 | \$ 8,250.00 | | FULLY PAID ORDINARY SHARES | 50,000 ON-MARKET BUY |
| ALITIME NOMINEES PTY LTD <HONEYHAM FAMILY A/C> | 11/05/2022 | \$ 8,277.50 | | FULLY PAID ORDINARY SHARES | 50,000 ON-MARKET BUY |
| ANGKOR IMPERIAL RESOURCES PTY LTD <TURKISH BREAD S/F A/C> | 25/05/2022 | \$ 500.61 | | FULLY PAID ORDINARY SHARES | 3,034 ON-MARKET BUY |
| ANGKOR IMPERIAL RESOURCES PTY LTD <TURKISH BREAD S/F A/C> | 24/05/2022 | \$ 4,950.00 | | FULLY PAID ORDINARY SHARES | 30,000 ON-MARKET BUY |
| ANGKOR IMPERIAL RESOURCES PTY LTD <TURKISH BREAD S/F A/C> | 23/05/2022 | \$ 2,799.39 | | FULLY PAID ORDINARY SHARES | 16,966 ON-MARKET BUY |
| ANGKOR IMPERIAL RESOURCES PTY LTD <TURKISH BREAD S/F A/C> | 12/05/2022 | \$ 1,750.98 | | FULLY PAID ORDINARY SHARES | 10,612 ON-MARKET BUY |
| ANGKOR IMPERIAL RESOURCES PTY LTD <TURKISH BREAD S/F A/C> | 11/05/2022 | \$ 6,526.52 | | FULLY PAID ORDINARY SHARES | 39,388 ON-MARKET BUY |
| FREYABEAR FHMN PTY LTD | 14/06/2022 | \$ 83.40 | | FULLY PAID ORDINARY SHARES | 556 ON-MARKET BUY |
| FREYABEAR FHMN PTY LTD | 10/06/2022 | \$ 461.40 | | FULLY PAID ORDINARY SHARES | 3,076 ON-MARKET BUY |
| FREYABEAR FHMN PTY LTD | 9/06/2022 | \$ 3,205.20 | | FULLY PAID ORDINARY SHARES | 21,368 ON-MARKET BUY |
| FREYABEAR FHMN PTY LTD | 3/06/2022 | \$ 3,777.50 | | FULLY PAID ORDINARY SHARES | 25,000 ON-MARKET BUY |
| FREYABEAR FHMN PTY LTD | 31/05/2022 | \$ 4,977.50 | | FULLY PAID ORDINARY SHARES | 30,000 ON-MARKET BUY |
| HONEYBEE ANHM PTY LTD | 9/06/2022 | \$ 3,750.00 | | FULLY PAID ORDINARY SHARES | 25,000 ON-MARKET BUY |
| HONEYBEE ANHM PTY LTD | 3/06/2022 | \$ 3,777.50 | | FULLY PAID ORDINARY SHARES | 25,000 ON-MARKET BUY |
| HONEYBEE ANHM PTY LTD | 25/05/2022 | \$ 4,827.50 | | FULLY PAID ORDINARY SHARES | 30,000 ON-MARKET BUY |
| HUNTERLAND HJDN PTY LTD | 9/06/2022 | \$ 3,750.00 | | FULLY PAID ORDINARY SHARES | 25,000 ON-MARKET BUY |
| HUNTERLAND HJDN PTY LTD | 3/06/2022 | \$ 3,777.50 | | FULLY PAID ORDINARY SHARES | 25,000 ON-MARKET BUY |
| HUNTERLAND HJDN PTY LTD | 25/05/2022 | \$ 2,048.48 | | FULLY PAID ORDINARY SHARES | 12,803 ON-MARKET BUY |
| HUNTERLAND HJDN PTY LTD | 19/05/2022 | \$ 2,240.00 | | FULLY PAID ORDINARY SHARES | 14,000 ON-MARKET BUY |
| HUNTERLAND HJDN PTY LTD | 16/05/2022 | \$ 539.02 | | FULLY PAID ORDINARY SHARES | 3,197 ON-MARKET BUY |
| HUNTERLAND HJDN PTY LTD | 12/05/2022 | \$ 4,800.00 | | FULLY PAID ORDINARY SHARES | 30,000 ON-MARKET BUY |
| HUNTERLAND HJDN PTY LTD | 9/05/2022 | \$ 3,427.50 | | FULLY PAID ORDINARY SHARES | 20,000 ON-MARKET BUY |
| QUATTRO STAGIONE PTY LTD | 15/06/2022 | \$ 3,250.00 | | FULLY PAID ORDINARY SHARES | 25,000 ON-MARKET BUY |
| QUATTRO STAGIONE PTY LTD | 3/06/2022 | \$ 3,777.50 | | FULLY PAID ORDINARY SHARES | 25,000 ON-MARKET BUY |
| QUATTRO STAGIONE PTY LTD | 16/05/2022 | \$ 3,100.00 | | FULLY PAID ORDINARY SHARES | 20,000 ON-MARKET BUY |
| QUATTRO STAGIONE PTY LTD | 16/05/2022 | \$ 4,827.50 | | FULLY PAID ORDINARY SHARES | 30,000 ON-MARKET BUY |
| QUATTRO STAGIONE PTY LTD | 12/05/2022 | \$ 4,827.50 | | FULLY PAID ORDINARY SHARES | 30,000 ON-MARKET BUY |
| THE 5TH ELEMENT MCTN PTY LTD | 15/06/2022 | \$ 3,250.00 | | FULLY PAID ORDINARY SHARES | 25,000 ON-MARKET BUY |
| THE 5TH ELEMENT MCTN PTY LTD | 3/06/2022 | \$ 3,777.50 | | FULLY PAID ORDINARY SHARES | 25,000 ON-MARKET BUY |
| THE 5TH ELEMENT MCTN PTY LTD | 31/05/2022 | \$ 1,939.58 | | FULLY PAID ORDINARY SHARES | 11,755 ON-MARKET BUY |
| THE 5TH ELEMENT MCTN PTY LTD | 25/05/2022 | \$ 2,946.70 | | FULLY PAID ORDINARY SHARES | 18,245 ON-MARKET BUY |

SIGNATURE

TIMOTHY PAUL NEEESHAM

DIRECTOR/TRUSTEE/CUSTODIAN

SIGN HERE

DATE: 28TH JULY 2022