

Tribeca

**Tribeca
Investment
Partners Pty Ltd**

Level 23, 1 O'Connell Street
Sydney NSW 2000
PO Box R278
Royal Exchange NSW 1225
T. +61 2 9640 2600
F. +61 2 9640 2640
www.tribecaip.com.au
ABN 64 060 430 100 AFSL 239070

To: Company Announcements
Organisation: ASX
Fax: 1300 135 638
From: Diana Shang-Knudsen
Pages: 5 (Including cover sheet)
Date: 31 May 2018
Re: Variation in Substantial Shareholder Notice

Message:

Please find attached our variation in substantial shareholder notice.

Regards

**Diana Shang-Knudsen
Joint Company Secretary**

Encl.

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**

To: Company Name/Scheme TITAN MINERALS LIMITED

ACN/ARSN 117 790 897

1. Details of substantial holder(1)

Name Tribeca Investment Partners Pty Ltd

ACN/ARSN(if applicable) 64 080 430 100

There was a change in the interests of the
substantial holder on 28/05/2018

The previous notice was given to the company on 19/10/2017

The previous notice was dated 17/10/2017

2. Previous and present 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 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)
Ordinary	100,000,000	6.11%	147,420,890	7.89%

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
	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
	Annexure B				

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/AFSN (if applicable)	Nature of association

6. Addresses

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

Name	Address
Tribeca Investment Partners Pty Ltd	Level 23, 1 O'Connell St SYDNEY NSW 2000

Signature

print name Diana Shang-Knudsen

capacity Joint Company Secretary

sign here



date 31/05/18


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 67B(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 67B(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 dispose 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 acquisition, 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.

This is Annexure A of 1 page referred to in Form 604 Notice of variation in substantial shareholding.

31-May-2018


Authorized signatory

Date

Diana Shang-Knudsen

TITAN MINERALS LIMITED

Date of change	Person whose relevant interest changed	Nature of change / Consideration given in relation to change		Class and Number of securities		Persons votes
25-Oct-17	Tribeca Investment Partners Pty Ltd	On market sell	AUD - 24,556	Ord -	793,582	- 793,582
26-Oct-17		On market buy	AUD 5,440	Ord	183,347	183,347
27-Oct-17		On market sell	AUD - 25,284	Ord -	842,809	- 842,809
31-Oct-17		On market sell	AUD - 31,821	Ord -	1,000,664	- 1,000,664
28-Nov-17		On market buy	AUD 23,310	Ord	630,000	630,000
29-Nov-17		On market buy	AUD 67,155	Ord	1,650,000	1,650,000
30-Nov-17		On market buy	AUD 23,606	Ord	535,293	535,293
01-Dec-17		On market buy	AUD 29,866	Ord	685,000	685,000
29-Dec-17		On market buy	AUD 30,852	Ord	782,561	782,561
03-Jan-18		On market buy	AUD 44,589	Ord	1,173,398	1,173,398
04-Jan-18		On market buy	AUD 33,253	Ord	875,066	875,066
05-Jan-18		On market buy	AUD 5,285	Ord	139,076	139,076
09-Jan-18		On market buy	AUD 26,441	Ord	697,647	697,647
28-Feb-18		On market buy	AUD 19,736	Ord	548,223	548,223
28-May-18		On market buy	AUD 1,264,750	Ord	42,158,334	42,158,334

This is Annexure B of 1 page referred to in Form 604 Notice of variation in substantial shareholding.

DShang

31-May-2018

Authorized signatory
Diana Shang-Knudsen

Date

TITAN MINERALS LIMITED						
Holder of Relevant Interest	Registered Holder of Securities	Person entitled to be registered as holder	Nature of Relevant Interest	Class and number of securities		Person's votes
Tribeca Investment Partners Pty Ltd	UBS Nominees Pty Ltd		Power to control the exercise of a right to vote attached to securities and / or the power to dispose of securities as investment manager	Ord	71,402,573	71,402,573
	Citicorp Nominees Pty Ltd			Ord	70,547,103	70,547,103
	JP Morgan Nominees Aust Ltd			Ord	5,471,214	5,471,214