

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme TNG Limited (Company)

ACN/ARSN 000 817 023

1. Details of substantial holder (1)

Name Grant Francis Wilson

ACN/ARSN (if applicable) _____

The holder became a substantial holder on 20/07/2022

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	122,494,092	122,494,092	8.82%

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
Grant Francis Wilson	Direct holding of fully paid ordinary shares	27,660,284 Fully Paid Ordinary Shares
Grant Francis Wilson	Each Registered Security Holder listed in item 4 below are associates of Grant Francis Wilson as each Registered Security Holder and Mr Wilson have signed a notice requesting the directors of the Company to call a General Meeting pursuant to section 249D of the Corporations Act 2001 (Cth) (Notice). A copy of the Notice is annexed to this document in Annexure A.	94,833,808 Fully Paid Ordinary 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
Grant Francis Wilson	Grant Francis Wilson	Grant Francis Wilson	27,660,284 Fully Paid Ordinary Shares
Grant Francis Wilson	Bruno Dimasi	Bruno Dimasi	5,470,000 Fully Paid Ordinary Shares
Grant Francis Wilson	David Noel Thackray	David Noel Thackray	11,030 Fully Paid Ordinary Shares
Grant Francis Wilson	Warren William Brown and Marilyn Helena Brown as trustees for the W W B Investments P/L S/F A/C	Warren William Brown and Marilyn Helena Brown as trustees for the W W B Investments P/L S/F A/C	85,575,000 Fully Paid Ordinary Shares
Grant Francis Wilson	Paul Brown	Paul Brown	3,777,778 Fully Paid Ordinary 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	
Grant Francis Wilson	20 July 2022	No consideration given for acquisition of relevant interest through association		94,833,808 Fully Paid Ordinary Shares

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
Bruno Dimasi	Each person is an associate of Grant Francis Wilson as each person and Mr Wilson have signed a notice requesting the directors of the Company to call a General Meeting pursuant to section 249D of the Corporations Act 2001 (Cth) (Notice). A copy of the Notice is annexed to this document in Annexure A.
David Noel Thackray	
Warren William Brown and Marilyn Helena Brown as trustees for the W W B Investments P/L S/F A/C	
Paul Brown	

7. Addresses

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

Name	Address
Bruno Dimasi	54 McCracken Street, Essendon VIC 3040
David Noel Thackray	7 Parkville Place, Donvale VIC 3111
Warren William Brown and Marilyn Helena Brown as trustees for the W W B Investments P/L S/F A/C	39 Gladstone Road, Ipswich QLD 4305
Paul Brown	Unit 21, 59 Jephson Street, Toowong QLD 4066
Grant Francis Wilson	4 Etham Avenue, Darling Point NSW 2027

Signature

print name Grant Francis Wilson capacity

sign here  date 27/7/2022

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, moneys 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

TNG Limited ACN 000 817 023
Suite 20, 22 Railway Road
Subiaco Western Australia 6008

REQUEST FOR DIRECTORS TO CALL A GENERAL MEETING PURSUANT TO SECTION 249D OF THE CORPORATIONS ACT 2001 (CTH)

Pursuant to section 249D of the *Corporations Act 2001* (Cth), the undersigned, being members of TNG Limited ACN 000 817 023 (Company) holding at least 5% of the votes that may be cast at a general meeting of the Company, hereby request the directors of the Company to call and arrange to hold a general meeting of the Company to consider and, if thought fit, to pass each of the following resolutions as ordinary resolutions:

Resolution 1:

That, pursuant to section 203D(1) of the Corporations Act 2001 (Cth) Mr Paul Edward Burton be removed as a director of the Company effective immediately on the passing of this resolution.

Resolution 2:

That, pursuant to section 203D(1) of the Corporations Act 2001 (Cth) Mr John Edward Elkington be removed as a director of the Company effective immediately on the passing of this resolution.

Resolution 3:

That, pursuant to section 203D(1) of the Corporations Act 2001 (Cth), any person appointed as a director of the Company on and from 18 July 2022 until the commencement of the general meeting at which this resolution is passed be removed as director of the Company with effect from the end of the general meeting of the Company at which this resolution is passed.

Resolution 4:

That, Mr Grant Wilson, having consented to act as a director of the Company, be appointed as a director of the Company effective immediately on the passing of this resolution.

Resolution 5:

That, Dr Anthony Robinson, having consented to act as a director of the Company, be appointed as a director of the Company effective immediately on the passing of this resolution.

Signed consents to act as a director of the Company from Mr Grant Wilson and Dr Anthony Robinson, are set out as Annexure A to this notice, which consents, together with this notice, constitute a nomination for each proposed director for the purposes of Article 6.2(e)(i) of the constitution of the Company, and a consent to the nomination by each proposed director.

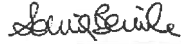
Dated: 20 July 2022

Signed by:

Signed by **Mr Bruno Dimasi:**



Signature of Mr Bruno Dimasi

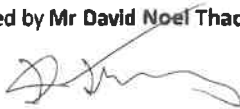


Signature of Witness

Sonia Barile

Name of Witness

Signed by **Mr David Noel Thackray:**



Signature of Mr David Noel Thackray



Signature of Witness

Honey Jadia

Name of Witness

Signed by **Mr Warren William Brown and Mrs Marilyn Helena Brown as trustees for W W B Investments P/L S/F A/C:**



Signature of Warren William Brown



Signature of Marilyn Helena Brown

Signed by **Mr Paul Brown:**



Signature of Mr Paul Brown

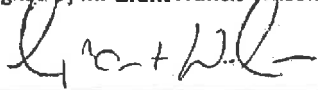


Signature of Witness

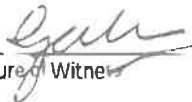
Paul Lohr

Name of Witness

Signed by **Mr Grant Francis Wilson:**



Signature of Mr Grant Francis Wilson



Signature of Witness

CHARLOTTE GALEA

Name of Witness

Annexure A: Signed Consents

CONSENT TO ACT AS DIRECTOR

To: The Directors

TNG Limited (ACN 000 817 023) (Company)

Suite 20, 22 Railway Road
Subiaco, Western Australia 6008

1. CONSENT

I hereby consent to act as a director of the Company for the purposes of section 201D of the *Corporations Act 2001* (Cth) (Corporations Act).

2. PERSONAL DETAILS

My personal details are as follows:

Full name:

GRANT FRANCIS WILSON

Former name(s) (if any):

Usual residential address:

4 ETIHAM AVE, DARLING POINT NSW 227

Date of birth:

22/04/1974

Place of birth:

SYDNEY

3. CONFIRMATIONS

- (a) I do not have, to my knowledge, any material personal interest in a matter that relates to the affairs of the Company of which a director must give notice under the Corporations Act (including but not limited to under section 191 of the Corporations Act).

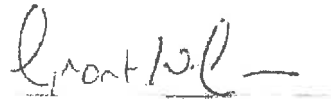
Note: Under the Corporations Act, directors have an ongoing obligation to disclose to the other directors of the Company details of any material personal interest in a matter that relates to the affairs of the Company. As the Company is a public listed company, directors must also immediately disclose to the Company all relevant interests which they hold in securities in the Company or any of its related bodies corporate, both on appointment as a director of the Company, and whenever any change in that interest occurs.

- (b) I confirm that I am not entitled to have an alternative address substituted for my usual residential address in accordance with section 205D(2) of the Corporations Act.
- (c) I confirm that I am not restricted by the Corporations Act from appointment as a director or from taking part in the management of a corporation and that my appointment as a director of the Company will not breach the terms of any agreement by which I am bound.

4. USE OF TECHNOLOGY

On becoming a director, I consent to the use of telephone and videoconferencing technology for calling and holding directors' meetings.

Dated: 20 7 2022

A handwritten signature in black ink, appearing to read "Grant W. L.", written over a horizontal line.

Signature of proposed director

CONSENT TO ACT AS DIRECTOR

To: The Directors

TNG Limited (ACN 000 817 023) (Company)

Suite 20, 22 Railway Road
Subiaco, Western Australia 6008

1. CONSENT

I hereby consent to act as a director of the Company for the purposes of section 201D of the *Corporations Act 2001* (Cth) (*Corporations Act*).

2. PERSONAL DETAILS

My personal details are as follows:

Full name: ANTHONY JAMES ROBINSON
Former name(s) (if any):
Usual residential address: 81 VICTORIA AVENUE, DALKEITH, WA, 6009
Date of birth: 11 FEB 1970
Place of birth: MT LAWLEY, WESTERN AUSTRALIA

3. CONFIRMATIONS

- (a) I do not have, to my knowledge, any material personal interest in a matter that relates to the affairs of the Company of which a director must give notice under the *Corporations Act* (including but not limited to under section 191 of the *Corporations Act*).

Note: Under the Corporations Act, directors have an ongoing obligation to disclose to the other directors of the Company details of any material personal interest in a matter that relates to the affairs of the Company. As the Company is a public listed company, directors must also immediately disclose to the Company all relevant interests which they hold in securities in the Company or any of its related bodies corporate, both on appointment as a director of the Company, and whenever any change in that interest occurs.

- (b) I confirm that I am not entitled to have an alternative address substituted for my usual residential address in accordance with section 205D(2) of the *Corporations Act*.
- (c) I confirm that I am not restricted by the *Corporations Act* from appointment as a director or from taking part in the management of a corporation and that my appointment as a director of the Company will not breach the terms of any agreement by which I am bound.

4. USE OF TECHNOLOGY

On becoming a director, I consent to the use of telephone and videoconferencing technology for calling and holding directors' meetings.

Dated: 20th JULY 2022



Signature of proposed director