

# Arnold Bloch Leibler

Lawyers and Advisers

Level 21  
333 Collins Street  
Melbourne  
Victoria 3000  
Australia  
DX38455 Melbourne  
www.abl.com.au

Telephone  
61 3 9229 9999  
Facsimile  
61 3 9229 9900

## Facsimile

Company **ASX**  
Fax No. 1300 135 638

File No. 011911656

**Contact**  
Simone Gould  
Direct 61 3 9229 9967  
Facsimile 61 3 9229 9900  
[sgould@abl.com.au](mailto:sgould@abl.com.au)

From Simone Gould  
Date 3 September 2019  
Subject **Form 603**

Total pages **5**



MELBOURNE  
SYDNEY

Yours sincerely  
**Arnold Bloch Leibler**

**Simone Gould**  
Lawyer

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Level 15  
40 Creek Street  
Brisbane Qld 4000

PO Box 10630  
Adelaide Street  
Brisbane Qld 4000

T +61 7 3002 2900  
F +61 7 3002 2999

03 September 2019

Eryl Baron  
Company Secretary/CFO  
Bounty Mining Limited  
Suite 301, Level 3  
66 Hunter Street  
Sydney NSW 2000

[Eryl.Baron@bounty.com.au](mailto:Eryl.Baron@bounty.com.au)

Dear Eryl,

**AMENDED NOTICE OF INITIAL SUBSTANTIAL HOLDER**

Please find attached a revised Form 603 – Notice of Initial Substantial Holder for each of QCoal Bounty Holdings Pty Ltd, QCoal Pty Ltd, Queensland Resources Holdings Pty Ltd as trustee for the Christopher Wallin Family Trust, Christopher Wallin and Paul Whimp (Substantial Holders) to replace the Form 603 dated 2 September 2019.

The original form incorrectly described the voting power of the Substantial Holders as being 5.88%. The correct percentage is 5.03%.

This discrepancy was caused by calculating voting power based on the number of quoted securities disclosed in Bounty Mining Limited's most recent Appendix 3B and did not account for shares currently quoted that are subject to escrow.

Yours sincerely,

A handwritten signature in black ink, appearing to read 'C Wallin', is written over a horizontal line.

Christopher Wallin  
Managing Director

**Form 603**  
Corporations Act 2001  
Section 671B

**Notice of initial substantial holder**

To Company Name/Scheme Bounty Mining Limited (Bounty)

ACN/ARSN 107 411 067

**1. Details of substantial holder (1)**

Name Christopher Wallin, Qcoal Bounty Holdings Pty Ltd (QBH), Qcoal Pty Ltd (Qcoal), Queensland Resources Holdings Pty Ltd as trustee for the Christopher Wallin Family Trust (QRH) and Paul Whimp

ACN/ARSN (if applicable) ACN 635 629 711, ACN 010 911 284 and ACN 177 525 412 respectively

The holder became a substantial holder on 29 / 08 / 2019

**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	19,357,937	19,357,937	5.03%*

\*based on 385,150,366 Bounty shares on issue

**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
QBH	Relevant interest under section 608(1)(a) of the <i>Corporations Act 2001 (Cth) (Act)</i> as the registered holder of shares.	3,426,092 ordinary shares
Qcoal	Relevant interest under section 608(3)(b) of the Act as a result of holding 100% of the issued share capital of QBH.	3,426,092 ordinary shares
QRH	Relevant interest under section 608(3)(b) of the Act as a result of holding 100% of the issued share capital of Qcoal.	3,426,092 ordinary shares
Paul Whimp	Relevant interest under section 608(3)(a) of the Act as a result of having voting power of more than 20% in QRH.	3,426,092 ordinary shares
Christopher Wallin	Relevant interest under section 608(1)(a) of the Act as the registered holder of shares <b>AND</b> under section 608(3)(a) of the Act as a result of having voting power of more than 20% in QRH.	19,357,937 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
QBH Qcoal QRH Paul Whimp Christopher Wallin	QBH	QBH	3,426,092 ordinary shares
Christopher Wallin	Christopher Wallin	Christopher Wallin	15,931,845 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	
QBH Qcoal QRH Paul Whimp Christopher Wallin	29/8/2019	282,015.32		3,266,832 ordinary shares
	27/8/2019	10,336.73		127,614 ordinary shares
	26/8/2019	2,500.03		31,646 ordinary shares
Christopher Wallin	22/8/2019	30,234.06		381,845 ordinary shares
	24/5/2019	137,257.80		2,046,540 ordinary shares
	10/5/2019	63,942.20		913,460 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
N/A	

7. Addresses

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

Name	Address
Christopher Wallin	1095 Waterworks Road, The Gap QLD 4061
Qcoal Bounty Holdings Pty Ltd	Level 16, 333 Ann Street, Brisbane QLD 4000
Qcoal Pty Ltd	Level 16, 333 Ann Street, Brisbane QLD 4000
Queensland Resources Holdings Pty Ltd as trustee for the Christopher Wallin Family Trust	1095 Waterworks Road, The Gap QLD 4061
Paul Whimp	12 Dixon Street, New Farm QLD 4005

**Signature**

print name	Christopher Wallin	capacity	Authorised signatory
sign here		Date	3/09/2019