

TNT MINES LIMITED
ACN 107 244 039
SECOND SUPPLEMENTARY PROSPECTUS

IMPORTANT INFORMATION

This is the second supplementary prospectus (**Second Supplementary Prospectus**) which supplements the prospectus dated 29 June 2017 (**Prospectus**) and the supplementary prospectus dated 10 July 2017 (**First Supplementary Prospectus**) issued by TNT Mines Limited (ACN 107 244 039) (**Company**).

This Second Supplementary Prospectus is dated 16 August 2017 and was lodged with the ASIC on that date. The ASIC, the ASX and their respective officers take no responsibility for the contents of this Second Supplementary Prospectus.

This Second Supplementary Prospectus should be read together with the Prospectus and the First Supplementary Prospectus. Other than as set out below, all details in relation to the Prospectus and the First Supplementary Prospectus remain unchanged. Terms and abbreviations defined in the Prospectus have the same meaning in this Second Supplementary Prospectus.

This Second Supplementary Prospectus will be issued with the Prospectus and the First Supplementary Prospectus as an electronic prospectus, copies of which can be downloaded from the website of the Company at www.tntmines.com.au.

This is an important document and should be read in its entirety. If you do not understand it you should consult your professional advisers without delay.

1. EXTENSION OF THE OFFER PERIOD

The Board wishes to advise that the Closing Date has been extended until **5:00pm (WST) on 15 September 2017**, and accordingly the "Indicative Timetable" as set out on Page 5 of the Prospectus has been updated as follows:

INDICATIVE TIMETABLE

Lodgement of the Prospectus with the ASIC	29 June 2017
Priority Offers Record Date	23 June 2017
Opening Date	7 July 2017
Priority Offers Closing Date	28 July 2017
General Offer Closing Date	15 September 2017
Despatch of holding statements	22 September 2017
Expected date for quotation on ASX	29 September 2017

2. AMENDMENTS TO THE PROSPECTUS AND THE FIRST SUPPLEMENTARY PROSPECTUS

The second sentence of the first paragraph of the “Important Notice” section on Page 2 of the Prospectus is deleted and replaced with the following:

“The ASIC, the ASX and their respective officers take no responsibility for the contents of this Prospectus or the merits of the investment to which this Prospectus relates.”

The third sentence of the first paragraph on Page 1 of the First Supplementary Prospectus is deleted and replaced with the following:

“The ASIC, the ASX and their respective officers take no responsibility for the contents of this Supplementary Prospectus.”

3. DIRECTORS' AUTHORISATION

This Second Supplementary Prospectus is issued by the Company and its issue has been authorised by a resolution of the Directors.

In accordance with Section 720 of the Corporations Act, each Director has consented to the lodgement of this Second Supplementary Prospectus with the ASIC.

Brett Mitchell
Director
For and on behalf of
TNT Mines Limited