



TANGA SUCCESSFULLY COMPLETES ACQUISITION OF JOUMBIRA ZINC PROJECT, NAMIBIA

Highlights

- Tanga completes acquisition of Coldstone Investments Pty Ltd, which has majority earn in rights to the Joubira Zinc Project, located on the well endowed Damaran Belt in Namibia
- Appointment of Mr Ian Stuart to the Board of Tanga as a Non Executive Director
- Epangelo Mining Company (Pty) Ltd and Advino Resources Pty Ltd become shareholders of Tanga

Tanga Resources Ltd (“Tanga” or the “Company”) (ASX: TRL) is pleased to announce that it has completed the acquisition of Coldstone Investments (Pty) Ltd, (Coldstone) which has majority earn in rights to the Joubira Zinc Project (“Joubira” or “the Project”) in Namibia.

In consideration for the acquisition of Coldstone, and in accordance with the terms of the option agreement, announced on 5 December 2017, Tanga has issued a total of 44 million shares (39.6 million shares to Advino Resources Pty Ltd (Advino) and 4.4 million shares to Epangelo Mining Company (Pty) Ltd, (Epangelo)).

The Company welcomes Epangelo, an entity owned by the Namibian government and Advino as shareholders of Tanga.

Tanga looks forward to working with Epangelo as its joint venture partner, with the assistance of Advino, on advancing Joubira and exploring the regional potential of this on this highly prospective ground position in the Damaran Metallogenic Belt

Board Appointment

As part of the transaction, as announced on 5 December, 2017 Ian Stuart, B.Sc (Hons) Geology, F.Fin, MAICD, has been appointed to the Board of Tanga as a Non Executive Director.

Mr Stuart is a senior executive with extensive experience in corporate finance, mining and exploration. He has significant geological and project development experience throughout Australia, Africa and Latin America, exploring in both gold and base metals.

Mr Stuart is also a Director of Advino and Fleming Asset Management Pty Ltd.

Commenting on the transaction, John Stockley - Technical Director said:

We are pleased to complete the acquisition and welcome both Epangelo and Advino as shareholders of Tanga. We look forward to working with our joint venture partner Epangelo, with the support of Advino, to advance Joubira, which we consider to be a highly prospective zinc-lead-silver project, located in a world class mining jurisdiction.

Furthermore, I would also like to welcome Ian Stuart to the Board of Tanga, his experience and background will be valuable as we look to move the Project forward.

An Appendix 3B and cleansing statement are attached.



About the Jombira Zinc Project

Joubira is an advanced, zinc-lead-silver project, located in the highly prospective and well endowed Damaran Belt, Namibia. Joubira is located in central Namibia, approximately 190km by sealed road from the capital, Windhoek and 400km from the port of Walvis Bay. The Project has excellent infrastructure with the major service town Otjiwarongo located 50km to the north with existing grid power and the national railway line is in close proximity.

Tanga has acquired Coldstone Investments (Pty) Ltd, which has a joint venture agreement with Namibian government owned, Epangelo Mining Company (Pty) Ltd to earn in up to 80% (with the ability to increase to 90%) of Joubira.

-ENDS -

For additional information on Tanga and the Company's projects please visit: www.tangaresources.com.au

Contact details

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John Stockley
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Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

TANGA RESOURCES LIMITED

ABN

41 141 940 230

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

1 +Class of +securities issued or to be issued

Ordinary Shares

2 Number of +securities issued or to be issued (if known) or maximum number which may be issued

44,000,000 - ORD

3 Principal terms of the +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion)

ORD fully paid

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

| | | |
|--------|---|--|
| 4 | <p>Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?</p> <p>If the additional +securities do not rank equally, please state: the date from which they do the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</p> | ORD - Yes |
| 5 | Issue price or consideration | Deemed price of \$0.01 / share |
| 6 | <p>Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p> | <p>Pursuant to the exercise of an option to acquire earn in rights over the Joubira Zinc Project through the acquisition of Coldstone Investments Pty Ltd.</p> |
| 6 a | <p>Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p> | Yes |
| 6b | <p>The date the security holder resolution under rule 7.1A was passed</p> | 27 November 2017 |
| 6c | <p>Number of +securities issued without security holder approval under rule 7.1</p> | ORD – 44,000,000 |
| 6d | <p>Number of +securities issued with security holder approval under rule 7.1A</p> | Nil |

| | | | |
|----|--|--|---------------------------|
| 6e | Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting) | Nil | |
| 6f | Number of +securities issued under an exception in rule 7.2 | Nil | |
| 6g | If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation. | N/A | |
| 6h | If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements | N/A | |
| 6i | Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements | <p>Issue capacity under Rule 7.1: 203,712</p> <p>Issue capacity under Rule 7.1A: 1,219,141</p> | |
| 7 | <p>+Issue dates</p> <p><small>Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.</small></p> <p><small>Cross reference: item 33 of Appendix 3B.</small></p> | 26 June 2018 | |
| 8 | Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable) | 726,316,410 | +Class Ordinary Shares |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

| | Number | +Class |
|---|------------|--|
| 9 Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable) | 14,500,000 | Options exercisable at \$0.12 each on or before 30/09/2019 |
| | 1,500,000 | Options exercisable at \$0.05 each on or before 30/06/2019 |
| | 10,000,000 | Options exercisable at \$0.04 each on or before 07/06/2021 |
| | 10,000,000 | Options exercisable at \$0.05 each on or before 07/06/2021 |
| | 50,500,000 | Options exercisable at \$0.0125 each on or before 26/11/2020 |
| 10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests) | | |

Part 2 – Not applicable

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of +securities
(tick one)

(a) +Securities described in Part 1

(b) All other +securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

35 If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

36 If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
 1 - 1,000
 1,001 - 5,000
 5,001 - 10,000
 10,001 - 100,000
 100,001 and over

37 A copy of any trust deed for the additional +securities

Quotation agreement

1 +Quotation of our additional +securities is in ASX’s absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

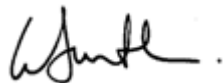
- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.



Sign here: Date: 27 June 2018
(Company secretary)

Print name: Graeme Smith

+ See chapter 19 for defined terms.

Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

Part 1

| Rule 7.1 – Issues exceeding 15% of capital | |
|---|-------------|
| <i>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</i> | |
| <i>Insert</i> number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue | 425,391,410 |
| <i>Add</i> the following: <ul style="list-style-type: none"> • Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2 • Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval • Number of partly paid +ordinary securities that became fully paid in that 12 month period <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>Include only ordinary securities here – other classes of equity securities cannot be added</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> | 156,800,000 |
| <i>Subtract</i> the number of fully paid +ordinary securities cancelled during that 12 month period | - |
| “A” | 582,191,410 |

| | |
|---|---|
| Step 2: Calculate 15% of “A” | |
| “B” | 0.15 <i>[Note: this value cannot be changed]</i> |
| Multiply “A” by 0.15 | 87,328,712 |
| Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used | |
| <p>Insert number of +equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> | 87,125,000 |
| “C” | 87,125,000 |
| Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1 | |
| “A” x 0.15 <i>Note: number must be same as shown in Step 2</i> | 87,328,712 |
| Subtract “C” <i>Note: number must be same as shown in Step 3</i> | 87,125,000 |
| Total [“A” x 0.15] – “C” | 203,712 <i>[Note: this is the remaining placement capacity under rule 7.1]</i> |

+ See chapter 19 for defined terms.

Part 2

| Rule 7.1A – Additional placement capacity for eligible entities | |
|--|---|
| Step 1: Calculate “A”, the base figure from which the placement capacity is calculated | |
| “A” <i>Note: number must be same as shown in Step 1 of Part 1</i> | 582,191,410 |
| Step 2: Calculate 10% of “A” | |
| “D” | 0.10 <i>Note: this value cannot be changed</i> |
| Multiply “A” by 0.10 | 58,219,141 |
| Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used | |
| Insert number of ⁺ equity securities issued or agreed to be issued in that 12 month period under rule 7.1A <i>Notes:</i> <ul style="list-style-type: none"> • <i>This applies to equity securities – not just ordinary securities</i> • <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> | 57,000,000 |
| “E” | 57,000,000 |
| Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A | |
| “A” x 0.10 <i>Note: number must be same as shown in Step 2</i> | 58,219,141 |
| Subtract “E” <i>Note: number must be same as shown in Step 3</i> | 57,000,000 |
| Total [“A” x 0.10] – “E” | 1,219,141 |



27 June 2018

Company Announcements Office
ASX Limited

Dear Sir

ISSUE OF TANGA RESOURCES LIMITED SHARES – SECONDARY TRADING NOTICE - NOTIFICATION PURSUANT TO PARAGRAPH 708A(5)(e) OF THE CORPORATIONS ACT 2001 ("Act")

On 26 June 2018, Tanga Resources Limited ("**Company**") issued 44,000,000 fully paid ordinary shares at a deemed issue price of \$0.01 each ("**Securities**").

SECONDARY TRADING NOTICE - NOTIFICATION PURSUANT TO PARAGRAPH 708A(5)(e) OF THE CORPORATIONS ACT 2001 ("Act")

The Company hereby notifies ASX under paragraph 708A(5)(e) of the Act that:

- (a) the Company issued the Securities without disclosure to investors under Part 6D.2 of the Act;
- (b) as at the date of this notice the Company has complied with the provisions of Chapter 2M of the Act as they apply to the Company, and section 674 of the Act; and
- (c) as at the date of this notice there is no information:
 - i. that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
 - ii. that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
 - A. *the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or*
 - B. *the rights and liabilities attaching to the Securities.*

Yours faithfully,

Tanga Resources Limited

Graeme Smith
Company Secretary