

**Form 603**Corporations Act 2001  
Section 671B**Notice of initial substantial holder**

To Company Name/Scheme

PEPINNINI MINERALS LIMITED

ACN/ARSN

55 101 714 989

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

Name

PETER ANDREW PROKSA

ACN/ARSN (if applicable)

The holder became a substantial holder on

8/2/2021

**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	2,132,320	2,132,320	5.21%

**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
PETER ANDREW PROKSA	DIRECT	2,132,320

**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
PETER ANDREW PROKSA	PETER ANDREW PROKSA	PETER ANDREW PROKSA	2,132,320

**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	
PETER ANDREW PROKSA	22/12/20	\$60,392.60		354,880
PETER ANDREW PROKSA	23/12/20	\$27,000		100,000

PETER ANDREW PROKSA	23/12/20	\$25,000		100,000
PETER ANDREW PROKSA	24/12/20	\$23,500		100,000
PETER ANDREW PROKSA	24/12/20	\$22,500		100,000
PETER ANDREW PROKSA	24/12/20	\$23,372.34		100,000
PETER ANDREW PROKSA	24/12/20	\$21,570.22		88,441
PETER ANDREW PROKSA	29/12/20	\$30,123.94		111,559
PETER ANDREW PROKSA	30/12/20	\$51,455.15		150,000
PETER ANDREW PROKSA	31/12/20	\$19,751.98		50,000
PETER ANDREW PROKSA	31/12/20	\$19,251.93		50,000
PETER ANDREW PROKSA	4/1/21	\$70,000		200,000
PETER ANDREW PROKSA	5/1/21	\$66,000		200,000
PETER ANDREW PROKSA	21/1/21	\$54,031.57		150,000
PETER ANDREW PROKSA	27/1/21	\$62,104		177,440
PETER ANDREW PROKSA	8/2/21	\$38,000		70,000
PETER ANDREW PROKSA	8/2/21	\$10,759.50		20,000
PETER ANDREW PROKSA	8/2/21	\$5,000		10,000

**6. Associates**

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

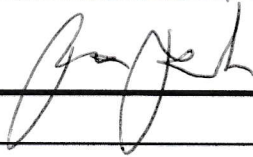
Name and ACN/ARSN (if applicable)	Nature of association

**7. Addresses**

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

Name	Address
PETER ANDREW PROKSA	PO Box 875 WILLIAMSTOWN VICTORIA, 3016

**Signature**

print name PETER ANDREW PROKSA capacity SHAREHOLDER  
 sign here  date 8/2/2021