

HANCOCK PROSPECTING PTY LTD

ABN 69 008 676 417

HPPL House
28-42 Ventnor Avenue
West Perth 6005

Telephone: (08) 9429 8222
International: +618 9429 8222
Facsimile: (08) 9429 8266

PO Locked Bag No 2
West Perth 6872
Western Australia

mail@hancockprospecting.com.au

FACSIMILE TRANSMISSION

TO: Company Announcements Platform
COMPANY: Australian Securities Exchange
FAX NUMBER: 1300135638
FROM: Jabez Huang
SUBJECT: Form 604 – Notice of Change of Interests of Substantial Holder
DATE: 7 April 2017
REF:
PAGES: 5

The information in this facsimile is confidential, intended only for the use of the addressees. If you are not the intended recipient, any dissemination, copying or use of the information is strictly prohibited. If you have received this communication in error, please telephone us (we will accept reverse charges), and return the original facsimile to the address above.

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Lakes Oil NL

ACN/ARSN 004 247 214

1. Details of substantial holder (1)

Name Mrs Georgina Hope Rinehart and Hancock Prospecting Pty Ltd ("HPPL") and subsidiaries of HPPL as set out in Annexure A (referred to together as the "HPPL Group")

ACN (if applicable) 008 676 417

There was a change in the interests of the substantial holder on 07 / 04 / 2017

The previous notice was given to the company on 03 / 02 / 2017

The previous notice was dated 03 / 02 / 2017

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interest in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary shares	2,380,000,000	11.05%	3,389,375,000	14.03%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
07/04/2017	The HPPL Group	Conversion on maturity of Listed Unsecured Converting Notes	nil	3,389,375,000 shares	3,389,375,000

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
The HPPL Group	Timeview Enterprises Pty Ltd ("TEPL")	TEPL	Pursuant to sections 608(1)(a), 608(1)(b), 608(1)(c) or 608(3)(b) of the Corporations Act or as associates	3,389,375,000 shares	3,389,375,000

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN (if applicable)	Nature of association
Not applicable	

6. Addresses

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

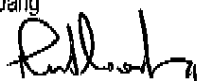
Name	Address
All members of the HPPL Group	Level 3, 28-42 Ventnor Avenue, West Perth, 6005

Signature

print name S J Huang

capacity Secretary

sign here



date 07/04/2017

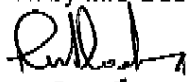
DIRECTIONS

- (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 6 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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.
- (7) Details of the consideration must include any and all benefits, money 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.
- (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) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Annexure A

This is Annexure A of 2 pages referred to in Form 604 (Notice of change of interests of a substantial holder) given by Mrs Georgina Hope Rinehart and Hancock Prospecting Pty Ltd and its subsidiaries.



7 April 2017

S J Huang
Company Secretary

Date

ENTITY NAME	AUSTRALIAN COMPANY NUMBER
Hancock Prospecting Pty Ltd	008 676 417
2GHR Prime Australian Beef Pty Ltd	609 508 038
2GR Australian Beef Pty Ltd	612 793 810
2GR Outback Beef Pty Ltd	612 793 829
2GR Premium Beef Pty Ltd	612 793 838
2GR Premium Outback Beef Pty Ltd	612 937 327
2GR Premium Wagyu Beef Pty Ltd	612 937 318
2GR Wagyu Beef Pty Ltd	612 793 665
Auster Investments Pty Ltd	076 430 503
Australian Outback Beef Pty Ltd	613 901 161
Australian Beef Marketing Pty Ltd	617 875 313
Australian Pastoral Properties Pty Ltd	616 243 406
Bluelink Nominees Pty Ltd	152 873 660
Central Pilbara Holdings Pty Ltd	132 394 168
Central Pilbara North Iron Ore Pty Ltd	132 394 480
Central Pilbara South Iron Ore Pty Ltd	132 394 471
Clover Cattle Co. Pty Ltd	009 107 171
Ethel Creek Iron Ore Pty Ltd	132 394 140
Gayna Park Pty Ltd	009 294 722
Georgina Hancock (1965) Pty Ltd	008 696 884
Gold Exploration Victoria Pty Ltd	603 818 382
Haggerston Pty Ltd	612 808 045
Hancock Beef Pty Ltd	146 118 087
Hancock Corporation Pty Ltd	615 809 740
Hancock Energy Pty Ltd	130 249 624
Hancock English Holdings Pty Ltd	612 807 986
Hancock Exploration Management Services Pty Ltd	127 071 836
Hancock Group Holdings Pty Ltd	612 808 018
Hancock Manganese Pty Ltd	131 992 277
Hancock Minerals Pty Ltd	057 326 824
Hancock Wagyu Pty Ltd	168 089 272
Hanrine Finance Pty Ltd	142 927 900
Hanrine Holdings Pty Ltd	154 124 204
Hanrine Investments Pty Ltd	145 852 991
HMHT Investments Pty Ltd	070 550 104
Hope Dairies Pty Ltd	608 094 159
Hope Dairies (WA) Pty Ltd	602 615 967
Hope Downs Iron Ore Pty Ltd	071 514 308
Hope Downs Management Services Pty Ltd	081 380 930
HPPL Pastoral Properties Pty Ltd	078 739 958
HPPL Services Pty Ltd	132 394 159
Jacaranda Minerals Pty Ltd	117 264 570
Jasmin Walk Pty Ltd	149 227 485
Lake Vista Pty Ltd	152 873 679

ENTITY NAME	AUSTRALIAN COMPANY NUMBER
Langford Investments Pty Ltd	062 582 601
Lavington Pty Ltd	612 808 036
Liveringa Station Beef Pty Ltd	168 054 448
Minerals Australia Pty Ltd	124 475 538
Mulga Downs Iron Ore Pty Ltd	080 659 150
Mulga Downs Pty Ltd	057 328 815
Mulga Exploration Pty Ltd	600 987 619
Mulga Infrastructure Pty Ltd	600 987 682
Mulga Iron Holdings Pty Ltd	600 967 404
Nicholas Downs Pty Ltd	131 992 295
Niunai Pty Ltd	600 577 473
Northern Australia Pastoral Investments Pty Ltd	168 089 558
Northern Australia Pastoral Properties Pty Ltd	168 089 469
Offshore Exploration Holdings Pty Ltd	617 989 492
Outram (SPV) Pty Ltd	115 004 147
Pastoral Properties Australia Pty Ltd	152 743 523
Pastoral Properties (NSW) Pty Ltd	602 975 511
Pastoral Properties (NT) Pty Ltd	612 807 931
Pastoral Properties (Qld) Pty Ltd	169 703 011
Queensland Coal Investments Pty Ltd	144 920 187
Quixot Pty Ltd	009 159 586
QCI (Coking) Pty Ltd	159 656 112
QCI (Galilee) Pty Ltd	159 703 009
QCI (Minerals) Pty Ltd	603 989 126
QCI (Regions) Pty Ltd	160 911 679
QCI (Thermal) Pty Ltd	159 664 801
Rinehan Pty Ltd	602 397 740
Roy Hill Holdings Pty Ltd	123 721 077
Roy Hill Infrastructure Pty Ltd	130 249 633
Roy Hill Iron Ore Pty Ltd	123 722 038
Roy Hill Operations Pty Ltd	168 771 355
Rural Investment Holdings Pty Ltd	142 021 770
S. Kidman & Co Limited	007 872 317
Stoneform Investments Pty Ltd	168 036 093
Southwest Pastoral Properties Pty Ltd	602 975 520
Timeview Enterprises Pty Ltd	147 613 312
Ventnor Entertainment Services Pty Ltd	146 118 087
Westralnt Resources Pty Ltd	009 083 783
Winform Nominees Pty Ltd	152 706 717
Wingfield Avenue Pty Ltd	065 980 181
W.N.M. MacDonald Pty Ltd	008 673 756