

Form 604
Corporations Act 2001
Section 671B

Notice of change in interests of substantial holder

To: **SOUTHERN CROSS EXPLORATION NL**
A.C.N 000 716 012

1. Details of substantial shareholder (1)

Noble Investments Superannuation Fund Pty Ltd
 ABN 98 168 638 587; and
 Timothy Owen Lebbon ABN 12 930 874 705

There was a change in the interests of the substantial shareholder on 1st February 2018.

The previous notice was given to the company on: 17/01/16.

The previous notice was dated **18/01/16**.

2. Previous and Present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme are as follows:

Class of Securities	Previous notice		Present notice	
	Person's votes	Voting Power (5) f/paid shares	Person's votes	Voting Power (5) f/paid shares
Ordinary fully paid	149,047,978	13.836%	160,144,015	14.866%

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:

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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
B9 - Noble Investments Superannuation Fund Pty Ltd <Noble Investments S/F A/c>					
	Fully Paid Shares	Last notice		101,623,172	101,623,172
10/5/16	To B2	Sale	\$0.003	-43,680,248	-43,680,248
30/6/16		Sale	\$0.007	-100,000	-100,000
18/7/16		Sale	\$0.007	-600,000	-600,000
19/7/16		Sale	\$0.01	-400,000	-400,000
19/7/16		Sale	\$0.01	-530,000	-530,000
23/1/17		Purchase	\$0.009	400,000	400,000
25/1/17		Purchase	\$0.009	600,000	600,000
6/2/17		Sale	\$0.009	-1,000,000	-1,000,000
24/3/17		Sale	\$0.007	-1,896,854	-1,896,854
24/3/17		Purchase	\$0.007	1,719,855	1,719,855
3/4/17		Purchase	\$0.007	1,280,145	1,280,145
3/4/17		Purchase	\$0.007	50,000	50,000
7/4/17		Purchase	\$0.007	1,645,400	1,645,400
10/4/17		Purchase	\$0.007	854,600	854,600
18/4/17		Purchase	\$0.007	2,786,455	2,786,455
3/5/17		Purchase	\$0.007	100,333	100,333
4/5/17		Purchase	\$0.007	450,000	450,000
11/5/17		Purchase	\$0.007	500,000	500,000
12/5/17		Purchase	\$0.007	110,547	110,547
16/5/17		Purchase	\$0.007	316,268	316,268
15/6/17		Purchase	\$0.006	4,776,411	4,776,411
22/6/17		Purchase	\$0.008	1,400,000	1,400,000
29/6/17		Purchase	\$0.009	602,000	602,000
3/7/17		Purchase	\$0.009	148,000	148,000
1/2/18		Purchase	\$0.007	1,900,000	1,900,000
1/2/18		Purchase	\$0.007	204,617	204,617
2/2/18		Purchase	\$0.007	15,000	15,000
6/2/18		Purchase	\$0.007	150,004	150,004
	Fully paid shares	Holding		73,425,705	73,425,705
B16 - Noble Investments Superannuation Fund Pty Ltd <Noble Inv S/F TOL LTC A/c>					
	Fully paid shares	Last notice		12,225,988	12,225,988
11/7/16		Sale	\$0.004	(925,988)	(925,988)
		Holding		11,300,000	11,300,000
B2 - Noble Investments Superannuation Fund Pty Ltd <Noble Inv S/F CFL2 Mkt A/c>					
	Fully paid shares	Last notice		2,280,508	2,280,508
10/5/16	From B9	Purchase	\$0.003	43,680,248	43,680,248
11/7/16		Sale	\$0.004	(1,500,000)	(1,500,000)
11/7/16		Sale	\$0.004	(1,960,756)	(1,960,756)
		Holding		42,500,000	42,500,000

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Date of change	Person whose interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
B8 - Noble Investments Superannuation Fund Pty Ltd <Noble Inv S/F TOL All A/c>					
	Fully paid Shares	Last notice		32,684,978	32,684,978
		This notice		32,684,978	32,684,978
Timothy Owen Lebbon					
	Fully Paid shares	Last notice		233,332	233,332
	Fully paid shares	This notice		233,332	233,332

4. **Present registered holders**

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)	Class and number of securities	Person's votes
Noble Investments Superannuation Fund Pty Ltd as Trustee for the Noble Investments Superannuation Fund	Noble Investments Superannuation Fund Pty Ltd <Noble Investments S/F A/c>	Noble Investments Pty Ltd <Noble Investments S/F A/c>	73,425,705	73,425,705
Noble Investments Superannuation Fund Pty Ltd <Noble Inv S/F TOL LTC A/c>	Noble Investments Superannuation Fund Pty Ltd <Noble Inv S/F TOL LTC A/c>	Noble Investments Superannuation Fund Pty Ltd <Noble Inv S/F TOL LTC A/c>	11,300,000	11,300,000
Noble Investments Superannuation Fund Pty Ltd <Noble Inv S/F CFL2 Mkt A/c>	Noble Investments Superannuation Fund Pty Ltd <Noble Inv S/F CFL2 Mkt A/c>	Noble Investments Superannuation Fund Pty Ltd <Noble Inv S/F CFL2 Mkt A/c>	42,500,000	42,500,000
Noble Investments Superannuation Fund Pty Ltd <Noble Inv S/F TOL All A/c>	Noble Investments Superannuation Fund Pty Ltd <Noble Inv S/F TOL All A/c>	Noble Investments Superannuation Fund Pty Ltd <Noble Inv S/F TOL All A/c>	32,684,978	32,684,978
Timothy Owen Lebbon	Timothy Owen Lebbon	T O Lebbon	233,332	233,332
			160,144,015	160,144,015

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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 A.C.N./A.R.S.N. (if applicable)	Nature of Association

7. Addresses

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

Name	Address
Noble Investments Superannuation Fund Pty Ltd as Trustee for the Noble Investments Superannuation Fund (including pension accounts)	GPO Box 1572, Adelaide SA 5001
Mr T O Lebbon	3 Russell Avenue Hazelwood Park SA 5066
Mrs C F Lebbon	3 Russell Avenue Hazelwood Park SA 5066

Signature

Print Name: T Lebbon

Capacity: Director, Noble Superannuation Fund P/ L

Signature:  Date: 9/2/18