

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Rawson Oil and Gas Limited (*Rawson*)

ACN/ARSN ACN 082 752 985

1. Details of substantial holder (1)

Name This notice is given by Lakes Oil N.L. (*Lakes Oil*) on its own behalf, and on behalf of each of the entities described in Annexure A (*Controlled Entities*).

ACN/ARSN (if applicable) ACN 004 247 214

There was a change in the interests of the substantial holder on 21 September 2018

The previous notice was given to the company on 17 September 2018

The previous notice was dated 17 September 2018

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 (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Fully paid ordinary shares (<i>Shares</i>)	92,294,059	81.85% (based on 112,754,222 ordinary Shares on issue in Rawson)	98,622,128	87.47% (based on 112,754,222 ordinary Shares on issue in Rawson)

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
17 September 2018	Lakes Oil	Change in relevant interest as a result of acceptances of offers made under Lakes Oil's off-market takeover bid for all Shares in Rawson on the terms and conditions as set out in Lakes Oil's Bidder's Statement dated 8 August 2018 (and any supplements or variations) (<i>Offer</i>).	The Offer consideration as set out in the Bidder's Statement.	92,902,387 Shares	92,902,387 Shares
18 September 2018	Lakes Oil	As above	As above	92,992,387 Shares	92,992,387 Shares
20 September 2018	Lakes Oil	As above	As above	93,005,387 Shares	93,005,387 Shares
21 September 2018	Lakes Oil	As above	As above	98,622,128 Shares	98,622,128 Shares

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	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of	Person's votes
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Interest				securities	
Lakes Oil	Rawson shareholders to whom the Offer was made and who have accepted the Offer	Subject to the terms of the Offer, Lakes Oil	Lakes Oil has a relevant interest under s608(1) and 608(6) of the Corporations Act 2001 (Cth), pursuant to the acceptances of the Offer	98,622,128 Shares	98,622,128 Shares (based on 112,754,222 ordinary Shares on issue in Rawson)

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/ARSN (if applicable)	Nature of association
N/A	N/A

6. Addresses

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

Name	Address
Lakes Oil	Level 14, 500 Collins Street, Melbourne VIC 3000

Signature

print name	Melanie Leydin	capacity	Secretary
sign here		date	24 September 2018

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.

