

Tribeca

**Tribeca
Investment
Partners Pty Ltd**

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To: Company Announcements

Organisation: ASX

Fax: 1300 135 638

From: Diana Shang-Knudsen

Pages: 5 (Including cover sheet)

Date: 27 September 2018

Re: Variation in substantial shareholding notice

Message:

Please find attached our notice for variation in substantial shareholding.

Regards



**Diana Shang-Knudsen
Joint Company Secretary**

Encl.

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme LEAF RESOURCES LIMITED

ACN/ARSN 074 969 056

1. Details of substantial holder(1)

Name Tribeca Investment Partners Pty Ltd

ACN/ARSN(if applicable) 64 080 430 100

There was a change in the interests of the substantial holder on 25/09/2018

The previous notice was given to the company on 03/07/2018

The previous notice was dated 29/06/2018

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)
Ordinary	27,644,202	11.57%	41,532,368	16.55%

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
	Annexure A				

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
	Annexure B				

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

6. Addresses

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

Name	Address
Tribeca Investment Partners Pty Ltd	Level 23, 1 O'Connell St SYDNEY NSW 2000

Signature

print name Diana Shang-Knudsen

capacity Joint Company Secretary

sign here

DShang

date 27/09/18

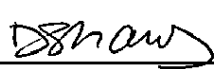
DIRECTIONS

- (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.

This is Annexure A of 1 page referred to in Form 604 Notice of variation in substantial shareholding.

27-September-2018


Authorized signatory
Diana Shang-Knudsen

Date

LEAF RESOURCES LIMITED					
Date of change	Person whose relevant interest changed	Nature of change / Consideration given in relation to change		Class and Number of securities	Persons votes
02-Jul-18	Tribeca Investment Partners Pty Ltd	On market buy	AUD 15,077	Ord 188,464	188,464
05-Jul-18		On market buy	AUD 7,285	Ord 91,068	91,068
20-Jul-18		On market buy	AUD 11,156	Ord 139,451	139,451
23-Jul-18		On market buy	AUD 10,868	Ord 135,849	135,849
13-Aug-19		Subscription	AUD 178,500	Ord 2,380,000	2,380,000
24-Sep-18		Subscription	AUD 821,500	Ord 10,953,334	10,953,334

This is Annexure B of 1 page referred to in Form 604 Notice of variation in substantial shareholding.

27-September-2018

DShang
Authorized signatory
Diana Shang-Knudsen

Date

LEAF RESOURCES LIMITED						
Holder of Relevant Interest	Registered Holder of Securities	Person entitled to be registered as holder	Nature of Relevant Interest	Class and number of securities		Person's votes
Tribeca Investment Partners Pty Ltd	Citicorp Nominees Pty Ltd		Power to control the exercise of a right to vote attached to securities and / or the power to dispose of securities as investment manager	Ord	22,057,991	22,057,991
	UBS Nominees Pty Ltd			Ord	19,474,377	19,474,377