

**Form 603**  
Corporations Act 2001  
Section 671B

**Notice of initial substantial holder**

To Company Name/Scheme Lithium Power International Limited

ACN/ARSN 607 260 328

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

Name Minera Salar Blanco SpA

ACN/ARSN (if applicable) \_\_\_\_\_

The holder became a substantial holder on 02/12/2016

**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 Shares         | 16,000,000           | 16,000,000         | 9.74%            |

**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        |
|-----------------------------|---|---------------------------------------|
| Minera Salar Blanco SpA     | Relevant interest pursuant to section s608(1) of the Corporations Act – Registered holder of shares | 16,000,000 fully paid ordinary shares |

**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        |
|-----------------------------|---------------------------------|--|---------------------------------------|
| Minera Salar Blanco SpA     | Minera Salar Blanco SpA         | Minera Salar Blanco SpA                        | 16,000,000 fully paid ordinary shares |

**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   |                                       |
| Minera Salar Blanco SpA     | 2 December 2016     | N/A               | Non cash consideration. The shares were issued as consideration for Lithium Power International Limited acquiring option rights over certain tenements comprising part of the Maricunga Lithium Brine Project. | 16,000,000 fully paid ordinary shares |

**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 |
|-----------------------------------|-----------------------|
| N/A                               | N/A                   |

**7. Addresses**

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

| Name                    | Address  |
|-------------------------|--|
| Minera Salar Blanco SpA | Rosario Norte No 100 Of 403, Las Condes, Santiago, Chile |

**Signature**

print name Andrew Phillips capacity Company Secretary

sign here



date 7 December 2016