

Form 603

Corporations Act 2001

Section 671B

Notice of initial substantial holder

In Company Name/Scheme:

BURLESON ENERGY LTD

ACN/ARSN

117 770 475

1. Details of substantial holder (1)

Name

NORMAN JOSEPH ZILLMAN

ACN/ARSN (if applicable)

The holder became a substantial holder on

25/11/15

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	86,533,883	86,533,883	7.47%

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
See attached (8)		

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 (9)	Class and number of securities
See attached (10)			

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 (11)		Class and number of securities
		Cash	Non cash	
See attached (12)				

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

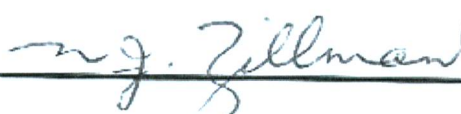
Name and ACN/ARSN (if applicable)	Nature of association
N/A	

7. Addresses

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

Name	Address
NORMAN J. ZILLMAN	13 CLAREMONT ST EAST LAUNCESTON, TAS, 7250

Signature

print name NORMAN J. ZILLMAN capacity _____
sign here  date 30 / 10 / 15

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 7 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(1) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (8) If the substantial holder is unable to determine the identity of the person from whom the relevant interest arises, because of an option to write "unknown".
- (9) 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.

3. Details of relevant interests

<u>Holder of relevant interest</u>	<u>Nature of relevant interest</u>	<u>Class and number of securities</u>
Bannerblock Pty Ltd	Director	4,000,000
Nitroshire Pty Ltd	Director	3,871,884
Bannerblock Pty Ltd Super Fund	Trustee	39,161,934
Norman Joseph ZILLMAN	Direct	39,500,065

4. Details of present registered holders

<u>Holder of relevant interest</u>	<u>Registered holder of securities</u>	<u>Person entitled to be registered as holder</u>	<u>Class and nature of securities</u>
Bannerblock Pty Ltd	Bannerblock Pty Ltd	Bannerblock Pty Ltd	4,000,000
Nitroshire Pty Ltd	Nitroshire Pty Ltd	Nitroshire Pty Ltd	3,871.884
Norman Zillman & Lorraine Zillman Bannerblock Super Fund	Bannerblock Super Fund	Bannerblock Super Fund	39,161.934
Norman J Zillman	Norman J Zillman	Norman J Zillman	39,500,065

5. Consideration

<u>Holder of relevant Interest</u>	<u>Date of acquisition</u>	<u>Consideration</u>		<u>Class and number of securities</u>
		<u>Cash</u>	<u>Non-Cash</u>	
Bannerblock Pty Ltd	21/10/2015	\$ 4,000	Nil	2,000,000
Nitroshire Pty Ltd	21/19/2015	\$ 3,872	Nil	1,935.940
Bannerblock Super	21/10/2015	\$ 39,162	Nil	19,580,965
Norman J Zillman	21/10/2015	\$ 77,188	Nil	38,594,095

Norman J. Zillman