

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity Southern Hemisphere Mining Limited
ABN 17 140 494 784

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	TREVOR TENNANT
Date of last notice	7 December 2015

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Trevor Tennant Superfund
Date of change	3 June 2016
No. of securities held prior to change	<div>Trevor Tennant Ordinary shares – 175,478</div> <div>Skylife Nominees Pty Ltd (Director related superannuation fund) Ordinary shares – 875,922</div> <div>Trevor Tennant as Trustee for the Tennant Family Trust (Trustee) Ordinary shares – 429,209</div> <div>Trevor Tennant Family Trust (Member of family trust) Ordinary shares – 266,283</div> <div>The Trevor Tennant Superfund Ordinary shares – 2,177,289 Listed Options – 285,454 (expired unexercised 7 March 2016)</div>

+ See chapter 19 for defined terms.

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Class	Ordinary shares
Number acquired	3,635,906
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.02 per Ordinary share (\$60,832) \$0.05 per Ordinary share (\$29,715)
No. of securities held after change	<p>Trevor Tennant Ordinary shares – 175,478</p> <p>Skylife Nominees Pty Ltd (Director related superannuation fund) Ordinary shares – 875,922</p> <p>Trevor Tennant as Trustee for the Tennant Family Trust (Trustee) Ordinary shares – 429,209</p> <p>Trevor Tennant Family Trust (Member of family trust) Ordinary shares – 266,283</p> <p>The Trevor Tennant Superfund Ordinary shares – 5,813,195</p>
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	<p>Participation in Renounceable Rights Entitlement Issue</p> <p>Shares to the value of \$29,715 issued at a price of \$0.05 (5 cents) per share in lieu of director salaries. Issued under Director's fee plan approved at the Company's 2015 Annual General Meeting held on 27 November 2015</p>

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	

+ See chapter 19 for defined terms.

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Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
Interest after change	

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme **Southern Hemisphere Mining Limited**ACN/ARSN **140 494 784****1. Details of substantial holder(1)**Name **Trevor Tennant and related entities**

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on

3 / 6 / 2016

The previous notice was given to the company on

7 / 7 / 2015

The previous notice was dated

6 / 7 / 2015**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	36,824,021*	12.69%	7,560,087	11.63%

*Pre-consolidation total

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
3/6/2016	Mr Trevor Tennant and related entities	Rights issue	\$60,832	3,041,608	3,041,608
3/6/2016	Mr Trevor Tennant and related entities	Accrued salaries issue	\$29,715	594,298	594,298

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
	Refer to Annexure				

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:

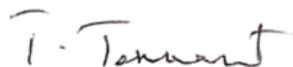
Name	Address
Refer to Annexure	33 King Albert Road, Trigg, WA 6029

Signature

print name **Trevor Tennant**

capacity **Director, trustee and individual**

sign here



date **7 / 6 / 2016**

DIRECTIONS

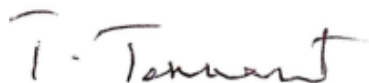
- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially 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.

Annexure to Form 604

This is the Annexure of 1 page referred to in the Form 604 for Southern Hemisphere Mining Limited (ACN 117 544 171)

Signed and dated 7/6/2016



Trevor Tennant

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
Mr Trevor Tennant	Mr Trevor Tennant	Mr Trevor Tennant	Beneficial owner	175,478	175,478
Mr Trevor Tennant	Skyline Nominees Pty Ltd (Director related superannuation fund)	Trevor Tennant Superfund	Beneficial owner	875,922	875,922
Mr Trevor Tennant	Trevor Tennant as Trustee for the Tennant Family Trust (Trustee)	Trevor Tennant Superfund	Beneficial owner	429,209	429,209
Mr Trevor Tennant	Trevor Tennant Family Trust (Member of family trust)	Trevor Tennant Superfund	Beneficial owner	266,283	266,283
Mr Trevor Tennant	Trevor Tennant Superfund	Trevor Tennant Superfund	Beneficial owner	5,813,195	5,813,195