

**Form 604**  
Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme Lithium Power International Limited

ACN/ARSN 607 260 328

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

Name Chifley Portfolios Pty Ltd ATF David Hannon Retirement Fund  
ACN/ARSN (if applicable) 001 303 939

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

12 / 04 / 2017

The previous notice was given to the company on

06 / 12 / 2016

The previous notice was dated

06 / 12 / 2016

### 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 Shares	20,790,484	12.66%	20,790,484	10.64%

### 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
12/04/17	David Hannon	Dilution	N/A	N/A	N/A
12/04/17	Chifley Portfolios Pty Ltd	Dilution	N/A	N/A	N/A
12/04/17	Chifley Portfolios <ATF David Hannon Retirement Fund>	Dilution	N/A	N/A	N/A
12/04/17	Fairborn Holdings Pty Ltd	Dilution	N/A	N/A	N/A
12/04/17	RAH (STC) Pty Ltd	Dilution	N/A	N/A	N/A
12/04/17	Mrs Sonja Maree Holm	Dilution	N/A	N/A	N/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
David Hannon	David Hannon, Chifley Portfolios Pty Ltd, Chifley Portfolios <ATF David Hannon Retirement Fund>, Fairborn Holdings Pty Ltd, RAH (STC) Pty Ltd and Mrs Sonja Maree Holm	David Hannon	Relevant interest pursuant to section 608(1) and 608(3) of the Corporations Act – holder of the securities and control over the holder of the relevant securities	20,790,484 fully paid ordinary shares	20,790,484
Chifley Portfolios Pty Ltd	Chifley Portfolios Pty Ltd	Chifley Portfolios Pty Ltd	Relevant interest pursuant to section 608(1) of the Corporations Act – holder of the securities	2,048,787 fully paid ordinary shares	2,048,787
Chifley Portfolios <ATF David Hannon Retirement Fund>	Chifley Portfolios <ATF David Hannon Retirement Fund>	Chifley Portfolios <ATF David Hannon Retirement Fund>	Relevant interest pursuant to section 608(1) of the Corporations Act – holder of the securities	17,806,697 fully paid ordinary shares	17,806,697
Fairborn Holdings Pty Ltd	Fairborn Holdings Pty Ltd	Fairborn Holdings Pty Ltd	Relevant interest pursuant to section 608(1) of the Corporations Act – holder of the securities	200,000 fully paid ordinary shares	200,000
RAH (STC) Pty Ltd	RAH (STC) Pty Ltd	RAH (STC) Pty Ltd	Relevant interest pursuant to section 608(1) of the Corporations Act – holder of the securities	370,000 fully paid ordinary shares	370,000
Mrs Sonja Maree Holm	Mrs Sonja Maree Holm	Mrs Sonja Maree Holm	Relevant interest pursuant to section 608(1) of the Corporations Act – holder of the securities	110,000 fully paid ordinary shares	110,000

#### 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

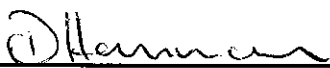
#### 6. Addresses

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

Name	Address
------	---------

C/- Chifley Investor Group	Level 7, 151 Macquarie Street, Sydney NSW 2000
----------------------------	--

**Signature**

print name	David Hannon	capacity	Director
sign here		date	09/05/16