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13 January 2015

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Steamships Trading Company Limited (ASX:SST) – Notice of Substantial Shareholding from Sir Michael Roger Bromley

For release to the market, we attach, on behalf of Sir Michael Roger Bromley, a Notice of Substantial Shareholding (Form 3) dated 13 January 2015 pursuant to section 118 of the Papua New Guinea *Securities Act 1997*.

Yours sincerely



Michael Jools
Senior Associate

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Securities Act 1997

Section 115(2)(a)

Form 3

NOTICE OF SUBSTANTIAL SHAREHOLDING

Note: To be given to the company, the stock exchange on which it is listed and the Securities Commission by a person who acquires a relevant interest in 5% or more of the voting shares of a listed company, within two days after the person becomes aware that they are a substantial shareholder. Use a separate form for each person that is a substantial shareholder.

1. Name of listed company **Steamships Trading Company Limited (Steamships)**

Note: Insert the name of the listed company in which the substantial shareholding is held.

2. Name of stock exchange **Port Moresby Stock Exchange and Australian Securities Exchange**

Note: Insert the name of the stock exchange on which the company is listed.

3. Details of person that is a substantial shareholder

Given names (natural persons only)	Surname or corporate name and registration number, if applicable	Residential address or address of registered office	Postal address
Sir Michael Roger	Bromley	3 rd floor, 27E Robinson Road Hong Kong	21/A One Lan Kwai Fong, Central, Hong Kong

4. Date substantial shareholding arose **30 October 2014**

Note: Insert the date on which the person named in Item 3 became a substantial shareholder in the listed company in Item 1, not the date on which the person became aware of the substantial shareholding.

5. Voting shares in which a relevant interest is held

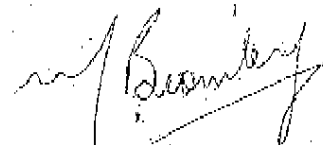
Number of Shares	% of shares in company
6,199,586 (Relevant Shares)	19.99%

Note: Insert the number and percentage of voting shares in which the person has a relevant interest as at the date in Item 4. The terms "voting shares" and "relevant interest" are defined in Sections 112 - 114 of the Act.

6. Total number of voting shares issued by the listed company

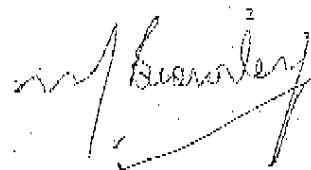
31,008,237

Note: Insert the total number of voting shares issued by the listed company used for the purpose of calculating the percentage in Item 5.



7. Particulars of relevant interests

Class of voting shares in which relevant interest held.	Ordinary shares
Name(s) of registered holder(s).	The Relevant Shares are registered in the name of Bell Potter Nominees Limited (Bell Potter).
Brief description of the nature of the relevant interest in the voting shares.	<p>Sir Michael Bromley (MRB) is an excluded beneficiary of the Stargate 888 Trust. The trustee of Stargate 888 Trust is Venture Property Limited (VPL). VPL is 100% owned by Baht Fung Limited of which MRB is a director and member.</p> <p>MRB holds 0.1% of Main Capital International Limited (Main Capital).</p> <p>The Stargate 888 Trust holds 99.9% of Main Capital.</p> <p>Main Capital holds 100% of Kamina Investment Holdings Limited (Kamina) which in turn (through Bell Potter as nominee) holds 1.41% of Steamships.</p> <p>Main Capital also holds 100% of Black Pearl Worldwide Limited (Black Pearl) which holds 100% of Lemex International Limited (Lemex Co) which in turn (through Bell Potter as nominee) owns 18.5757% of Steamships.</p> <p>MRB therefore has the following "relevant interest" in the following Relevant Shares</p> <p>(a) MRB is the ultimate <i>beneficial owner</i> of 0.1% of 19.99% of the Relevant Shares – section 113 (a)(a) of the Securities Act 1997.</p> <p>(b) MRB has by virtue of a trust or arrangement (via the Stargate 888 Trust) to <i>control votes</i> and the <i>power to dispose</i> of 100% of 19.99% of the Relevant Shares as defined by section 113(1)(f) of the Securities Act.</p>
Brief description of the transaction under which the relevant interests arose e.g. purchase on stock exchange.	<p>A number of transactions were entered into by MRB as part of a restructure between 30th October 2014 and 13th January 2015.</p> <p>1. On 30th October 2014 MRB was appointed as an additional Specified Beneficiary of the Textina Trust the then owner of 100% of Black Pearl which at the time was the owner of 95% of Lemex Co (owner of 18.5757% of Steamships at the that time) thus giving MRB an interest in 95% of 18.5757% of Steamships.</p> <p>2. On 1st November 2014 MRB acquired a 0.1% interest in Main Capital which that day acquired a 100% interest in Kamina which at that time held a 1.41% in Steamships.</p>



	<p>3. On 1st November 2014 MRB also acquired the power by virtue of a trust or arrangement namely the Stargate 888 Trust (which on that date became the 99.9% owner of Main Capital) to control votes and the power to dispose of Relevant Shares.</p> <p>4. On 13th January 2015 Main Capital acquired by distribution from the Lemex International Fund a 5% interest in Lemex Co and thus giving it 5% of Lemex Co, which owns 18.5757% of Steamships.</p> <p>5. On 13th January 2015 Main Capital acquired by distribution from the Textina Trust all of its shares in Black Pearl thus giving it 100% of Black Pearl which owned 95% Lemex Co which owns 18.5757% of Steamships.</p> <p>6. On 13th January 2015 Main Capital transferred its 5% of Lemex Co to its 100% subsidiary Black Pearl thus making Lemex Co a 100% subsidiary of Black Pearl.</p> <p>7. Therefore as from 13th January 2015 MRB is the beneficial owner of 0.1% of 1.41% of Steamships (via Kamina) and 0.1% of 18.5757% of Steamships (via Main Capital, Black Pearl and Lemex Co.) and by virtue of the Stargate 888 Trust controls and has the power to dispose of the other 99.9% of the 19.99% of Steamships.</p>
Number of voting shares affected by the transaction	6,199,586
The consideration for the transaction	Nil except for 2 above when the consideration was HK\$1.00
Name of the other party to the transaction (if known). *	Possill Holdings as trustee for the Lemex Investment Fund, and as trustee for the Textina Trust, Venture Property Limited as trustee for the Stargate 888 Trust, Lemex International Limited, Black Pearl Worldwide Limited, Main Capital International Limited and Kamina Investment Holding Limited
Consideration, if any, paid for each relevant interest acquired in the previous 4 months.	Nil

*This information is not required where the transaction took place on a stock exchange.

Note: Where there is insufficient space on the form to supply the information required, use additional forms or annex a separate sheet in the same format containing the information.

8. Details of other person(s) giving a notice for the same transaction

Given names (natural persons)	Surname or corporate name and registration number, if applicable	Residential address or address of registered office	Postal address
	Fossil Holdings Limited (Hong Kong Company No. 2122242) as trustee for the Lénux Investment Fund	21/F One Lan Kwai Fong, Central, Hong Kong.	21/F One Lan Kwai Fong, Central, Hong Kong
	Fossil Holdings Limited (Hong Kong Company No. 2122242) as trustee for the Textina Trust	21/F One Lan Kwai Fong, Central, Hong Kong.	21/F One Lan Kwai Fong, Central, Hong Kong
	Black Pearl Worldwide Limited (BVI Company no. 1065922)	PO Box 3340 Road Town Tortola, British Virgin Islands	21/F One Lan Kwai Fong, Central, Hong Kong
	Main Capital International Limited (HK Company no. 2035504)	Suite 1906-7, 19F, FWD Financial Centre, No. 308 Des Voeux Road Central, Hong Kong.	Suite 1906-7, 19F, FWD Financial Centre, No. 308 Des Voeux Road Central, Hong Kong.
	Karina Investment Holding Limited (BVI Company No. 1066768)	PO Box 3340 Road Town Tortola, British Virgin Islands	21/F One Lan Kwai Fong, Central, Hong Kong
	Venture Property Limited (HK Company no. 2111499)	Suite 1906-7, 19F, FWD Financial Centre, No. 308 Des Voeux Road Central, Hong Kong.	Suite 1906-7, 19F, FWD Financial Centre, No. 308 Des Voeux Road Central, Hong Kong.
	Bafu Fung Limited (HK Company no. 2149709)	Suite 1906-7, 19F, FWD Financial Centre, No. 308 Des Voeux Road Central, Hong Kong.	Suite 1906-7, 19F, FWD Financial Centre, No. 308 Des Voeux Road Central, Hong Kong.

Note: If known, insert the name and address of any other person(s) believed to have given, or to be intending to give, notice, whether a Form 3, 4 or 5, in relation to the transaction to which this notice relates. If not known, insert "unknown".

9. Details of any associate who also has a relevant interest in the voting shares

Given names (natural persons)	Surname or corporate name and registration number, if applicable	Residential address or address of registered office	Postal address
	N/A		

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Nature of Association

N/A

Details of Relevant Interest of Associates

N/A

Note: Provide the name and address of each associate of the person submitting this notice who has a relevant interest in voting shares in the company, and the nature of the association with the associate and the details of the relevant interest of the associate.

10. Prescribed particulars of any agreement under which substantial shareholding acquired.

Date of any agreement	Material terms of any agreement (whether written or oral)
30 October 2014	MRB was appointed a Specified Beneficiary of the Textina Trust (30 th October 2015) and the Lemex Investment Fund (13 th January 2015).
13 January 2015	Main Capital acquired by distribution all of the shares in Black Pearl which at the time acquired 100% of Lemex Co (13 th January 2015).
30 October 2014	The Textina Trust transferred its shares in Kamina to Main Capital by distribution.
1 st November 2014	MRB acquired 0.1% of Main Capital

Note: Provide the details of the material terms of any agreement, whether written or oral, and the details of the material terms of any relevant agreement through which a relevant interest, the subject of the notice, was acquired or otherwise arose. True copies of the documents must be submitted with this form.

11. The following documents must be submitted with this form:

- A. a true copy of any document setting out the material terms of any agreement that:
- (a) contributed to the person having to submit this form;
 - (b) is in writing or in a document in which the material terms of an oral agreement have been reduced to writing in accordance with Section 40(5)(c) of the Regulation; and

- (c) is readily available to the person submitting the notice; or
- B. where a document in paragraph A is not readily available to the person submitting this form, a memorandum in writing detailing the material terms of the document.

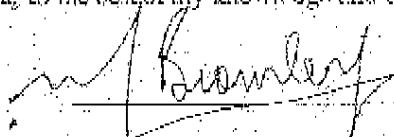
The following documents are submitted with this form:

- (a) Bought & Sold Note between Acota Services Limited and Michael Roger Bromley regarding one (1) ordinary share in Main Capital dated 1st November 2014

The number of pages that accompany, or are annexed to, this notice is 1.

12. Declaration.

I declare that, to the best of my knowledge and belief, the information in this form is true and correct.

Signature: 

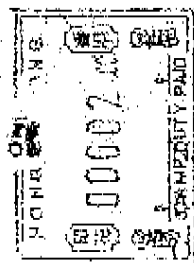
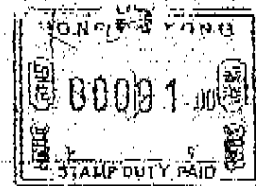
Full name of person signing: Michael Roger Bromley

Role: Personal Capacity

Date:

13 January 2015

Note: Where this notice is given by a body corporate it must be signed by a director or secretary who is authorised by the board of the body corporate to give the notice. Initials are not sufficient for the full name of the person signing this form.

**SOLD NOTE**

Name of Purchaser (Transferor): Michael Roger BRADLEY
 Address: 3rd Floor, 27B Robinson Road, Mid-Levels, Hong Kong
 Occupation: Company Director

Name of Company in which the shares to be transferred:

MAIN CAPITAL INTERNATIONAL LIMITED
 潤萬國際有限公司

Responsibility for late stamping payable under Section 9 of the Stamp Duty Ordinance.
 Asst. Collector



Number of Shares: One

Consideration Received: Hong Kong Dollars One Only

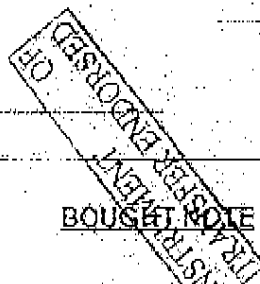
(HK\$ 1.00)

For and on behalf of
ACOTA SERVICES LIMITED

Authorized Signature(s)

(Transferor)

Dated 1 NOV 2014

**BOUGHT NOTE**

Name of Seller (Transferor): ACOTA SERVICES LIMITED

Address: OMC Chambers, Wickhams Cay 1, Road Town, Tortola, British Virgin Islands

Occupation: Corporation

Name of Company in which the shares to be transferred:

MAIN CAPITAL INTERNATIONAL LIMITED
 潤萬國際有限公司

Responsibility for late stamping payable under Section 9 of the Stamp Duty Ordinance.
 Asst. Collector

Number of Shares: One

Consideration Paid: Hong Kong Dollars One Only

(HK\$ 1.00)

(Transferor)

