

Form 604**Corporations Act 2001****Section 671B****Notice of change of interests of substantial holder**

To Company Name/Scheme	BLACK ROCK ENERGY LIMITED	
ACN/ARSN	129 585 486	
1. Details of substantial holder(1)		
Name	Copolos Group	
ACN/ARSN (if applicable)		
There was a change in the interests of the substantial holder on	30/12/2015	
The previous notice was given to the company on	12/10/2015	
The previous notice was dated	08/10/2015	

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)
Ordinary shares	50,046,838	24.07% based on 207,835,612 shares	64,380,170	24.11% based on 267,068,933 shares

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 substantial holding notice to the company are as follows:-

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected		Person's votes affected
14/10/2015	HSBC Custody Nominees (Australia) Ltd as custodian for Eyeon No 2 Pty Ltd	On Market	\$48,100.00	ORD	500,000	500,000
30/12/2015	Eyeon Investments Pty Ltd	Tranche 2 Placement	\$300,000.00	ORD	4,000,000	4,000,000
30/12/2015	Spacetime Pty Ltd	Tranche 2 Placement	\$349,999.95	ORD	4,666,666	4,666,666
14/10/2015	HSBC Custody Nominees (Australia) Ltd as custodian for Citywest Corp Pty Ltd	On Market	\$51,628.76	ORD	500,000	500,000
30/12/2015	Citywest Corp Pty Ltd	Tranche 2 Placement	\$349,999.95	ORD	4,666,666	4,666,666

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
Copulos Group	Supermax Pty Ltd	Supermax Pty Ltd	Indirect	Ordinary shares	6,066,667
Copulos Group	HSBC Custody Nominees (Australia) Ltd as custodian for Eyeon No 2 Pty Ltd	Eyeon No 2 Pty Ltd	Indirect	Ordinary shares	6,362,747
Copulos Group	Eyeon Investments Pty Ltd	Eyeon Investments Pty Ltd	Indirect	Ordinary shares (includes 1,554,931 shares under Escrow	42,117,424
Copulos Group	HSBC Custody Nominees (Australia) Ltd as custodian for Citywest Corp Pty Ltd	Citywest Corp Pty Ltd	Indirect	Ordinary shares	500,000
Copulos Group	Citywest Corp Pty Ltd	Citywest Corp Pty Ltd	Indirect	Ordinary shares	4,666,666
Copulos Group	Spacetime Pty Ltd	Spacetime Pty Ltd	Indirect	Ordinary shares	4,666,666

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:

	Name	Address	
	Supermax Pty Ltd	PO Box 1456, Shepparton, Victoria, 3632	
	Eyeon No 2 Pty Ltd	PO Box 1456, Shepparton, Victoria, 3632	
	Eyeon Investments Pty Ltd	PO Box 1456, Shepparton, Victoria, 3632	
	Citywest Corp Pty Ltd	PO Box 1456, Shepparton, Victoria, 3632	
	Spacetime Pty Ltd	PO Box 1456, Shepparton, Victoria, 3632	

Signature		print name	Stephen Copulos	capacity	Director
	sign here			Date	05/01/2016