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Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

Company Name/Scheme: AZONTO PETROLEUM LTD

ACN/ARSN: ACN 117 227 086

1. Details of substantial holder (1)

Name: 6466 INVESTMENTS PTY LTD

ACN/ARSN (if applicable):

There was a change in the interests of the substantial holder on: 11 /11 /2015

The previous notice was given to the company on: 23 /03 /2015

The previous notice was dated: 23 /03 /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)
6466 Investments Pty Ltd	65,645,382	5.66%	98,645,382	8.51%

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
11/11/2015	6466 Investments Pty Ltd	On Market buy	0.007	Ordinary 15,000,000	15,000,000
10/11/2015	Nautical Holdings WA Pty Ltd (Abandon Ship Super Fund A/C)	On Market buy	0.006	Ordinary 27,000,000	27,000,000
18/05/2015	6466 Investments Pty Ltd	On Market sell	0.0061	Ordinary 9,000,000	9,000,000

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
6466 Investments Pty Ltd	6466 Investments Pty Ltd	n/a	Direct	Ordinary 71,645,382	71,645,382

Nautical Holdings WA Pty Ltd (Abandon Ship Super Fund A/C>	Nautical Holdings WA Pty Ltd (Abandon Ship Super Fund A/C>	n/a	Indirect	Ordinary 27,000,000	27,000,000

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	

6. Addresses

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

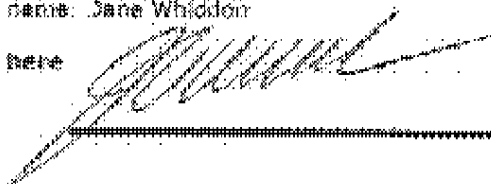
Name	Address
5166 Investments Pty Ltd	PO Box 752 Cottesloe WA 6911
Nautical Holdings WA Pty Ltd (Abandon Ship Super Fund A/C>	PO Box 752 Cottesloe WA 6911

Signature

print name: Jane Whiddon

capacity: Sole Director

sign here



date: 11/11/2015