

**LEADENHALL AUSTRALIA PTY LTD**

ABN 63 007 997 248

**GPO Box 1572****ADELAIDE, SA 5001**

Tel (08) 8385 2200

**Date:** 26/09/2016  
**To:** Company Announcements – ASX  
Fax: 1300 135 638  
Company Secretary, Cape Lambert Resources Limited  
Fax: 089 380 9666  
Email: MelissaC@capelam.com.au

**Subject:** FORM 603

**From:** Leadenhall Australia Pty Ltd

**Number of Pages:** (including this page) 4

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Dear Sirs

Please find attached Form 603 – Notice of Substantial Shareholder.

Yours sincerely



T O Lebbon  
EXECUTIVE DIRECTOR

**Form 603**  
*Corporations Act 2001*  
*Section 671B*

**Notice of initial substantial holder**

To: **CAPE LAMBERT RESOURCES LIMITED**  
**A.C.N 095 047 920**

**1. Details of substantial shareholder(1)**

Leadenhall Australia Pty Ltd ABN 63 007 997 248  
Noble Investments Superannuation Fund Pty Ltd ABN 98 168 638 587  
Timothy Owen Lebbon ABN 12 930 874 705  
And  
Christine Frances Lebbon

became a substantial shareholder on 23 September 2016.

**2. Details of 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 on the date the substantial holder are as follows:

Class of Securities	Number of Securities	Persons votes (5)	Voting Power on the basis of 720,686,586 fully paid shares
Ordinary fully paid shares	<b>40,200,000</b>	<b>40,200,000</b>	<b>5.6%</b>

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of Relevant Interest	Nature of Relevant Interest (7)	Class and Number of Securities
Leadenhall Australia Pty Ltd	Tim Lebbon is a director and shareholder	27.6 million fully paid
Noble Investments Superannuation Fund Pty Ltd	Tim Lebbon is a director and member	12.5 million fully paid
Tim Lebbon		100,000 fully paid

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**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of Relevant Interest	Registered Holder of Securities	Person entitled to be registered as holder (S)	Class and number of securities
Leadenhall Australia Pty Ltd	Leadenhall Australia Pty Ltd		27.6 million fully paid shares
Noble Investments Superannuation Fund Pty Ltd	Noble Investments Superannuation Fund Pty Ltd		12.5 million fully paid shares
Timothy Owen Lebbon	Timothy Owen Lebbon		100,000 fully paid shares

**5. Consideration**

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of Relevant Interest	Date of Acquisition	Consideration		Class and Number of Securities
		Cash (per share)	Non Cash	
<b>Leadenhall Australia Pty Ltd</b>				<b>Fully paid shares:</b>
	11/2/16	\$0.017		100,000
	23/09/2016	\$0.008		27,500,000
			<b>TOTAL</b>	<b>27,600,000</b>
<b>Noble Investments Superannuation Fund Pty Ltd</b>				<b>Fully paid shares:</b>
	23/09/2016	\$0.008		12,500,000
			<b>TOTAL</b>	<b>12,500,000</b>
<b>Timothy Owen Lebbon</b>				<b>Fully paid shares</b>
				100,000
			<b>TOTAL</b>	<b>100,000</b>

**6. Associates**

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name of Associate	Reason
Leadenhall Australia Pty Ltd	Tim Lebbon is a director and shareholder Christine Lebbon is a shareholder
Noble Investments Pty Ltd as Trustee for the Noble Investments Superannuation Fund	Tim Lebbon is a director and member Christine Lebbon is a director and member.
Timothy Owen Lebbon	Tim Lebbon is a director and shareholder of Leadenhall Australia Pty Ltd
Christine Frances Lebbon	Substantial shareholder of Leadenhall Australia Pty Ltd

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**7. Addresses**

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

Name	Address
Leadenhall Australia Pty Ltd	GPO Box 1572 Adelaide SA 5001
Noble Investments Pty Ltd as Trustee for the Noble Investments Superannuation Fund	GPO Box 1572 Adelaide SA 5001
Timothy Owen Lebbon	3 Russell Avenue, Hazelwood Park SA 5066
Christine Frances Lebbon	3 Russell Avenue, Hazelwood Park SA 5066

**Signature**

**Print Name:** T Lebbon  
**Capacity:** Director, Leadenhall Australia Pty Ltd



**Signature:** ..... **Date:** 23/09/16

**DIRECTIONS**

1. If there are a number of substantial holders with similar or related relevant interests (e.g. 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 interest 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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or associate has a relevant interest in.
6. The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
7. Include details of:
  - a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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 of, 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).

8. If the substantial shareholder is unable to determine the identity of the person (e.g. if the relevant interest arises because of an option) write "unknown".
9. 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.

Our Ref: 00841

23 September 2016

The Directors  
Cape Lambert Resources Ltd  
32 Harrogate Street  
WEST LEEDERVILLE WA 6007

Dear Sirs

**Cape Lambert Resources Ltd (CFE)  
LEADENHALL Australia Pty Ltd and Tim Lebbon**

We act for, and represent, LEADENHALL Australia Pty Ltd ACN 007 997 248 and Mr Tim Lebbon (collectively **Our Client**).

Our Client has acquired a relevant interest in CFE, being 40,100,000 ordinary shares in the capital of CFE (equating to a 5.6% interest). To this end, we attach a 'substantial holding notice' for your information.

Separate to the above, Our Client advises that Mr Jason Brewer (**Mr Brewer**) was appointed as a director of CFE by the directors on 31 December 2013. As such, pursuant to clause 13.4 of CFE's Constitution (**Constitution**), Mr Brewer should have stood for re-election at the next general meeting – however, we understand that did not occur. Accordingly, CFE is in breach of the Corporations Act and the Constitution and Our Client requests that Mr Brewer take no further part in the directorship of CFE until such time as he is validly re-elected as a director.

Our Client, and other shareholders, are of the view that CFE would benefit from the appointment of an independent director and, accordingly, Our Client requests that Mr Greg Boulton be appointed. You have previously been provided with details of Mr Boulton's capabilities and expertise.

Our Client looks forward to your prompt response to this request and trusts that it will not be necessary for CFE to incur unnecessary expense through Our Client having to requisition a general meeting.

Yours faithfully

  
per: Garry Winter  
Director  
WRP Legal & Advisory

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