

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Pancontinental Oil & Gas NL

ACN/ARSN 003 029 543

1. Details of substantial holder (1)

Name Sundowner International Limited

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on 23/05/2017

The previous notice was given to the company on 12/02/2016

The previous notice was dated 12/02/2016

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 fully paid	270,101,602	17.6%	336,768,268	16.4%

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
23/05/2017	Sundowner	Purchases	\$0.003 per share	Ordinary shares 66,666,666	66,666,666

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
Sundowner International Ltd	Sundowner International Ltd	Sundowner International Ltd	Owner of shares	Ordinary shares 268,878,256	335,544,922
Denne Pty Ltd <Kennedy Family A/C>	Denne Pty Ltd <Kennedy Family A/C>	Denne Pty Ltd <Kennedy Family A/C>	Owner of shares	Ordinary shares 750,000	750,000