

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

In Company Name/Scheme Emmerson Resources Ltd

ACN/ARSN 117 086 745

1. Details of substantial holder(1)

Name Neontide Investments Ltd

ACN/ARSN (if applicable) 133 439 817

There was a change in the interests of the substantial holder on 21/6/18

The previous notice was given to the company on 5/4/18

The previous notice was dated 5/4/18

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)
<u>FPo</u>	<u>54,787,951</u>	<u>13.5%</u>	<u>60,097,995</u>	<u>14.8%</u>

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
	<u>Refer Annexure A</u>				

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
	<u>Refer Annexure A</u>				

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
Naantide Investments Ltd	Level 9, 20 Martin Place Sydney NSW 2000
Naantide Capital Pty Ltd	AS ABOVE
Naantide Nominees Pty Ltd	AS ABOVE

Signature

print name David Groll

capacity Director

sign here



date 28 / 6 / 18

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. 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 interests 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 6 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy or 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 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.
- (7) 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.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Noontide Investments Ltd (ACN 133 438 817) Annexure A to Form 604 Notice of change of interests of substantial shareholder for Emmerson Resources Ltd (ACN 117 086 745).

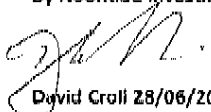
Changes in Relevant Interests.

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected.	Persons votes affected.
26/3/18	Noontide Capital	On market buy	\$17,909.66	226,799 FPO	226,779
27/3/18	Noontide	On market buy	\$2,476.19	31,716 FPO	31,746
28/3/18	Noontide	On market buy	\$807.45	10,352 FPO	10,352
29/3/18	Noontide	On market buy	\$6,789.01	90,910 FPO	90,910
3/4/18	Noontide	On market buy	\$14,002.08	170,757 FPO	170,757
10/4/18	Noontide	On market buy	\$42,999.99	500,000 FPO	500,000
13/4/18	Noontide	On market buy	\$46,074.71	500,812 FPO	500,812
16/4/18	Noontide	On market buy	\$9,641.90	104,865 FPO	104,865
18/4/18	Noontide	On market buy	\$18,849.34	194,323 FPO	194,323
27/4/18	Noontide	On market buy	\$1,207.84	13,120 FPO	13,120
2/5/18	Noontide	On market buy	\$17,192.96	186,880 FPO	186,880
3/5/18	Noontide	On market buy	\$4,376.72	47,573 FPO	47,573
7/5/18	Noontide	On market buy	\$23,223.29	252,427 FPO	252,427
17/5/18	Noontide	On market buy	\$4,004.37	44,004 FPO	44,004
18/5/18	Noontide	On market buy	\$13,034.02	143,231 FPO	143,231
22/5/18	Noontide	On market buy	\$1,161.62	12,765 FPO	12,765
25/5/18	Noontide	On market buy	\$12,797.82	142,198 FPO	142,198
28/5/18	Noontide	On market buy	\$5,202.18	57,802 FPO	57,802
30/5/18	Noontide Capital	On market buy	\$21,616.07	240,630 FPO	240,630
31/5/18	Noontide Capital	On market buy	\$16,697.89	182,787 FPO	182,787
4/6/18	Noontide Capital	On market buy	\$3,780.23	41,541 FPO	41,541
6/6/18	Noontide Nominees	On market buy	\$67,824.34	779,590 FPO	779,590
7/6/18	Noontide Noms	On market buy	\$6,196.08	70,410 FPO	70,410
19/6/18	Noontide Capital	On market buy	\$17,038.40	200,000 FPO	200,000
20/6/18	Noontide Capital	On market buy	\$14,239.37	167,522 FPO	167,522
21/6/18	Noontide Noms	On market buy	\$79,600.00	900,000 FPO	900,000

Present relevant interests.

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities / Persons votes
Noontide Investments Ltd	JP Morgan Nominees Australia Ltd	JP Morgan Nominees Australia Ltd	Power to control, exercise vote, and / or dispose of securities as discretionary manager of managed investment schemes.	51,740,857 FPO
Noontide Capital Pty Ltd	Noontide Capital Pty Ltd	Noontide Capital Pty Ltd	Power to control, exercise vote, and / or dispose of securities.	6,607,141 FPO
Noontide Nominees Pty Ltd D & D Croll Super Fund a/c	Noontide Nominees Pty Ltd	Noontide Nominees Pty Ltd	Power to control, exercise vote, and / or dispose of securities.	1,750,000 FPO

This is Annexure A referred to in Form 604 Notice of change of interests of substantial shareholder for Emmerson Resources Ltd lodged by Noontide Investments Ltd


David Croll 28/06/2018

Director Noontide Investments Ltd