

Our ref: CO:26842

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13 January 2015

FROM: Chris Osborn

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TO: ASX – The Announcements Office

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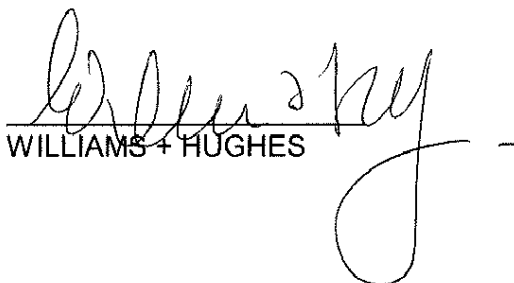
Dear Sirs

**Buru Energy Limited - BRU**

On the instructions of Chemco Pty Ltd we enclose a Notice of Change of Interests of Substantial Holder.

If you have any questions please contact Chris Osborn on [chris.osborn@whlaw.com.au](mailto:chris.osborn@whlaw.com.au) or 08 9481 2040

Regards

  
WILLIAMS + HUGHES

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**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme **Buru Energy Limited**ACN/ARSN **130 651 437****1. Details of substantial holder (1)**Name **Chemco Pty Ltd**ACN/ARSN (if applicable) **008 725 817**

There was a change in the interests of the substantial holder on

9/1/2015The previous notice was given to the company on 26/9/2014The previous notice was dated 26/09/2014**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)
Fully paid ordinary	26,666,666	7.93%	26,666,666	7.84%

**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
9 January 2015	Chemco Pty Ltd ACN 008 725 817	Sale of shares	\$8.4 million (\$0.315 per share)	26,666,666 fully paid ordinary shares	26,666,666
9 January 2015	William Gordon Martin	Sale of shares	\$8.4 million (\$0.315) per share)	26,666,666 fully paid ordinary shares	26,666,666
9 January 2015	Coogee Resources Pty Ltd ACN 145 588 521	Purchase of shares	\$8.4million (\$0.315) per share)	26,666,666 fully paid ordinary shares	26,666,666
9 January 2015	Coogee Chemicals Pty Ltd ACN 008 747 500	Purchase of shares	\$8.4million (\$0.315) per share) (Purchase by Coogee Resources Pty Ltd)	26,666,666 fully paid ordinary shares	26,666,666
9 January 2015	Chemco Pty Ltd ACN 008 725 817	Purchase of shares	\$8.4million (\$0.315) per share) (Purchase by Coogee Resources Pty Ltd)	26,666,666 fully paid ordinary shares	26,666,666
9 January 2015	William Gordon Martin	Purchase of shares	\$8.4million (\$0.315) per share) (Purchase by Coogee Resources Pty Ltd)	26,666,666 fully paid ordinary shares	26,666,666
9 January 2015	Boneyard Investments Pty Ltd ACN 161 625 734	Purchase of shares	\$8.4million (\$0.315) per share (Purchase by Coogee Resources Pty Ltd)	26,666,666 fully paid ordinary shares	26,666,666
9 January 2015	WG & BM Pty Ltd ACN 107 819 269	Purchase of shares	\$8.4million (\$0.315) per share (Purchase by Coogee Resources Pty Ltd)	26,666,666 fully paid ordinary shares	26,666,666

**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
Coogee Resources Pty Ltd ACN 145 588 521	Coogee Resources Pty Ltd ACN 145 588 521	Coogee Resources Pty Ltd ACN 145 588 521	Registered Holder	26,666,666 fully paid ordinary shares	26,666,666
Coogee Chemicals Pty Ltd ACN 008 747 500	Coogee Resources Pty Ltd ACN 145 588 521	Coogee Resources Pty Ltd ACN 145 588 521	Existing by virtue of Section 608(3) of the Corporations Act	26,666,666 fully paid ordinary shares	26,666,666
Chemco Pty Ltd ACN 008 725 817	Coogee Resources Pty Ltd ACN 145 588 521	Coogee Resources Pty Ltd ACN 145 588 521	Existing by virtue of Section 608(3) of the Corporations Act	26,666,666 fully paid ordinary shares	26,666,666
William Gordon Martin	Coogee Resources Pty Ltd ACN 145 588 521	Coogee Resources Pty Ltd ACN 145 588 521	Existing by virtue of Section 608(3) of the Corporations Act	26,666,666 fully paid ordinary shares	26,666,666
Boneyard Investments Pty Ltd ACN 161 625 734	Coogee Resources Pty Ltd ACN 145 588 521	Coogee Resources Pty Ltd ACN 145 588 521	Existing by virtue of Section 608(3) of the Corporations Act	26,666,666 fully paid ordinary shares	26,666,666
WG & BM Pty Ltd ACN 107 819 269	Coogee Resources Pty Ltd ACN 145 588 521	Coogee Resources Pty Ltd ACN 145 588 521	Existing by virtue of Section 608(3) of the Corporations Act	26,666,666 fully paid ordinary shares	26,666,666

**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
	N/A

**6. Addresses**

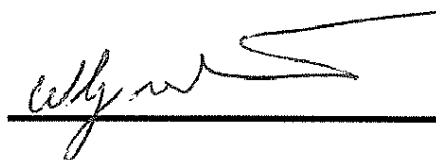
The addresses of persons named in this form are as follows:

Name	Address
Chemco Pty Ltd	Parmelia Partners, Level 1, 6 Kings Park Road, West Perth, WA 6005
Coogee Chemicals Pty Ltd	Lot 4, Patterson Road, Kwinana Beach, WA 6167
Coogee Resources Pty Ltd	C/- of Coogee Chemicals Pty Ltd, Lot 4, Patterson Road, Kwinana Beach, WA 6167
William Gordon Martin	2 Bishop Road, Dalkeith, WA 6009
Boneyard Investments Pty Ltd	Parmelia Partners, Level 1, 6 Kings Park Road, West Perth, WA 6005
WG & BM Pty Ltd	Parmelia Partners, Level 1, 6 Kings Park Road, West Perth, WA 6005

**Signature**

print name **WILLIAM GORDON MARTIN** capacity Director

sign here



date 13 January 2015

**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 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 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.
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