

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holderTo Company Name/Scheme LEFROY EXPLORATION LIMITEDACN/ARSN 052 123 930**1. Details of substantial holder(1)**Name NOONTIDE INVESTMENTS LTDACN/ARSN (if applicable) 133 439 817There was a change in the interests of the substantial holder on 11 / 01 / 2022The previous notice was given to the company on 14 / 10 / 2021The previous notice was dated 03 / 08 / 2021**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)
FPO	14,829,553	12.33%	17,628,812	12.08%

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
	Refer "Annexure A"				

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 (8)	Class and number of securities	Person's votes
	Refer "Annexure A"				

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
NOONTIDE INVESTMENTS LTD NOONTIDE SECURITIES PTY LTD NOONTIDE NOMINEES PTY LTD	LEVEL 9, 20 MARTIN PLACE SYDNEY NSW 2000

Signature

print name DAVID CROLL capacity DIRECTOR

sign here  date 24 / 01 / 2022

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.

Noontide Investments Ltd (ACN 133 438 817) Annexure A to Form 604 Notice of change of interests of substantial shareholder for Lefroy Exploration Ltd (ACN 052 123 930)

Changes in Relevant Interests

Date of Change	Person whose relevant interest changed	Nature of Change	Consideration given in relation to change	Class & Number of securities affected	Persons votes affected
06/10/21	Noontide Investments Ltd	On Market Buy	\$ 36,274.63	94,093 FPO	94,093
07/10/21	Noontide Investments Ltd	On Market Buy	\$ 9,729.61	25,520 FPO	25,520
08/10/21	Noontide Investments Ltd	On Market Buy	\$ 789.76	2,117 FPO	2,117
11/10/21	Noontide Investments Ltd	On Market Buy	\$ 541.40	1,439 FPO	1,439
29/10/21	Noontide Investments Ltd	On Market Buy	\$ 4,314.19	10,000 FPO	10,000
03/11/21	Noontide Investments Ltd	On Market Buy	\$ 6,983.34	18,561 FPO	18,561
16/11/21	Noontide Investments Ltd	Placement	\$ 330,000.06	857,143 FPO	857,143
17/11/21	Noontide Investments Ltd	On Market Buy	\$ 34,312.86	95,000 FPO	95,000
18/11/21	Noontide Investments Ltd	On Market Buy	\$ 29,286.96	81,224 FPO	81,224
19/11/21	Noontide Investments Ltd	On Market Buy	\$ 63,016.82	174,595 FPO	174,595
22/11/21	Noontide Investments Ltd	On Market Buy	\$ 10,539.82	29,181 FPO	29,181
24/11/21	Noontide Investments Ltd	On Market Buy	\$ 7,023.10	20,000 FPO	20,000
25/11/21	Noontide Investments Ltd	On Market Buy	\$ 17,501.43	50,000 FPO	50,000
25/11/21	Noontide Nominees P/L	On Market Buy	\$ 8,754.16	25,000 FPO	25,000
25/11/21	Noontide Nominees P/L	On Market Buy	\$ 21,070.37	60,000 FPO	60,000
29/11/21	Noontide Securities P/L	On Market Buy	\$ 8,084.72	23,055 FPO	23,055
29/11/21	Noontide Investments Ltd	On Market Buy	\$ 17,306.92	50,000 FPO	50,000
30/11/21	Noontide Securities P/L	On Market Buy	\$ 1,308.43	3,722 FPO	3,722
30/11/21	Noontide Securities P/L	On Market Buy	\$ 12,284.57	34,945 FPO	34,945
02/12/21	Noontide Securities P/L	On Market Buy	\$ 1,511.62	4,300 FPO	4,300
03/12/21	Noontide Securities P/L	On Market Buy	\$ 4,210.75	11,978 FPO	11,978
03/12/21	Noontide Investments Ltd	On Market Buy	\$ 35,115.50	100,000 FPO	100,000
06/12/21	Noontide Securities P/L	On Market Buy	\$ 0.34	1 FPO	1
07/12/21	Noontide Securities P/L	On Market Buy	\$ 46,603.84	139,999 FPO	139,999
08/12/21	Noontide Securities P/L	On Market Buy	\$ 28,342.56	84,234 FPO	84,234
09/12/21	Noontide Securities P/L	On Market Buy	\$ 5,304.85	15,766 FPO	15,766
14/12/21	Noontide Securities P/L	On Market Buy	\$ 31,082.32	100,000 FPO	100,000
15/12/21	Noontide Securities P/L	On Market Buy	\$ 29,630.18	100,000 FPO	100,000
16/12/21	Noontide Securities P/L	On Market Buy	\$ 21,060.55	70,000 FPO	70,000
16/12/21	Noontide Investments Ltd	On Market Buy	\$ 48,716.32	162,565 FPO	162,565
17/12/21	Noontide Investments Ltd	On Market Buy	\$ 11,267.57	37,435 FPO	37,435
20/12/21	Noontide Securities P/L	On Market Buy	\$ 8,839.28	30,000 FPO	30,000
21/12/21	Noontide Securities P/L	On Market Buy	\$ 52,349.34	187,386 FPO	187,386
31/12/21	Noontide Securities P/L	On Market Buy	\$ 9,993.80	32,891 FPO	32,891
04/01/22	Noontide Securities P/L	On Market Buy	\$ 647.54	2,149 FPO	2,149
10/01/22	Noontide Securities P/L	On Market Buy	\$ 3,431.73	11,389 FPO	11,389
11/01/22	Noontide Securities P/L	On Market Buy	\$ 16,142.02	53,571 FPO	53,571

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 Vote
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	13,998,120 FPO
Noontide Securities P/L	Noontide Securities P/L	Noontide Securities P/L	Power to control, exercise vote, and/or dispose of securities	1,490,386 FPO
Noontide Nominees P/L	Noontide Nominees P/L	Noontide Nominees P/L	As Above	130,000 FPO
Noontide Investments Ltd	Noontide Investments Ltd	Noontide Investments Ltd	As Above	2,010,306 FPO

This Is Annexure A referred to In Form 604 Notice of change of Interests of substantial shareholder for Lefroy Exploration Ltd lodged by Noontide Investments Ltd



**David Croll
Director Noontide Investments Ltd**