

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Acer Energy Limited

ACN/ARSN 101 313 777

1. Details of substantial holder (1)

Name Senex Energy Limited ACN 008 942827 (Senex) and each entity listed in annexure A

ACN/ARSN (if applicable) See annexure A

There was a change in the interests of the
substantial holder on 19/10/2012
The previous notice was given to the company on 9/10/2012
The previous notice was dated 9/10/2012

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 Shares	29,821,297	6.42%	35,132,285	7.567%

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
10/10/2012	Senex, Senex Assets Pty Ltd (Senex Assets) and associates listed in annexure A	On-market Purchases	\$123,170.16	432,176 ordinary shares	432,176
11/10/2012	Senex, Senex Assets and associates listed in annexure A	On-market Purchases	\$44,232.29	155,201 ordinary shares	155,201
12/10/2012	Senex, Senex Assets and associates listed in annexure A	On-market Purchases	\$457,741.92	1,606,112 ordinary shares	1,606,112

15/10/2012	Senex, Senex Assets and associates listed in annexure A	On-market Purchases	\$182,423.66	640,083 ordinary shares	640,083
17/10/2012	Senex, Senex Assets and associates listed in annexure A	On-market Purchases	\$13,118.55	46,030 ordinary shares	46,030
18/10/2012	Senex, Senex Assets and associates listed in annexure A	On-market Purchases	\$111,079.61	389,753 ordinary shares	389,753
19/10/2012	Senex, Senex Assets and associates listed in annexure A	On-market Purchases	\$581,865.41	2,041,633 ordinary shares	2,041,633

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
Senex, Senex Assets and associates listed in annexure A	Senex Assets	Senex Assets	registered holder	32,654,869 ordinary shares	32,654,869
	sellers in on-market sales	Senex Assets	purchaser in on-market sales	2,477,416 ordinary shares	2,477,416

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
Not applicable	

6. Addresses

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

Name	Address
Senex Energy Limited and all subsidiaries listed in annexure A	Level 11, 144 Edward Street, Brisbane, QLD 4000

Signature

print name	Francis Leo Connolly	capacity	Company Secretary
sign here		date	22/10/2012

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 on 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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ANNEXURE A
SUBSIDIARIES OF SENEX ENERGY LIMITED

This is annexure A of 1 page referred to in Form 604 – Notice of initial substantial holder



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Francis Leo Connolly
Secretary, Senex Energy Limited

Azeeza Pty Limited	ACN 009 030 068
Permian Oil Pty Limited	ACN 104 456 386
Port Bonython Fuels Pty Limited	ACN 128 966 227
Senex Assets Pty Ltd	ACN 160 649 338
Senex Weribone Pty Ltd	ACN 007 897 627
Stuart Petroleum Pty Limited	ACN 059 146 226
Stuart Petroleum Cooper Basin Gas Pty Limited	ACN 130 588 055
Stuart Petroleum Cooper Basin Oil Pty Limited	ACN 130 588 019
Stuart Petroleum Fuels Pty Limited	ACN 128 898 706
Victoria Oil Pty Limited	ACN 010 514 119
Victoria Oil Exploration (1977) Pty Limited	ACN 008 893 431
Victoria Petroleum Offshore Pty Limited	ACN 072 589 032
Whitewood Nominees Pty Limited	ACN 096 889 253