

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme 3D Oil Limited (ASX Code: TDO)

ACN/ARSN 40 105 597 279

1. Details of substantial holder (1)

Name E.I.M. Capital Managers

ACN/ARSN (if applicable) 28 101 508 632

There was a change in the interests of the substantial holder on 14/ 06/ 2013The previous notice was given to the company on 9/ 01/ 2013The previous notice was dated 8/ 01/ 2013**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	22,006,662	9.27%	16,893,293	7.11%

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
6/02/13	E.I.M. Capital Managers	On market			
5/03/13		Purchase securities	\$15,939.36	147,000	147,000
6/03/13		Purchase securities	\$901.49	10,000	10,000
7/03/13		Purchase securities	\$901.49	10,000	10,000
18/03/13		Purchase securities	\$941.55	10,000	10,000
25/03/13		Purchase securities	\$21,724.78	230,000	230,000
29/04/13		Purchase securities	\$9,936.37	100,000	100,000
30/04/13		Sale of securities	-\$5,615.72	45,000	45,000
2/05/13		Sale of securities	-\$40,975.48	352,000	352,000
3/05/13		Sale of securities	-\$16,187.89	135,122	135,122
10/05/13		Sale of securities	-\$1,449.60	12,100	12,100
14/06/13		Sale of securities	-\$238,632.96	2,076,147	2,076,147
		Sale of securities	-\$314,480.25	3,000,000	3,000,000

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
E.I.M. Capital Managers	National Nominees Limited as custodian for the Emerging Resources Company Share Fund ARSN 118 630 541	N/A	E.I.M. Capital Managers holds its relevant interest by having the power to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of securities to which the relevant interest relates in the ordinary course of an investment management business.	Ordinary shares 16,893,293	7.11 %

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
E.I.M. Capital Managers	Level 1 97 Kooyong Road Armadale VIC 3143
National Nominees Limited	Asset servicing 12 th Floor 500 Bourke Street Melbourne VIC 3000

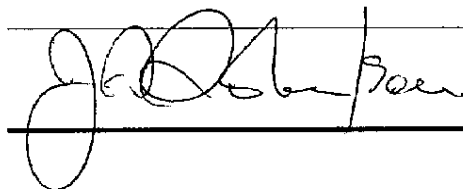
Signature

print name

John Robertson

capacity Director

Sign here



date

18/ 06 / 2013