

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**To Company Name/Scheme **BROOKSIDE ENERGY LIMITED**ACN/ARSN **108 787 720****1. Details of substantial holder (1)**Name **TWENTIETH CENTURY MOTOR COMPANY PTY LTD
<TWENTIETH CENTURY MC SF A/C>**ACN/ARSN (if applicable) **644 982 683**The holder became a substantial holder on **19/08/2016****2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
FULLY PAID ORDINARY	40,000,000	8.00%	8.00%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
TWENTIETH CENTURY MOTOR COMPANY PTY LTD <TWENTIETH CENTURY MC SF A/C>	INDIRECT	40,000,000 FULLY PAID ORDINARY

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
TWENTIETH CENTURY MOTOR COMPANY PTY LTD	TWENTIETH CENTURY MOTOR COMPANY PTY LTD	TWENTIETH CENTURY MOTOR COMPANY PTY LTD	40,000,000 FULLY PAID ORDINARY

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
TWENTIETH CENTURY MOTOR COMPANY PTY LTD	9/05/2016	\$5,735.01		716,876 FULLY PAID ORDINARY
TWENTIETH CENTURY MOTOR COMPANY PTY LTD	20/05/2016	\$400.01		50,001 FULLY PAID ORDINARY
TWENTIETH CENTURY MOTOR COMPANY PTY LTD	23/05/2016	\$260.00		32,500 FULLY PAID ORDINARY
TWENTIETH CENTURY MOTOR COMPANY PTY LTD	24/05/2016	\$26,005.48		3,247,268 FULLY PAID ORDINARY

TWENTIETH CENTURY MOTOR COMPANY PTY LTD	25/05/2016	\$802.20	100,000
TWENTIETH CENTURY MOTOR COMPANY PTY LTD	26/05/2016	\$103.17	FULLY PAID ORDINARY 12,860
TWENTIETH CENTURY MOTOR COMPANY PTY LTD	27/05/2016	\$31,013.83	FULLY PAID ORDINARY 3,934,281
TWENTIETH CENTURY MOTOR COMPANY PTY LTD	31/05/2016	\$175.00	FULLY PAID ORDINARY 25,000
TWENTIETH CENTURY MOTOR COMPANY PTY LTD	14/06/2016	\$13,185.91	FULLY PAID ORDINARY 1,641,364
TWENTIETH CENTURY MOTOR COMPANY PTY LTD	15/06/2016	\$1,414.40	FULLY PAID ORDINARY 176,800
TWENTIETH CENTURY MOTOR COMPANY PTY LTD	16/06/2016	\$21,950.10	FULLY PAID ORDINARY 2,742,393
TWENTIETH CENTURY MOTOR COMPANY PTY LTD	20/06/2016	\$72.20	FULLY PAID ORDINARY 9,000
TWENTIETH CENTURY MOTOR COMPANY PTY LTD	22/06/2016	\$9.02	FULLY PAID ORDINARY 1,125
TWENTIETH CENTURY MOTOR COMPANY PTY LTD	24/06/2016	\$2,634.00	FULLY PAID ORDINARY 328,348
TWENTIETH CENTURY MOTOR COMPANY PTY LTD	28/06/2016	\$65,536.81	FULLY PAID ORDINARY 7,255,319
TWENTIETH CENTURY MOTOR COMPANY PTY LTD	29/06/2016	\$2,084.76	FULLY PAID ORDINARY 231,640
TWENTIETH CENTURY MOTOR COMPANY PTY LTD	19/08/2016	\$90,000.00	FULLY PAID ORDINARY 9,000,000

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

7. Addresses

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

Name	Address
TWENTIETH CENTURY MOTOR COMPANY PTY LTD <TWENTIETH CENTURY MC SF A/C>	PO BOX 732 SUBIACO PO WA 6904

Signature

print name MATHEW WALKER capacity DIRECTOR

sign here  date 22/08/2016