

Initial substantial shareholder notice

form **603**

Corporations Law
709(3)

To: company name

Livingstone Petroleum Ltd
ACN 112 256 649

Substantial shareholder

name of substantial
shareholder

Your Care Pty Ltd
Frank Petruzzelli

became a substantial shareholder on 3 July 2007

1. Total number of voting shares

The total number of shares in each class of voting shares in the company to which the substantial shareholder was entitled on that date is:

Class of shares	Total number	Percentage of total shares in class
Ordinary Fully Paid	8,845,827	5.44%

2. Details of entitlements and relevant interests

On that date, the substantial shareholder was entitled to the following voting shares in which (he/she/it), or an associate held relevant interests. For each relevant interest, full particulars are provided of:

Holder of relevant interest	Nature of relevant interest	Class and number of shares
Your Care Pty Ltd	Direct	8,479,160 Ordinary
Elba Investments Pty Ltd	Direct	300,000 Ordinary
F & A Petruzzelli Super Fund	Direct	66,667 Ordinary

3. Present registered holders and persons entitled to be registered holders

The following persons are registered, or entitled to be registered, as holders of the shares referred to in paragraph 2 above:

Holder of relevant interest	Registered holder of shares	Person entitled to be registered as holder	Class and number of shares
Your Care Pty Ltd	Your Care Pty Ltd	Your Care Pty Ltd	8,479,160 Ordinary
Elba Investments Pty Ltd	Elba Investments Pty Ltd	Elba Investments Pty Ltd	300,000 Ordinary
F & A Petruzzelli Super Fund	F & A Petruzzelli Super Fund	F & A Petruzzelli Super Fund	66,667 Ordinary

4. Consideration

The consideration paid for each relevant interest referred to in paragraph 2 above, and acquired in the four months prior to the day that the substantial shareholder became a substantial shareholder, was:

Holder of relevant interest	Date of acquisition	Consideration		Class and number of shares
		cash	non-cash	
Your Care Pty Ltd	3 July 2007	-	Solimar acquisition	8,479,160 Ordinary
Elba Investments Pty Ltd	3 July 2007	-	Solimar acquisition	300,000 Ordinary
F & A Petruzzelli Super Fund	3 July 2007	-	Solimar acquisition	66,667 Ordinary

5. Associates

The persons named in paragraph 2 above are associates of the substantial shareholder for the following reasons:

Name of associate	Reason

6. Addresses

The addresses of persons named in this form are:

Name	Address
Your Care Pty Ltd	566 Elizabeth Street, Melbourne Victoria
Elba Investments Pty Ltd	566 Elizabeth Street, Melbourne Victoria
F & A Petruzzelli Super Fund	566 Elizabeth Street, Melbourne Victoria

Signature

name Frank Petruzzelli
signature

date 06/07/07



Director, secretary or substantial shareholder.