

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

Saps Overseas Ltd

became a substantial shareholder on 29/6/05

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
Fully paid ordinary shares	5,000,000	9.615%

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
Robert Rosenthal	Director	5,000,000 ordinary shares

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
Robert Rosenthal	Robert Rosenthal	Robert Rosenthal	5,000,000 ordinary shares

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	
Rosenthal	29/6/05		\$1,000,000	5,000,000 ordinary

5. Associates

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

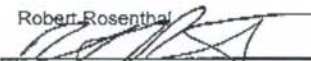
Name of associate	Reason
Robert Rosenthal	Director

6. Addresses

The addresses of persons named in this form are:

Name	Address
Saps Overseas Ltd	Winterbotham Place
Robert Rosenthal	Mariborough and Queen Streets
	Po Box CB 11,343, Nassau

Signature

name Robert Rosenthal
 signature  date 14/09/05
 director, secretary or substantial shareholder.

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Corporations Law
709(3)

To: company name

Livingstone Petroleum Ltd
ACN 112 256 649

Substantial shareholder

name of substantial shareholder:

Craig Ian Burton

became a substantial shareholder on 14/9/05

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
Fully paid ordinary shares	4,050,000	7.78%

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
Craig Ian Burton	Director	3,050,000 ordinary shares
Katrina Lee Burton	Spouse	1,000,000 ordinary shares

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
Craig Ian Burton	Craig Ian Burton	Craig Ian Burton	3,050,000 ordinary shares
Katrina Lee Burton	Katrina Lee Burton	Katrina Lee Burton	1,000,000 ordinary shares

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	
Craig Ian Burton	6/9/05	\$110,000		550,000 ordinary

5. Associates

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

Name of associate	Reason
Craig Ian Burton	Executive Director

6. Addresses

The addresses of persons named in this form are:

Name	Address
Craig Ian Burton	PO Box 453 West Perth WA 6872

Signature

name
signature

Craig Ian Burton



date

16/9/05

Director, secretary or substantial shareholder.