

Form 603**Corporations Act 2001
Section 671B****Notice of initial substantial holder**To Company Name/Scheme AMERICAN PATRIOT OIL & GAS LIMITED (AOW)ACN/ARSN 154 049 144**1. Details of substantial holder (1)**Name AXL Financial Pty Limited atf The Opportunities Trust and its related parties set out belowACN (if applicable) 603 393 317The holder became a substantial holder on 22 January 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)
Ordinary shares	10,000,000	10,000,000	5.33%*

*based on 187,459,694 ordinary shares on issue in AOW

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
AXL Financial Pty Limited atf The Opportunities Trust	Registered holder and trustee of The Opportunites Trust	10,000,000 ordinary shares
AXL Legal Solutions Pty Limited	Shareholder of more than 20% in AXL Financial Pty Limited (relevant interest under section 608(3) of the Corporations Act)	As above
ACN 117 688 365 Pty Ltd	Shareholder of more than 20% in AXL Financial Pty Limited (relevant interest under section 608(3) of the Corporations Act)	As above
Alexander Harmstrorf	Owens AXL Legal Solutions Pty Limited (relevant interest under section 608(3) of the Corporations Act)	As above
Tal Arie Silberman	Owens ACN 117 688 365 Pty Limited (relevant interest under section 608(3) of the Corporations Act)	As above

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
AXL Financial Pty Limited atf The Opportunities Trust	AXL Financial Pty Limited atf The Opportunities Trust	AXL Financial Pty Limited atf The Opportunities Trust	10,000,000 ordinary shares
AXL Legal Solutions Pty Limited	As above	As above	As above
ACN 117 688 365 Pty Ltd	As above	As above	As above
Alexander Harmstrorf	As above	As above	As above

Tal Arie Silberman	As above	As above	As above
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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	
AXL Financial Pty Limited atf The Opportunities Trust	22 January 2016		Pursuant to the Offer Document dated 20 October 2015 and announced to the ASX on 26 October 2016 (see Annexure A)	10,000 ordinary shares
AXL Legal Solutions Pty Limited	As above		As above	As above
ACN 117 688 365 Pty Ltd	As above		As above	As above
Alexander Harmstorff	As above		As above	As above
Tal Arie Silberman	As above		As above	As above

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
AXL Legal Solutions Pty Limited	An associate of ASX Financial Pty Limited by virtue of section 12 of the Corporations Act 2001 (Cth)
ACN 117 688 365 Pty Ltd	An associate of ASX Financial Pty Limited by virtue of section 12 of the Corporations Act 2001 (Cth)
Alexander Harmstorff	An associate of ASX Legal Solutions Pty Limited by virtue of section 12 of the Corporations Act 2001 (Cth)
Tal Arie Silberman	An associate of ACN 117 688 365 Pty Limited by virtue of section 12 of the Corporations Act 2001 (Cth)

7. Addresses

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

Name	Address
AXL Financial Pty Limited atf The Opportunities Trust	'BT TOWER 20' UNIT 05 LEVEL 20 1 MARKET STREET SYDNEY NSW 2000
AXL Legal Solutions Pty Limited	As above
ACN 117 688 365 Pty Ltd	SUITE 6 442 NEW SOUTH HEAD ROAD DOUBLE BAY NSW 2028
Alexander Harmstorff	UNIT 4008 101 BATHURST STREET SYDNEY NSW 2000
Tal Arie Silberman	3 BLAKE STREET ROSE BAY NSW 2029

Signature

print name *Alexander Harmstorff* capacity **Director**

sign here



date 17 / March / 2016

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
 6. The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
 7. Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and 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.
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. Details of the consideration must include any and all benefit, 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 of 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.

ANNEXURE A



ACN 154 049 144

All Registry Communications to:
Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia
Telephone: +61 1300 554 474
Facsimile: +61 2 9287 0303
ASX Code: AOW
Email: registrars@linkmarketservices.com.au
Website: www.linkmarketservices.com.au



015 162

AXL FINANCIAL PTY LTD
<THE OPPORTUNITIES TRUST A/C>
BT TOWER
LEVEL 20
1 MARKET ST
SYDNEY NSW 2000

SECURITYHOLDER
REFERENCE NUMBER (SRN): 140158240159

PAGE NUMBER: 1

STATEMENT DATE: 22/01/2016

AOW - FULLY PAID ORDINARY SHARES ISSUER SPONSORED HOLDING STATEMENT

DATE	TRANSACTION TYPE	INCREASE	DECREASE	HOLDING BALANCE
22/01/2016	OPENING BALANCE			0
	Share Purchase Plan	10000000	0	
	CLOSING BALANCE			10000000



NOTE: The closing balance shown includes all transactions registered as at end of day on the date indicated. Securityholders should not rely on the balance shown in this statement as being a complete record of their current holding and the Issuer will not be liable for any financial loss incurred by a securityholder who relies on the balance shown without making their own adjustments for any transfers relating to market and off market transactions which have yet to be registered.

Please note your Securityholder Reference Number (SRN) recorded above. This SRN must be used in all communications with the company or registry and with your stockbroker when buying or selling these securities. This statement is an important document and should be kept in a safe place. If lost or destroyed a charge will be levied for a replacement statement. Full terms and conditions of the above securities can be obtained from the registry.

THE AUSTRALIAN TAXATION OFFICE (ATO) ADVISES YOU TO KEEP THIS STATEMENT. DISPOSAL OF SECURITIES MAY LEAD TO CAPITAL GAINS TAX. PHONE THE ATO ON 1300 720 092 IF YOU NEED THE "GUIDE TO CAPITAL GAINS TAX".



All Registry communication to:
 C/- Link Market Services Limited
 Locked Bag A14
 Sydney South NSW 1235
 Telephone: 1300 554 474
 ASX Code: AOW
 Email: registrars@linkmarketservices.com.au
 Website: www.linkmarketservices.com.au

Holder Identification Number (HIN) /
 Securityholder Reference Number (SRN)

AXL FINANCIAL PTY LTD
 <THE OPPORTUNITIES TRUST A/C>
 BT TOWER
 LEVEL 20
 1 MARKET ST
 SYDNEY NSW 2000

I40158240159

Statement Date: 22 January 2016

TRANSACTION CONFIRMATION STATEMENT
AMERICAN PATRIOT OIL AND GAS LIMITED – SHARE PURCHASE PLAN

Date	Transaction Description	Shares Allotted	Transaction Cost
22/01/2016	AOW - Fully Paid Ordinary Shares at A\$0.14 per share, issued pursuant to the Offer Document dated 20 October 2015	10,000,000	\$1,400,000.00
	AOWO1- OPT EXP 20/10/2018 @ \$0.25	Options Allotted 5,000,000	
	Free attaching Options issued under the Prospectus dated 20 October 2015		
	Taxes, Stamp Duty and other charges payable		NIL
	Amount Paid		\$1,400,000.00



Securityholders should not rely on the balances shown in this statement as being a complete record of their current holding, and the issuer will not be liable for any financial loss incurred by a securityholder who relies on the balance shown without making their own adjustments for any transfers relating to transactions which have yet to be registered. If you have any questions regarding your holding please contact our Registry, Link Market Services Limited. Please note your Holder Identification Number (HIN) recorded above. This HIN must be used in all communications with the company or Registry. This statement is an important document and should be kept in a safe place. If lost or destroyed, a charge will be levied for a replacement statement. Full terms and conditions of the above securities can be obtained from the Registry.

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Personal Information Collection Notification Statement: Personal information about you is held on the public register in accordance with Chapter 2C of the Corporations Act 2001. For details about Link Group's personal information handling practices including collection, use and disclosure, how you may access and correct your personal information and raise privacy concerns, visit our website at www.linkmarketservices.com.au for a copy of the Link Group condensed privacy statement, or contact us by phone on +61 1800 502 355 (free call within Australia) 9am-5pm (Sydney time) Monday to Friday (excluding public holidays) to request a copy of our complete privacy policy.