

# Form 604

Corporations Act 2001

Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme Karoon Gas Australia Limited

ACN/ARSN ACN 107 001 338

### 1. Details of substantial holder (1)

Name Wellington Management Group LLP ("Wellington Management"), and its related bodies corporate

ACN/ARSN (if applicable) \_\_\_\_\_

There was a change in the interests of the substantial holder on 15/04/16

The previous notice was given to the company on 22/02/16

The previous notice was dated 18/02/16

### 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	30,926,098	12.54%	33,762,190	13.70%

### 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 affected
See Exhibit B					

### 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
Wellington Management	Unknown	Unknown	investment/voting authority (see example agreement attached as Exhibit A) in respect of the ordinary shares issued and allotted pursuant to the Scheme of Arrangement approved by the supreme court of South Australia on 21 June 2002	33,762,190 Ordinary Shares	13.70%



Exhibit A

Wellington Management Group LLP ("Wellington Management")  
Investment Management Agreement

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Appointment of  
Wellington Management  
as Manager/ Acceptance  
of Appointment

The Clients hereby appoint Wellington Management as investment manager to manage, supervise and direct the Clients' investment account or accounts (collectively, the "Account") under the terms and conditions set forth in the agreement. By execution of the Agreement, Wellington Management accepts appointment as investment manager and agrees to manage, supervise and direct the investments of the Account pursuant to the provisions of the Agreement.

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Discretionary Authority -  
Investments

Wellington Management shall have full and complete discretion to manage, supervise and direct the investment and reinvestment of assets in the Account and any additions thereto, subject to the investment objectives and guidelines attached to the Agreement. Wellington Management shall have full power and authority to act on behalf of the Account with respect to the purchase, sale, exchange, conversion or other transactions in any and all stocks, bonds, cash held for investment, and other assets, including shares of a registered investment company for which Wellington Management may act as investment adviser and, upon proper authorization by the Clients, interests in a collective trust maintained by a bank or trust company, including one maintained by an affiliate of Wellington Management. No cash or securities due to or held for the Account shall be paid or delivered to Wellington Management, except in payment of the management fee payable to Wellington Management under the Agreements pursuant to procedures approved by the Clients.

## Exhibit B

### 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 affected
19/02/16	Wellington Management	Sale	-140,693 AUD	-87,838 Ordinary Shares	-87,838
22/02/16	Wellington Management	Sale	-690,222 AUD	-432,305 Ordinary Shares	-432,305
23/02/16	Wellington Management	Sale	-108,431 AUD	-66,931 Ordinary Shares	-66,931
24/02/16	Wellington Management	Sale	-2,629 AUD	-1,715 Ordinary Shares	-1,715
25/02/16	Wellington Management	Sale	-4,139 AUD	-2,753 Ordinary Shares	-2,753
26/02/16	Wellington Management	Sale	-2,228 AUD	-1,532 Ordinary Shares	-1,532
29/02/16	Wellington Management	Sale	-164,136 AUD	-113,667 Ordinary Shares	-113,667
01/03/16	Wellington Management	Sale	-3,390 AUD	-2,336 Ordinary Shares	-2,336
03/03/16	Wellington Management	Sale	-1,533 AUD	-1,072 Ordinary Shares	-1,072
07/03/16	Wellington Management	Sale	-15,311 AUD	-9,805 Ordinary Shares	-9,805
08/03/16	Wellington Management	Sale	-8,081 AUD	-5,282 Ordinary Shares	-5,282
09/03/16	Wellington Management	Sale	-16,598 AUD	-11,196 Ordinary Shares	-11,196
10/03/16	Wellington Management	Sale	-126,559 AUD	-79,249 Ordinary Shares	-79,249
11/03/16	Wellington Management	Purchase	79,473 AUD	50,128 Ordinary Shares	50,128
14/03/16	Wellington Management	Purchase	78,064 AUD	51,307 Ordinary Shares	51,307
15/03/16	Wellington Management	Sale	-20,179 AUD	-13,774 Ordinary Shares	-13,774
16/03/16	Wellington Management	Sale	-41,648 AUD	-27,952 Ordinary Shares	-27,952
21/03/16	Wellington Management	Sale	-6,050 AUD	-3,960 Ordinary Shares	-3,960
22/03/16	Wellington Management	Sale	-14,254 AUD	-9,906 Ordinary Shares	-9,906
23/03/16	Wellington Management	Sale	-19,985 AUD	-14,208 Ordinary Shares	-14,208
24/03/16	Wellington Management	Sale	-11,364 AUD	-8,449 Ordinary Shares	-8,449
29/03/16	Wellington Management	Sale	-131,629 AUD	-100,038 Ordinary Shares	-100,038
30/03/16	Wellington Management	Purchase	984,149 AUD	774,991 Ordinary Shares	774,991
31/03/16	Wellington Management	Sale	-88,433 AUD	-70,258 Ordinary Shares	-70,258
01/04/16	Wellington Management	Sale	-59,924 AUD	-49,308 Ordinary Shares	-49,308
04/04/16	Wellington Management	Sale	-25,303 AUD	-20,840 Ordinary Shares	-20,840
05/04/16	Wellington Management	Sale	-9,256 AUD	-7,911 Ordinary Shares	-7,911
06/04/16	Wellington Management	Sale	-7,612 AUD	-6,451 Ordinary Shares	-6,451

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 affected
15/04/16	Wellington Management	Purchase	4,116,817 AUD	3,108,409 Ordinary Shares	3,108,409