

Form 604

Corporations Law
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme **MMA Offshore Limited**

ACN/ARSN

1. Details of substantial holder (1)

Name **Prudential plc
The Prudential Assurance Company Limited
Eastspring Investments (Luxembourg) S.A.
Eastspring Investments (Singapore) Limited**

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on **20 June 2016**

The previous notice was given to the company on **02 December 2014**

The previous notice was dated **02 December 2014**

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 Security (4)	Previous Notice		Present Notice	
	Person's votes	Voting Power (5)	Person's votes	Voting Power (5)
NPV Shares	23,806,850	6.45%	18,905,435	5.06%

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
	Prudential plc The Prudential Assurance Company Limited Eastspring Investments (Luxembourg) S.A. Eastspring Investments (Singapore) Limited				
		PLEASE SEE ANNEX 1 (Below)			

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)	Class and number of securities
PRUDENTIAL LIFE MANAGED OB	Prudential Assurance Company Limited	Prudential Assurance Company Limited	12,158,915
EASTSPRING INV DEVELOPED AND EMERGING ASIA EQUITY FUND	Eastspring Investments (Luxembourg) S.A.	Eastspring Investments (Luxembourg) S.A.	6,746,520

5. Changes in association

The persons who have been associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and CAN/ARSN (if applicable)	Nature of association

6. Addresses

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

Name	Address
Prudential PLC	Laurence Pountney Hill, London EC4R 0HH, England
The Prudential Assurance Company Limited	Laurence Pountney Hill, London EC4R 0HH, England
Eastspring Investments (Singapore) Limited	10 Marina Boulevard, #32-01 Marina Bay Financial Centre Tower 2, Singapore 018983
Eastspring Investments (Luxembourg) S.A.	26 Boulevard Royal, L-2449 Luxembourg, Grand Duchy of Luxembourg.

Signature

John Baker

Date: 23 June 2016

sign here

print name

John Baker

capacity **Shareholder Disclosures Analyst**

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 Law.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Law.
- (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 a 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 Law.
- (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 benefits, 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.

Annex 1: Transactions – 03 December 2014 – 20 June 2016

Fund	Date	Consideration	Class and number of securities
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	20-Jun-16	173.2	- 559
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	20-Jun-16	1001.69	- 3,207
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	20-Jun-16	166635.47	- 538,611
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	20-Jun-16	50.91	- 163
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	17-Jun-16	8381.31	- 27,050
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	17-Jun-16	10469.11	- 33,839
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	17-Jun-16	1777.27	- 5,736
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	17-Jun-16	117366.94	- 378,982
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	16-Jun-16	18129.86	- 58,281
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	16-Jun-16	2774.29	- 8,674
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	15-Jun-16	83254.52	- 263,325
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	14-Jun-16	23243.76	- 66,425
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	14-Jun-16	92592.92	- 267,991
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	14-Jun-16	192.72	- 547
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	14-Jun-16	1066.84	- 3,028
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	14-Jun-16	41.58	- 118
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	09-Jun-16	40595.93	- 95,397
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	07-Jun-16	4456.54	- 10,706
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	03-Jun-16	147717.71	- 344,218
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	03-Apr-16	914584.36	- 1,235,924
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	16-Feb-16	5102216.93	- 15,955,995
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	29-Sep-15	361508	- 708,839
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	13-Jan-15	352.42	- 328
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	13-Jan-15	66453.41	- 61,716
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	13-Jan-15	4030.31	- 3,751
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	13-Jan-15	67349.23	- 62,641
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	13-Jan-15	427855.95	- 399,286
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	13-Jan-15	11063.73	- 10,275
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	13-Jan-15	8916.72	- 8,298
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	12-Jan-15	773.11	-

FUND			683
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	12-Jan-15	787.22	697
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	12-Jan-15	337098.82	304,823
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	12-Jan-15	373.54	330
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	12-Jan-15	1229.95	1,089
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	12-Jan-15	1108.17	979
EASTSPRING INVESTMENTS - DEVELOPED ASIA EQUITY FUND	12-Jan-15	42.92	38
EASTSPRING INVESTMENT WORLD VALUE AP	16-Mar-16	36285.15	95,535
EASTSPRING INVESTMENT WORLD VALUE AP	03-Sep-15	4093.02	8,546
EASTSPRING INVESTMENT WORLD VALUE AP	26-May-15	6001.54	9,971
EASTSPRING INVESTMENT WORLD VALUE AP	15-Apr-15	5769	8,208
EASTSPRING INVESTMENT WORLD VALUE AP	12-Feb-15	3947	4,505
EASTSPRING INVESTMENT WORLD VALUE AP	04-Feb-15	2665.46	3,060
OBA	20-Jun-16	-295	92
OBA	20-Jun-16	-1006	312
OBA	20-Jun-16	-5779	1,805
OBA	20-Jun-16	-970714	300,320
OBA	17-Jun-16	-10338	3,203
OBA	17-Jun-16	-48751	15,105
OBA	17-Jun-16	-60987	18,868
OBA	17-Jun-16	-683018	211,524
OBA	16-Jun-16	-15632	5,000
OBA	16-Jun-16	-105038	32,675
OBA	15-Jun-16	-474577	150,045
OBA	14-Jun-16	-214	75
OBA	14-Jun-16	-985	347
OBA	14-Jun-16	-5457	1,923
OBA	14-Jun-16	-119715	41,891
OBA	14-Jun-16	-482986	166,875
OBA	09-Jun-16	-171928	73,163
OBA	07-Jun-16	-19294	-

			8,031
OBA	03-Jun-16	-620366	- 266,224
OBA	16-Feb-16	15955995	5,103,237