

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme

ACN/ARSN

1. Details of substantial holder (1)

Name

ACN/ARSN (if applicable)

The holder became a substantial holder on

/ /

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)

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

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

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	

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

7. Addresses

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

Name	Address

Signature

print name

capacity

sign here

date / /

* At a meeting of the Board on 22 November 2013, the Directors resolved to approve the delegation of the preparation and lodgement of substantial shareholder notices on behalf of BlackRock Investment Management (Australia) Limited.

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 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 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 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.

Dennis Ivers,
Authorised Signatory

09-May-16
Date

3. Details of Relevant Interests
4. Details of present registered holders
6. Associates

Holder of Relevant Interests Name and ACN / ARSN (if applicable)	Nature of Relevant Interest	Registered Holder of Securities	Person entitled to be registered as holder	CCY	Class and number of Securities	Person's votes	Nature of Association
BlackRock (Isle of Man) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	BNP-BNP PARIBAS JERSEY		GBP	Ord 750,000	750,000	subsidiary of BlackRock Inc.
BlackRock International Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	BNYM-ABN AMRO MELLON - AMSTERDAM		GBP	Ord 6,633,939	6,633,939	subsidiary of BlackRock Inc.
BlackRock Investment Management (UK) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	BNYM-BONY EUROPE - LONDON		GBP	Ord 838,119	838,119	subsidiary of BlackRock Inc.
BlackRock Investment Management (UK) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	BOA-MERRILL LYNCH INTL PRIME BROKER - NEW YORK		AUD	Ord 1,100,000	1,100,000	subsidiary of BlackRock Inc.

This is Annexure B of 1 pages referred to in form 603 Notice of initial substantial shareholder

09-May-16

Dennis Ivers,
Authorised Signatory

Date

5. Consideration

BERKELEY ENERGIA LIMITED (BKY)								
Holder of Relevant Interest	Date of Acquisition / Trans on a prescribed fin'l mkt		Consideration			Class and number of securities affected		Person's votes affected
			Cash	Non-cash	CCY			
BlackRock International Limited	06-Jan-16	yes	0.24	on mkt buy	GBP	Ord	1,000,000	1,000,000
BlackRock International Limited	07-Jan-16	yes	0.24	on mkt buy	GBP	Ord	1,183,000	1,183,000
BlackRock International Limited	21-Jan-16	yes	0.24	on mkt buy	GBP	Ord	100,000	100,000
BlackRock International Limited	22-Jan-16	yes	0.24	on mkt buy	GBP	Ord	1,000,000	1,000,000
BlackRock International Limited	29-Jan-16	yes	0.24	on mkt buy	GBP	Ord	120,479	120,479
BlackRock International Limited	01-Feb-16	yes	0.24	on mkt buy	GBP	Ord	250,000	250,000
BlackRock International Limited	03-Feb-16	yes	0.23	on mkt buy	GBP	Ord	390,000	390,000
BlackRock International Limited	04-Feb-16	yes	0.23	on mkt buy	GBP	Ord	255,902	255,902
BlackRock International Limited	08-Feb-16	yes	0.23	on mkt buy	GBP	Ord	280,516	280,516
BlackRock International Limited	09-Feb-16	yes	0.23	on mkt buy	GBP	Ord	534,042	534,042
BlackRock Investment Management (UK) Limited	25-Apr-16	yes	0.28	on mkt buy	GBP	Ord	40,000	40,000
BlackRock Investment Management (UK) Limited	26-Apr-16	yes	0.28	on mkt buy	GBP	Ord	106,303	106,303
BlackRock Investment Management (UK) Limited	27-Apr-16	yes	0.28	on mkt buy	GBP	Ord	194,166	194,166
BlackRock Investment Management (UK) Limited	29-Apr-16	yes	0.30	on mkt buy	GBP	Ord	20,000	20,000
BlackRock Investment Management (UK) Limited	03-May-16	yes	0.29	on mkt buy	GBP	Ord	5,000	5,000
BlackRock Investment Management (UK) Limited	04-May-16	yes	0.30	on mkt buy	GBP	Ord	174,531	174,531
BlackRock Investment Management (UK) Limited	05-May-16	yes	0.30	on mkt buy	GBP	Ord	298,119	298,119

This is Annexure C of 1 page referred to in form 603 Notice of initial substantial shareholder

	09-May-16
Dennis Ivers, Authorised Signatory	Date

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

Name	Address
BlackRock Group	
BlackRock Inc.	55 East 52nd Street New York NY 10055 USA
BlackRock International Limited	Exchange Place One, 1 Semple Street, Edinburgh, EH3 8BL, United Kingdom (Scotland, United Kingdom)
BlackRock Investment Management (UK) Limited	12 Throgmorton Avenue London EC2N 2DL United Kingdom