

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

ACN/ARSN (if applicable) _____

There was a change in the interests of the substantial holder on 18/12/08

The previous notice was given to the company on 09/12/08

The previous notice was dated 08/12/08

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)
Common Stock	19,314,033	12.98%	17,702,459	11.90%

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	17,702,459 Common Stock	11.90%

The persons who have become 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:

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

Signature

sign here Andrew Aldwin date 19/12/08

Exhibit A

Wellington Management Company, LLP ("Wellington Management")
Investment Management Agreement

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.

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
09/12/08	Wellington Management	Sale	-119,320 AUD	-41,216 Common Stock	-41,216
10/12/08	Wellington Management	Sale	-825,457 AUD	-276,072 Common Stock	-276,072
11/12/08	Wellington Management	Sale	-925,596 AUD	-306,787 Common Stock	-306,787
12/12/08	Wellington Management	Sale	-678,206 AUD	-233,293 Common Stock	-233,293
15/12/08	Wellington Management	Sale	-372,766 AUD	-124,839 Common Stock	-124,839
16/12/08	Wellington Management	Sale	-1,134,764 AUD	-391,271 Common Stock	-391,271
17/12/08	Wellington Management	Sale	-69,129 AUD	-23,199 Common Stock	-23,199
18/12/08	Wellington Management	Sale	-640,209 AUD	-214,897 Common Stock	-214,897