

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To **Origin Energy Limited**
ACN/ARSN 000 051 969

1. Details of substantial holder

Name **Barclays Group ("Barclays")**
ABN **33 001 804 566** (Barclays Global Investors Australia Limited)

There was a change in the interests
of the substantial holder on 15 October 2004

The previous notice was given to the
company on 3 February 2004

The previous notice was dated 3 February 2004

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 had a relevant interest 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	Previous notice		Present notice	
	Person's votes	Voting power	Person's votes	Voting power
Ordinary	40,673,107	6.13%	34,229,276	5.10%

3. Changes in relevant interests

Particulars of each change in, or change on 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	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
15/10/04	Barclays	Increase in voting power	Average price \$5.75	34,229,276 ordinary	5.10%

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	Nature of relevant interest	Class and number of securities	Person's votes
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Barclays	JP Morgan & other custodians – See Annexure "A"			
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5. Addresses

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

Name	Address
Barclays Global Investors Australia Limited	1/111 Harrington Street, Sydney NSW 2000

Signature

 Andrew Kuo
 Company Secretary
 Barclays Global Investors Australia

 Date

This is "Annexure A" of 1 page referred to in Form 604 Notice of change of interests of substantial holder

Relevant interest in Origin Energy Limited ("ORG") held by the Barclays Group ("Barclays").

The list of Barclays entities and their respective holdings are as follows:

ASX CODE	STOCK NAME	HOLDING	%	COMPANY
ORG	Origin Energy Limited	2,625,459	0.39	Barclays Global Fund Advisors
ORG	Origin Energy Limited	19,699,224	2.93	Barclays Global Investors Australia Ltd
ORG	Origin Energy Limited	172,457	0.03	Barclays Capital Securities Ltd
ORG	Origin Energy Limited	249,192	0.04	Barclays Life Assurance Co Ltd
ORG	Origin Energy Limited	7,169,431	1.07	Barclays Global Investors, N.A.
ORG	Origin Energy Limited	3,587,515	0.53	Barclays Global Investors Ltd
ORG	Origin Energy Limited	549,997	0.08	Barclays Global Investors Japan Trust & Banking
ORG	Origin Energy Limited	176,001	0.03	Barclays Global Investors Japan Ltd
		34,229,276	5.10	

The JP Morgan Chase Bank Inc. and various other custodians (Custodians) hold shares in ORG as custodian and for which Barclays is either:

- the responsible entity or trustee of pooled investment products such as registered managed investment schemes (Funds); or
- the investment manager of Portfolios held for a number of institutional investors. The institutional investors are generally superannuation funds regulated under the *Superannuation Industry Supervision Act 1993*.

The holding of shares in ORG was acquired as part of the wide portfolio of Australian shares and units acquired for the Funds and the Portfolios.

Barclays and the Custodians may hold relevant interests due to the capacity of these entities to dispose of the shares in ORG.

Each investor in a Fund owns an undivided interest in the Fund's assets, no client directly owns any asset of the Fund. The unitholding of each Fund varies from time to time as clients enter and withdraw from the Funds. The various institutional investors with portfolios delegate the management of the portfolios to Barclays.

Andrew Kuo
Company Secretary
Barclays Global Investors Australia

Date