

**Form 603**  
**Corporations Act 2001**  
**Section 671B**  
**Notice of initial substantial holder**

To: Company Name/Scheme: **COOPER ENERGY LIMITED**

ACN/ARSN: **096 170 295**

**1. Details of substantial holder**

Name Carol Australia Holdings Pty Limited ACN 630 725 558 and its related bodies corporate listed in annexure A

The holder became a substantial holder on: **2/08/2019**

**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 had a relevant interest in on the date the substantial holder became a substantial holder are as follows:

Class of securities	Number of securities	Person's votes	Voting power (%)
Fully Paid ordinary shares	97,203,575	97,203,575	5.99%

**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	Class and number of securities
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Relevant interest under paragraph 608(1)(b) and/or 608(1)(c) of the Corporations Act 2001 (Cth), being a relevant interest arising from having the power to control the exercise of the right to vote attached to securities and/or to control the exercise of the power to dispose of securities in its capacity as investment manager (as provided for under its investment mandates). In addition, if any OTC derivatives, warrants or other securities (other than ordinary shares or ordinary units (as applicable)) are referred to below in this row, the relevant interest in respect of those securities arises under subsection 608(8) being an accelerated relevant interest held in the same capacity.	91,286,063 Fully paid ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Relevant interest under paragraph 608(1)(b) and/or 608(1)(c) of the Corporations Act 2001 (Cth), being a relevant interest arising from having the power to control the exercise of the right to vote attached to securities and/or to control the exercise of the power to dispose of securities in its capacity as investment manager, as provided for under its investment mandates. In addition, if any OTC derivatives, warrants or other securities (other than ordinary shares or ordinary units (as applicable)) are referred to below in this row, the relevant interest in respect of those securities arises under subsection 608(8) being an accelerated relevant interest held in the same capacity.	5,917,512 Fully paid ordinary shares

**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	Class and number of securities
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Citibank N A Hong Kong		16,514,831 Fully paid ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Citicorp Nominees Pty Limited (Australia)		67,653,416 Fully paid ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Northern Trust Company		4,149,169 Fully paid ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	State Street Global Advisors (Australia) Limited		2,968,647 Fully paid ordinary shares

Realindex Investments Pty Limited ACN 133 312 017	Citibank N A Hong Kong		1,342,790	Fully paid ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Citicorp Nominees Pty Limited (Australia)		3,700,471	Fully paid ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	JP Morgan Chase Bank NA		274,490	Fully paid ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	JPMorgan (UK)		366,552	Fully paid ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	National Custodian Services		233,209	Fully paid ordinary shares

#### 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		Class and number of securities
		Cash	Non-cash	
See annexure B to this notice				

#### 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
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	A wholly-owned subsidiary, and therefore related body corporate, of Carol Australia Holdings Pty Limited
Realindex Investments Pty Limited ACN 133 312 017	A wholly-owned subsidiary, and therefore related body corporate, of Carol Australia Holdings Pty Limited

#### 7. Addresses

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

Name	Address
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Ground Floor Tower 1, 201 Sussex Street, Sydney, NSW, 2000, Australia
Realindex Investments Pty Limited ACN 133 312 017	Ground Floor Tower 1, 201 Sussex Street, Sydney, NSW, 2000, Australia

#### 8. Signature



Dated the 05 day of August 2019

Liz Hastlow - Company Secretary

## Annexure A

This is annexure A referred to in Form 603, Notice of initial substantial holder dated 02/08/2019



Liz Hastilow

Company Secretary

Dated the 05/08/2019

### SCHEDULE

CFSGAM IP HOLDINGS PTY LIMITED (ACN 625 765 399)  
CFSGAM SERVICES PTY LTD (ACN 624 305 595)  
CFSPAI EUROPE CO LIMITED (COMPANY CODE C41267)  
CFSPAI EUROPE HOLDCO LIMITED (COMPANY CODE C41260)  
COLONIAL FIRST STATE ASSET MANAGEMENT (AUSTRALIA) LIMITED (ACN 114 194 311)  
COLONIAL FIRST STATE INFRASTRUCTURE HOLDINGS LIMITED (ACN 085 313 926)  
COLONIAL FIRST STATE INFRASTRUCTURE MANAGERS (AUSTRALIA) PTY LTD (ACN 101 384 294)  
COLONIAL FIRST STATE INVESTMENT MANAGERS (UK) LIMITED (COMPANY NO. 00153197)  
COLONIAL FIRST STATE MANAGED INFRASTRUCTURE LIMITED (ACN 006 464 428)  
EDIF II GP S.A.R.L. (COMPANY NO. B204413)  
FIRST STATE EUROPEAN DIVERSIFIED INFRASTRUCTURE S.A.R.L. (COMPANY NO. B134314)  
FIRST STATE INFRASTRUCTURE MANAGERS (INTERNATIONAL) LIMITED (COMPANY NO. 298444)  
FIRST STATE INVESTMENT MANAGEMENT (UK) LIMITED (COMPANY NO. SC047708)  
FIRST STATE INVESTMENT MANAGERS (ASIA) LIMITED (ACN 054 571 701)  
FIRST STATE INVESTMENT SERVICES (UK) LIMITED (COMPANY NO. 03904320)  
FIRST STATE INVESTMENTS (HONG KONG) LIMITED (CR NO. 0206616)  
FIRST STATE INVESTMENTS (IRELAND) LIMITED (COMPANY NO. 629188)  
FIRST STATE INVESTMENTS (JAPAN) LIMITED (COMPANY NUMBER 0104-01-093090)  
FIRST STATE INVESTMENTS (SINGAPORE) (COMPANY NO. 02294743)  
FIRST STATE INVESTMENTS (UK HOLDINGS) LIMITED (COMPANY NO. 03904310)  
FIRST STATE INVESTMENTS (UK) LIMITED (COMPANY NO. 02294743)  
FIRST STATE INVESTMENTS (US) LLC (FILE NUMBER 546 9442)  
FIRST STATE INVESTMENTS FUND MANAGEMENT S.A.R.L (COMPANY NO. B128117)  
FIRST STATE INVESTMENTS HOLDINGS (SINGAPORE) LIMITED (REGISTRATION NO. 199901706Z)  
FIRST STATE INVESTMENTS INTERNATIONAL LIMITED (COMPANY NO. SC079063)  
FIRST STATE NOMINEES (HONG KONG) LIMITED (CR NO. 0206615)  
FSIB LTD  
MITSUBISHI UFJ FINANCIAL GROUP, INC  
MITSUBISHI UFJ TRUST AND BANKING CORPORATION  
REALINDEX INVESTMENTS PTY LIMITED (ACN 133 312 017)  
SI HOLDINGS LIMITED (COMPANY NO. SC109439)  
TOTAL KEEN INVESTMENT LIMITED (CR NO. 0580652)

**Annexure B**

This is annexure B referred to in Form 603, Notice of initial substantial holder dated 02/08/2019



Liz Hastilow

Company Secretary

Dated the 05/08/2019

Holder of relevant interest	Date of acquisition	Consideration cash	Consideration non-cash	Class and number of securities affected
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Friday, 02 August 2019	68,170.48		117,942 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Friday, 26 July 2019	19,333.14		33,333 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Monday, 22 July 2019	29,350.43		53,953 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Monday, 22 July 2019	35,423.10		65,116 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Monday, 22 July 2019	131,571.84		241,860 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Friday, 19 July 2019	26,247.72		49,524 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Friday, 19 July 2019	117,104.56		220,952 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Friday, 19 July 2019	32,304.56		60,952 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Friday, 12 July 2019	22,048.40		40,088 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Wednesday, 10 July 2019	12,243.05		23,959 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Wednesday, 10 July 2019	10,638.51		20,819 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Wednesday, 10 July 2019	17,221.21		33,701 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Wednesday, 10 July 2019	110,528.24		214,493 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Wednesday, 10 July 2019	29,017.06		56,311 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Wednesday, 10 July 2019	25,889.70		50,242 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Tuesday, 09 July 2019	250,400.78		485,461 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Tuesday, 09 July 2019	469,011.78		909,290 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Tuesday, 09 July 2019	2,962.00		5,833 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Tuesday, 09 July 2019	37,387.97		72,598 Ordinary shares

Holder of relevant interest	Date of acquisition	Consideration cash	Consideration non-cash	Class and number of securities affected
Realindex Investments Pty Limited ACN 133 312 017	Tuesday, 09 July 2019	121,511.68		235,945 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Tuesday, 09 July 2019	9,626.36		18,957 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Tuesday, 09 July 2019	9,312.23		18,082 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Friday, 05 July 2019	112,661.91		210,583 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Friday, 05 July 2019	30,637.31		57,266 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Tuesday, 02 July 2019	109,980.00		200,000 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Tuesday, 02 July 2019	29,994.30		54,545 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Thursday, 27 June 2019	8,746.18		16,348 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Thursday, 20 June 2019	10,875.15		19,507 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Thursday, 20 June 2019	22,452.15		40,889 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Thursday, 20 June 2019	77,878.85		139,693 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Thursday, 20 June 2019	7,414.25		13,359 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Thursday, 20 June 2019	53,097.41		95,671 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Thursday, 20 June 2019	29,213.77		53,203 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Thursday, 20 June 2019	24,986.59		44,819 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Thursday, 20 June 2019	31,543.60		57,446 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Thursday, 20 June 2019	22,166.15		39,939 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Thursday, 20 June 2019	32,512.29		58,318 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Thursday, 20 June 2019	21,925.92		39,329 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Thursday, 20 June 2019	9,771.78		17,796 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Thursday, 20 June 2019	35,105.22		62,969 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Thursday, 20 June 2019	17,035.73		30,695 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Thursday, 20 June 2019	69,978.40		127,442 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Thursday, 20 June 2019	14,949.48		26,936 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Thursday, 20 June 2019	19,701.71		35,880 Ordinary shares

Holder of relevant interest	Date of acquisition	Consideration cash	Consideration non-cash	Class and number of securities affected
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Thursday, 20 June 2019	23,934.38		43,125 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Wednesday, 19 June 2019	33,024.88		58,973 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Tuesday, 18 June 2019	11,931.36		22,512 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Friday, 14 June 2019	55,149.85		101,453 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Friday, 14 June 2019	63,348.97		116,536 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Friday, 14 June 2019	89,786.41		165,170 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Friday, 14 June 2019	202,688.33		372,863 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Thursday, 13 June 2019	34,011.60		64,784 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Monday, 03 June 2019	126,158.95		243,034 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Monday, 03 June 2019	278,962.26		537,396 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Monday, 03 June 2019	90,683.14		174,693 Ordinary shares
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Monday, 03 June 2019	58,506.20		112,707 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Friday, 24 May 2019	807,074.70		1,480,871 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Friday, 24 May 2019	66,831.72		122,627 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Friday, 24 May 2019	23,729.30		43,540 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Friday, 24 May 2019	68,384.42		125,476 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Tuesday, 21 May 2019	267.68		498 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Tuesday, 21 May 2019	7,981.74		14,781 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Tuesday, 21 May 2019	8,388.23		15,606 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Tuesday, 21 May 2019	273.59		509 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Tuesday, 21 May 2019	21,958.56		40,664 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Tuesday, 21 May 2019	688,673.88		1,275,322 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Tuesday, 21 May 2019	22,467.24		41,606 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Tuesday, 21 May 2019	97.29		181 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Tuesday, 30 April 2019	20,538.03		38,504 Ordinary shares

Holder of relevant interest	Date of acquisition	Consideration cash	Consideration non-cash	Class and number of securities affected
Realindex Investments Pty Limited ACN 133 312 017	Tuesday, 30 April 2019	355,498.83		666,477 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Tuesday, 30 April 2019	21,017.56		39,403 Ordinary shares
Realindex Investments Pty Limited ACN 133 312 017	Tuesday, 30 April 2019	7,304.91		13,695 Ordinary shares