

**Form 604****Corporations Act 2001  
Section 671B****Notice of change of interests of substantial holder****To Company Name/Scheme**      **World Oil Resources Limited**

ACN/ARSN      000 752 849

**1. Details of substantial holder(1)**Name      **Refer to the attached Annexure A to this notice.**

ACN/ARSN (if applicable)      As above

There was a change in the interests of the  
substantial holder on      21 / 07 / 2014The previous notice was given to the company on      19 / 12 / 2013The previous notice was dated      19 / 12 / 2013**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) |
| Fully paid ordinary shares | 89,000,000      | 11.55%           | 158,333,333    | 13.74%           |

**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 |
|----------------------------|--|----------------------|---|---|-------------------------|
| <b>Refer to Annexure B</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 |
|-----------------------------|---------------------------------|--|---------------------------------|--------------------------------|----------------|
| <b>Refer to Annexure C</b>  |                                 |  |                                 |                                |                |

**5. Changes in association**

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:

| Name and ACN/ARSN (if applicable) | Nature of association |
|-----------------------------------|-----------------------|
| N/A                               |                       |

#### 6. Addresses

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

| Name                | Address |
|---------------------|---------|
| Refer to Annexure A |         |

#### Signature

print name Eliot Silman

capacity Director of Rokeba Nominees Pty Ltd

sign here



date 23 / 07 / 2014

#### 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 6 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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.
- (7) 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.
- (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) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

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

Signature: 

Name: Eliot Silman

Position: Director of Rokeba Nominees Pty Ltd

Date: 23 / 07 / 2014

#### **DETAILS OF SUBSTANTIAL HOLDERS**

| <b>Entity</b>                               | <b>Address</b>                             |
|---|--|
| Rokeba Nominees Pty Ltd                     | PO Box 4056, Hopetoun Gardens, VIC 3162    |
| New Hopetoun Pty Ltd                        | 16 Laura Street, Caulfield South, VIC 3162 |
| Maurice Silman                              | 16 Maxwell Grove, Caulfield, VIC 3162      |
| Ezra Silman                                 | 16 Laura Street, Caulfield South, VIC 3162 |
| Burjoe Pty Ltd ACN 010 826 613              |  |
| Cadmium Pty Ltd ACN 010 883 717             |  |
| Drybridge Pty Ltd ACN 006 758 354           |  |
| Fossbridge Pty Ltd ACN 006 564 807          |  |
| Langley Pty Ltd ACN 007 157 619             |  |
| Ragadon Investments Pty Ltd ACN 006 093 303 |  |
| Rochgate Pty Ltd ACN 006 766 347            |  |
| Staedpoe Pty Ltd ACN 010 823 604            |  |
| Stagefront Pty Ltd ACN 006 865 550          |  |
| Tashlich Nominees Pty Ltd ACN 005 489 814   |  |

**This is Annexure "B" of 1 page referred to in ASIC Form 604 (Notice of change of interests of substantial holder)**

Signature:



Name: Eliot Silman

Position: Director of Rokeba Nominees Pty Ltd

Date: 23 / 07 / 2014

| 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        |
|----------------|--|--|---|---|--------------------------------|
| 23/12/2013     | Substantial holders listed in Annexure A | Dilution following share issue by World Oil  | Nil   | 89,000,000 FPOs                         | 89,000,000 (dilution by 0.09%) |
| 21/07/2014     | Rokeba Nominees Pty Ltd                  | Acceptance of entitlement offer under the World Oil rights issue offer and issue of shortfall                      | \$188,000.00                                  | 62,666,666 FPOs                         | 62,666,666                     |
| 21/07/2014     | Maurice Silman                           | Issue of ordinary shares to Rokeba Nominees Pty Ltd under the World Oil rights issue offer and issue of shortfall. | Nil   | 62,666,666 FPOs                         | 62,666,666                     |
| 21/07/2014     | New Hopetoun Pty Ltd                     | Acceptance of entitlement offer under the World Oil rights issue offer   | \$20,000.00                                   | 6,666,667 FPOs                          | 6,666,667                      |
| 21/07/2014     | Ezra Silman                              | Issue of ordinary shares to New Hopetoun Pty Ltd under the World Oil rights issue offer                            | Nil   | 6,666,667 FPOs                          | 6,666,667                      |

**This is Annexure "C" of 1 page referred to in ASIC Form 604 (Notice of change of interests of substantial holder)**

Signature: 

Name: Eliot Silman

Position: Director of Rokeba Nominees Pty Ltd

Date: 23 / 07 / 2014

| 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 |
|-----------------------------|---------------------------------|--|---|--------------------------------|----------------|
| Rokeba Nominees Pty Ltd     | Rokeba Nominees Pty Ltd         | Rokeba Nominees Pty Ltd                        | Registered holder   | 141,666,666 ordinary shares    | 141,666,666    |
| Maurice Silman              | Rokeba Nominees Pty Ltd         | Rokeba Nominees Pty Ltd                        | As the controller of Rokeba Nominees Pty Ltd, Maurice Silman has a relevant interest pursuant to section 608(3)(b) of the Corporations Act. | 141,666,666 ordinary shares    | 141,666,666    |
| New Hopetoun Pty Ltd        | New Hopetoun Pty Ltd            | New Hopetoun Pty Ltd                           | Registered holder   | 16,666,667 ordinary shares     | 16,666,667     |
| Ezra Silman                 | New Hopetoun Pty Ltd            | New Hopetoun Pty Ltd                           | As the controller of New Hopetoun Pty Ltd, Ezra Silman has a relevant interest pursuant to section 608(3)(b) of the Corporations Act        | 16,666,667 ordinary shares     | 16,666,667     |