

**Form 604  
Corporations Act 2001  
Section 671B**

**Notice of Change of Interests of Substantial Holder**

To: **BERKELEY ENERGIA LIMITED**

ACN/ARSN:

**1. Details of substantial holder (1)**

Name: FIL Limited and the entities listed in Annexure A ("FIL")

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on

02 September 2019

The previous notice was given to the company on

22 August 2019

The previous notice was dated

22 August 2019

**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:

<b>Class of Securities (4)</b>	<b>Previous Notice Person's votes</b>	<b>Previous Notice Voting Power (5)</b>	<b>Present Notice Person's votes</b>	<b>Present Notice Voting Power (5)</b>
COMMON STOCK	18,679,842	7.23%	15,947,072	6.17%

**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:

<b>Date of Change</b>	<b>Person whose relevant interest changed</b>	<b>Nature of change (6)</b>	<b>Consideration given in relation to change (7)</b>	<b>Class and number of securities affected</b>	<b>Person's votes affected</b>
			<b>AUD</b>	<b>COMMON STOCK</b>	<b>COMMON STOCK</b>
08/21/2019	FIL	SELL	0.2401	45,936	45,936
08/21/2019	FIL	SELL	0.2401	57,797	57,797
08/21/2019	FIL	SELL	0.2401	116,368	116,368
08/21/2019	FIL	SELL	0.2401	899,865	899,865
08/23/2019	FIL	SELL	0.2400	30,805	30,805
08/23/2019	FIL	SELL	0.2400	30,805	30,805
08/23/2019	FIL	SELL	0.2400	30,805	30,805
08/23/2019	FIL	SELL	0.2400	83,052	83,052
08/28/2019	FIL	SELL	0.2351	33,468	33,468
08/28/2019	FIL	SELL	0.2351	42,580	42,580
08/28/2019	FIL	SELL	0.2351	87,575	87,575

08/28/2019	FIL	SELL	0.2351	686,377	686,377
08/29/2019	FIL	SELL	0.2400	30,881	30,881
08/29/2019	FIL	SELL	0.2400	30,881	30,881
08/29/2019	FIL	SELL	0.2400	38,096	38,096
08/29/2019	FIL	SELL	0.2400	298,579	298,579
09/02/2019	FIL	SELL	0.2400	30,952	30,952
09/02/2019	FIL	SELL	0.2400	30,952	30,952
09/02/2019	FIL	SELL	0.2400	30,952	30,952
09/02/2019	FIL	SELL	0.2400	96,044	96,044
			<b>Total Sells</b>	<b>(2,732,770)</b>	<b>(2,732,770)</b>

#### 4. Present Relevant Interest

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Refer to Annexure A

#### 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:

Refer to Annexure A



Sign Here \_\_\_\_\_

**Dated: 04 September 2019**

**Jen Li**

**Head of Regulatory Reporting, Asia Pacific**

**Duly authorized under Powers of Attorney by and on behalf of FIL Limited**

## Annexure A

Investment Manager	Address	Custodian	Nature of Relevant Interest	Sum of Numerator Shares
FIL INVESTMENT MANAGEMENT (HONG KONG) LIMITED	Level 21, Two Pacific Place, 88 Queensway, Admiralty, Hong Kong	BROWN BROS HARRIMN LTD LUX (C)	Investment Discretion / Voting Power	13,533,759
		CLEARSTREAM BANKING SA LUX (C)		616,340
FIL INVESTMENT MANAGEMENT (SINGAPORE) LIMITED	8 Marina View, #35-06, Asia Square Tower 1, 018960, Singapore	BROWN BROS HARRIMN LTD LUX (C)		1,325,761
		JP MORGAN, BOURNEMOUTH (C)		471,212
<b>Grand Total</b>				<b>15,947,072</b>