

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Armour Energy LimitedACN/ARSN 141 198 414

1. Details of substantial holder (1)

Name Och-Ziff Holding Corporation and Och-Ziff Capital Management Group LLC on behalf of themselves, OZ Management LP, OZ Management II LP and their controlled entities OZ Asia Master Fund, Ltd., OZ Enhanced Master Fund, Ltd., Gordel Capital Limited, OZ ELS Master Fund, Ltd., OZ Master Fund, Ltd., OZ Eureka Fund, L.P., Goldman Sachs Profit Sharing Master Trust and OZ Global Special Investments Master Fund, L.P..

ACN/ARSN (if applicable) Not applicable

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

17/7/2014

The previous notice was given to the company on

26/04/2012

The previous notice was dated

20/04/2012

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	35,000,000	11.67%	31,812,009	10.54%

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 Annexure A				

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
Och-Ziff Holding Corporation	HSBC Custody Nominees (Australia) Limited, National Australia Bank Limited, JP Morgan Chase, Citibank Melbourne	OZ Asia Master Fund, Ltd., Gordel Capital Limited, OZ ELS Master Fund, Ltd., OZ Master Fund, Ltd., OZ Eureka Fund, L.P., Goldman Sachs Profit Sharing Master Trust, OZ Global Special Investments Master Fund, L.P. and OZ Enhanced Master Fund, Ltd.	The holder of the relevant interest has a relevant interest in the holdings detailed below by virtue of section 608(3)(b) of the Corporations Act	31,812,009 ordinary shares	31,812,009 ordinary shares

Och-Ziff Capital Management Group LLC	HSBC Custody HSBC Custody Nominees (Australia) Limited, National Australia Bank Limited, JP Morgan Chase, Citibank Melbourne	OZ Asia Master Fund, Ltd., Gordel Capital Limited, OZ ELS Master Fund, Ltd., OZ Master Fund, Ltd., OZ Eureka Fund, L.P., Goldman Sachs Profit Sharing Master Trust, OZ Global Special Investments Master Fund, L.P. and OZ Enhanced Master Fund, Ltd.	The holder of the relevant interest has a relevant interest in the holdings detailed below by virtue of section 608(3)(b) of the Corporations Act	31,812,009 ordinary shares	31,812,009 ordinary shares
OZ Management LP	HSBC Custody Nominees (Australia) Limited, National Australia Bank Limited, JP Morgan Chase, Citibank Melbourne	OZ Asia Master Fund, Ltd., Gordel Capital Limited, OZ ELS Master Fund, Ltd., OZ Master Fund, Ltd., OZ Eureka Fund, L.P., Goldman Sachs Profit Sharing Master Trust, OZ Global Special Investments Master Fund, L.P. and OZ Enhanced Master Fund, Ltd.	The holder of the relevant interest has a relevant interest in the holdings detailed below by virtue of section 608(3)(b) of the Corporations Act	31,812,009 ordinary shares	31,812,009 ordinary shares
OZ Management II LP	HSBC Custody Nominees (Australia) Limited, National Australia Bank Limited, Citibank Melbourne	OZ ELS Master Fund, Ltd., OZ Eureka Fund, L.P. and Goldman Sachs Profit Sharing Master Trust	OZ Management II LP has a relevant interest in the holdings by virtue of section 608(3)(b) of the Corporations Act	580,344 ordinary shares	580,344 ordinary shares
OZ ELS Master Fund, Ltd.	National Australia Bank Limited	OZ ELS Master Fund, Ltd.	As legal owner of the interest, OZ ELS Master Fund, Ltd. has a relevant interest by virtue of section 608(1)(a) of the Corporations Act	35,511 ordinary shares	35,511 ordinary shares
OZ Asia Master Fund, Ltd.	National Australia Bank Limited, HSBC Custody Nominees (Australia)	OZ Asia Master Fund, Ltd.	As legal owner of the interest, OZ Asia Master Fund, Ltd. has a relevant interest by virtue of section 608(1)(a) of the Corporations Act	2,744,687 ordinary shares	2,744,687 ordinary shares
OZ Eureka Fund, L.P.	Citibank Melbourne	OZ Eureka Fund, L.P.	As legal owner of the interest, OZ Eureka Fund, L.P. has a relevant interest by virtue of section 608(1)(a) of the Corporations Act	365,252 ordinary shares	365,252 ordinary shares
Gordel Capital Limited	Citibank Melbourne	Gordel Capital Limited	As legal owner of the interest, Gordel Capital Ltd has a relevant interest by virtue of section 608(1)(a) of the Corporations Act	266,806 ordinary shares	266,806 ordinary shares
Goldman Sachs Profit Sharing Master Trust	HSBC Custody Nominees (Australia)	Goldman Sachs Profit Sharing Master Trust	As legal owner of the interest, Goldman Sachs Profit Sharing Master Trust has a relevant interest by virtue of section 608(1)(a) of the Corporations Act	179,581 ordinary shares	179,581 ordinary shares
OZ Master Fund, Ltd.	National Australia Bank Limited	OZ Master Fund, Ltd.	As legal owner of the interest, OZ Master Fund, Ltd. has a relevant interest by virtue of section 608(1)(a) of the Corporations Act	26,962,782 ordinary shares	26,962,782 ordinary shares

OZ Global Special Investments Master Fund, L.P.	HSBC Custody Nominees (Australia)	OZ Global Special Investments Master Fund, L.P.	As legal owner of the interest, Oz Global Special Investments Master Fund, L.P. has a relevant interest by virtue of section 608(1)(a) of the Corporations Act	145,745 ordinary shares	145,745 ordinary shares
OZ Enhanced Master Fund, Ltd.	JP Morgan Chase	OZ Enhanced Master Fund, Ltd.	As legal owner of the interest, OZ Enhanced Master Fund, Ltd. has a relevant interest by virtue of section 608(1)(a) of the Corporations Act	1,111,645 ordinary shares	1,111,645 ordinary shares

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
Och-Ziff Holding Corporation	c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801, U.S.A.
Och-Ziff Capital Management Group LLC	c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801, U.S.A.
Oz Management LP	615 South Dupont Highway, Dover, DE 19901, Delaware, U.S.A.
Oz Management II LP	c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801, U.S.A.
OZ ELS Master Fund, Ltd.	c/o State Street (Cayman) Trust, Ltd, P.O. Box 896, Suite 3307, Gardenia Court, 45 Market Street, Camana Bay, Grand Cayman, Cayman Islands KY1-1103
OZ Asia Master Fund Ltd.	c/o State Street (Cayman) Trust, Ltd, P.O. Box 896, Suite 3307, Gardenia Court, 45 Market Street, Camana Bay, Grand Cayman, Cayman Islands KY1-1103
OZ Eureka Fund, L.P.	c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801, U.S.A.
Gordel Capital Limited	c/o Trident Trust Company (BVI) Ltd., Trident Chambers, Wickhams Cay, Road Town, Tortola, British Virgin Islands.
Goldman Sachs Profit Sharing Master Trust	c/o Committee for the 401(k) plan, 30 Hudson Street, Jersey City, NJ 07302, USA
OZ Master Fund, Ltd	c/o State Street (Cayman) Trust, Ltd, P.O. Box 896, Suite 3307, Gardenia Court, 45 Market Street, Camana Bay, Grand Cayman, Cayman Islands KY1-1103
OZ Enhanced Master Fund, Ltd.	c/o State Street (Cayman) Trust, Ltd, P.O. Box 896, Suite 3307, Gardenia Court, 45 Market Street, Camana Bay, Grand Cayman, Cayman Islands KY1-1103
OZ Global Special Investments Master Fund, L.P.	c/o State Street (Cayman) Trust, Ltd, P.O. Box 896, Suite 3307, Gardenia Court, 45 Market Street, Camana Bay, Grand Cayman, Cayman Islands KY1-1103

Signatureprint name Jon M. FrankCapacity Chief Financial Officersign here date 21/7/2014**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.

ANNEXURE A

Och-Ziff Holding Corporation and Och-Ziff Capital Management Group LLC on behalf of themselves, OZ Management LP, OZ Management II LP and their controlled entities:

OZ ASIA MASTER FUND, LTD.

GORDEL CAPITAL LIMITED

OZ ELS MASTER FUND, LTD.

OZ ENHANCED MASTER FUND, LTD.

OZ EUREKA FUND, L.P.

OZ MASTER FUND, LTD.

GOLDMAN SACHS PROFIT SHARING MASTER TRUST

OZ GLOBAL SPECIAL INVESTMENTS MASTER FUND, L.P.

Holder of relevant interest:		OZ MASTER FUND, LTD.		
Holdings as of July 18, 2014:		26,962,782		
Date of change	BUY/SELL	CLASS AND NUMBER OF SECURITIES		VALUE AUD
1-Jul-13	Sell	Fully Paid Ordinary Shares	(159,699)	(42,448.49)
2-Aug-13	Buy	Fully Paid Ordinary Shares	75,358	21,489.10
21-Mar-14	Sell	Fully Paid Ordinary Shares	(37,881)	(7,358.04)
29-Apr-14	Sell	Fully Paid Ordinary Shares	(56,896)	(8,607.58)
19-Jun-14	Sell	Fully Paid Ordinary Shares	(310,757)	(52,809.69)
20-Jun-14	Sell	Fully Paid Ordinary Shares	(103,997)	(17,673.49)
23-Jun-14	Sell	Fully Paid Ordinary Shares	(34,765)	(5,908.05)
26-Jun-14	Sell	Fully Paid Ordinary Shares	(963,968)	(154,393.92)
3-Jul-14	Sell	Fully Paid Ordinary Shares	(31,892)	(4,941.26)
4-Jul-14	Sell	Fully Paid Ordinary Shares	(49,731)	(7,829.63)
7-Jul-14	Sell	Fully Paid Ordinary Shares	(328,746)	(49,319.88)
8-Jul-14	Sell	Fully Paid Ordinary Shares	(24,707)	(3,705.05)
9-Jul-14	Sell	Fully Paid Ordinary Shares	(61,326)	(9,195.90)
11-Jul-14	Sell	Fully Paid Ordinary Shares	(193,418)	(28,035.61)
14-Jul-14	Sell	Fully Paid Ordinary Shares	(135,334)	(20,293.10)
17-Jul-14	Sell	Fully Paid Ordinary Shares	(719,753)	(102,905.95)
18-Jul-14	Sell	Fully Paid Ordinary Shares	(19,892)	(2,783.88)
Total change since last notice		TOTAL:	(3,157,404)	(496,720.42)

Holder of relevant interest: OZ ELS MASTER FUND, LTD.				
Holdings as of July 18, 2014: 35,511				
Date of change	BUY/SELL	CLASS AND NUMBER OF SECURITIES		VALUE AUD
26-Apr-12	Buy	Fully Paid Ordinary Shares	53,162	24,496.53
26-Apr-12	Buy	Fully Paid Ordinary Shares	45,568	20,550.05
27-Apr-12	Buy	Fully Paid Ordinary Shares	786	335.89
30-Apr-12	Buy	Fully Paid Ordinary Shares	48,906	21,075.82
3-May-12	Buy	Fully Paid Ordinary Shares	381,562	155,070.12
4-May-12	Buy	Fully Paid Ordinary Shares	272,678	107,623.59
31-Oct-12	Sell	Fully Paid Ordinary Shares	(23,333)	(5,482.26)
7-Jan-13	Sell	Fully Paid Ordinary Shares	(70,000)	(18,893.00)
8-Jan-13	Sell	Fully Paid Ordinary Shares	(194,835)	(55,508.98)
1-Mar-13	Buy	Fully Paid Ordinary Shares	123,728	44,381.39
28-Mar-13	Sell	Fully Paid Ordinary Shares	(44,915)	(12,297.06)
19-Jul-13	Sell	Fully Paid Ordinary Shares	(1,494)	(413.68)
22-Jul-13	Sell	Fully Paid Ordinary Shares	(30,986)	(8,279.81)
23-Jul-13	Sell	Fully Paid Ordinary Shares	(13,791)	(3,590.44)
24-Jul-13	Sell	Fully Paid Ordinary Shares	(5,249)	(1,417.23)
2-Aug-13	Buy	Fully Paid Ordinary Shares	1,362	388.39
11-Sep-13	Sell	Fully Paid Ordinary Shares	(101,540)	(35,004.00)
27-Nov-13	Sell	Fully Paid Ordinary Shares	(83,845)	(19,714.94)
27-Nov-13	Sell	Fully Paid Ordinary Shares	(83,502)	(18,772.92)
28-Nov-13	Sell	Fully Paid Ordinary Shares	(101,700)	(23,405.27)
29-Nov-13	Sell	Fully Paid Ordinary Shares	(96,741)	(21,276.02)
31-Dec-13	Sell	Fully Paid Ordinary Shares	(26,464)	(4,971.57)
15-Jan-14	Sell	Fully Paid Ordinary Shares	(13,801)	(2,480.45)
21-Mar-14	Sell	Fully Paid Ordinary Shares	(45)	(8.74)
Total change since last notice		TOTAL:	35,511	142,405.41

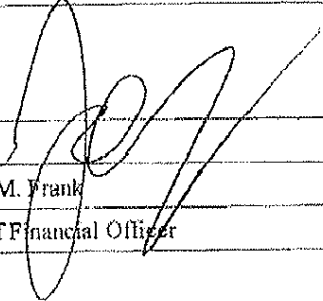
Holder of relevant interest: OZ ASIA MASTER FUND, LTD.				
Holdings as of July 18, 2014: 2,744,687				
Date of change	BUY/SELL	CLASS AND NUMBER OF SECURITIES		VALUE AUD
27-Apr-12	Buy	Fully Paid Ordinary Shares	655,685	280,200.46
30-Apr-12	Buy	Fully Paid Ordinary Shares	17,116	7,376.06
2-Aug-13	Buy	Fully Paid Ordinary Shares	6,886	1,963.61
Total change since last notice		TOTAL:	679,687	289,540.13

Holder of relevant interest: OZ EUREKA FUND, L.P.				
Holdings as of July 18, 2014: 365,252				
Date of change	BUY/SELL	CLASS AND NUMBER OF SECURITIES		VALUE AUD
26-Apr-12	Buy	Fully Paid Ordinary Shares	137,362	63,295.06
26-Apr-12	Buy	Fully Paid Ordinary Shares	117,738	53,096.95
27-Apr-12	Buy	Fully Paid Ordinary Shares	2,042	872.63
30-Apr-12	Buy	Fully Paid Ordinary Shares	126,368	54,457.71
2-Aug-13	Buy	Fully Paid Ordinary Shares	965	275.18
2-Sep-13	Sell	Fully Paid Ordinary Shares	(19,223)	(6,430.05)
Total change since last notice		TOTAL:	365,252	165,567.48

Holder of relevant interest: OZ ENHANCED MASTER FUND, LTD.				
Holdings as of July 18, 2014: 1,111,645				
Date of change	BUY/SELL	CLASS AND NUMBER OF SECURITIES		VALUE AUD
1-May-13	Buy	Fully Paid Ordinary Shares	262,692	77,356.07
2-May-13	Buy	Fully Paid Ordinary Shares	13,450	3,648.86
2-Aug-13	Buy	Fully Paid Ordinary Shares	695	198.19
30-Aug-13	Buy	Fully Paid Ordinary Shares	11,627	3904.03
1-Oct-13	Buy	Fully Paid Ordinary Shares	196,769	60,035.55
2-Oct-13	Buy	Fully Paid Ordinary Shares	466,583	149,358.56
3-Oct-13	Buy	Fully Paid Ordinary Shares	159,829	52,550.60
Total change since last notice		TOTAL:	1,111,645	347,051.86

Holder of relevant interest: GORDEL CAPITAL LIMITED				
Holdings as of July 18, 2014: 266,806				
Date of change	BUY/SELL	CLASS AND NUMBER OF SECURITIES		VALUE AUD
26-Apr-12	Buy	Fully Paid Ordinary Shares	95,319	43,822.05
26-Apr-12	Buy	Fully Paid Ordinary Shares	81,701	36,845.14
27-Apr-12	Buy	Fully Paid Ordinary Shares	1,424	608.53
30-Apr-12	Buy	Fully Paid Ordinary Shares	87,693	37,790.90
2-Aug-13	Buy	Fully Paid Ordinary Shares	669	190.78
Total change since last notice		TOTAL:	266,806	119,357.40

Holder of relevant interest: GOLDMAN SACHS PROFIT SHARING MASTER TRUST				
Holdings as of July 18, 2014: 179,581				
Date of change	BUY/SELL	CLASS AND NUMBER OF SECURITIES		VALUE AUD
26-Apr-12	Buy	Fully Paid Ordinary Shares	64,157	29,562.92
26-Apr-12	Buy	Fully Paid Ordinary Shares	54,993	24,800.50
27-Apr-12	Buy	Fully Paid Ordinary Shares	957	408.96
30-Apr-12	Buy	Fully Paid Ordinary Shares	59,023	25435.70
2-Aug-13	Buy	Fully Paid Ordinary Shares	451	128.60
Total change since last notice		TOTAL:	179,581	80,336.68

Signature:	
Name:	Joel M. Frank
Capacity:	Chief Financial Officer