

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme ROC OIL COMPANY LIMITED

ACN/ARSN 075 965 856

1. Details of substantial holder (1)

Name Morgan Stanley and its subsidiaries listed in Annexure A

ACN/ARSN (if applicable) Not Applicable

The holder became a substantial holder on Oct 10, 2014

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 (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary Shares	39,286,924	39,286,924	5.71%
			Based on 687,618,400 Ordinary Shares

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 (7)	Class and number of securities
Morgan Stanley & Co. International plc	Shares held or in respect of which the holder may exercise control over disposal in the ordinary course of sales and trading businesses. Right as lender to recall the shares under a securities lending arrangement.	26,758,494 Ordinary Shares
Morgan Stanley & Co. International plc	Shares held or in respect of which the holder may exercise control over disposal in the ordinary course of sales and trading businesses.	23,984 Ordinary Shares
Morgan Stanley Australia Securities Limited	Shares held or in respect of which the holder may exercise control over disposal in the ordinary course of sales and trading businesses.	12,424,446 Ordinary Shares
Morgan Stanley Wealth Management Australia Pty Ltd	Shares held or in respect of which the holder may exercise control over disposal in the ordinary course of investment management business.	80,000 Ordinary Shares
Each of the entities (as listed in Annexure A) in the Morgan Stanley group upstream of the above entities	Each of the above entities is a body corporate that each upstream entity controls and therefore has the relevant interests that the above entities collectively have.	39,286,924 Ordinary Shares (N.B.: Total of the above direct interest)

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 (8)	Class and number of securities
Morgan Stanley & Co. International plc	Unknown	Not Applicable	26,758,494 Ordinary Shares
Morgan Stanley & Co. International plc	HSBC Custody Nominees (Australia) Limited	Not Applicable	23,984 Ordinary Shares
Morgan Stanley Australia Securities Limited	Morgan Stanley Australia Securities (Nominee) Pty Limited	Not Applicable	12,424,446 Ordinary Shares
Morgan Stanley Wealth Management Australia Pty Ltd	Morgan Stanley Wealth Management Australia Pty discretionary client account	Not Applicable	80,000 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 (9)		Class and number
		Cash	Non-Cash	
Morgan Stanley Australia Securities Limited	6/10/2014	0.5602	Buy	255,281 Ordinary Shares
Morgan Stanley Australia Securities Limited	6/11/2014	0.5480	Buy	304,821 Ordinary Shares
Morgan Stanley Australia Securities Limited	6/12/2014	0.5477	Buy	61,246 Ordinary Shares
Morgan Stanley Australia Securities Limited	6/13/2014	0.5504	Buy	125,358 Ordinary Shares
Morgan Stanley Australia Securities Limited	6/16/2014	0.5464	Buy	91,358 Ordinary Shares
Morgan Stanley Australia Securities Limited	6/17/2014	0.5520	Buy	150,579 Ordinary Shares
Morgan Stanley Australia Securities Limited	6/18/2014	0.5526	Buy	79,904 Ordinary Shares
Morgan Stanley & Co. International plc	6/18/2014	N/A	Borrow	2,258 Ordinary Shares
Morgan Stanley Australia Securities Limited	6/19/2014	0.5612	Buy	197,591 Ordinary Shares
Morgan Stanley & Co. International plc	6/19/2014	N/A	Collateral Received	18,671 Ordinary Shares
Morgan Stanley Australia Securities Limited	6/20/2014	0.5570	Buy	204,870 Ordinary Shares
Morgan Stanley & Co. International plc	6/20/2014	0.5600	Buy	11,662 Ordinary Shares
Morgan Stanley Australia Securities Limited	6/23/2014	0.5523	Buy	66,548 Ordinary Shares
Morgan Stanley Australia Securities Limited	6/24/2014	0.5490	Buy	113,371 Ordinary Shares
Morgan Stanley Australia Securities Limited	6/25/2014	0.5787	Buy	449,651 Ordinary Shares
Morgan Stanley & Co. International plc	6/25/2014	N/A	Collateral Received	2,258 Ordinary Shares
Morgan Stanley Australia Securities Limited	6/26/2014	0.6066	Buy	147,712 Ordinary Shares
Morgan Stanley Australia Securities Limited	6/27/2014	0.6112	Buy	184,524 Ordinary Shares
Morgan Stanley Australia Securities Limited	6/30/2014	0.5958	Buy	207,035 Ordinary Shares
Morgan Stanley Australia Securities Limited	7/1/2014	0.5909	Buy	130,356 Ordinary Shares
Morgan Stanley Australia Securities Limited	7/2/2014	0.5788	Buy	82,552 Ordinary Shares
Morgan Stanley Australia Securities Limited	7/3/2014	0.5818	Buy	113,656 Ordinary Shares
Morgan Stanley & Co. International plc	7/3/2014	N/A	Borrow	18,671 Ordinary Shares
Morgan Stanley Australia Securities Limited	7/4/2014	0.5886	Buy	103,281 Ordinary Shares
Morgan Stanley Australia Securities Limited	7/7/2014	0.5895	Buy	146,667 Ordinary Shares
Morgan Stanley & Co. International plc	7/7/2014	0.5936	Buy	30,868 Ordinary Shares
Morgan Stanley Australia Securities Limited	7/8/2014	0.5889	Buy	62,561 Ordinary Shares
Morgan Stanley Australia Securities Limited	7/9/2014	0.5888	Buy	109,636 Ordinary Shares
Morgan Stanley Australia Securities Limited	7/10/2014	0.5830	Buy	110,559 Ordinary Shares
Morgan Stanley Australia Securities Limited	7/11/2014	0.5920	Buy	160,687 Ordinary Shares
Morgan Stanley Australia Securities Limited	7/14/2014	0.5772	Buy	20,064 Ordinary Shares
Morgan Stanley Australia Securities Limited	7/15/2014	0.5689	Buy	64,154 Ordinary Shares
Morgan Stanley Australia Securities Limited	7/16/2014	0.5602	Buy	73,982 Ordinary Shares
Morgan Stanley Australia Securities Limited	7/17/2014	0.5889	Buy	135,528 Ordinary Shares
Morgan Stanley Australia Securities Limited	7/18/2014	0.5778	Buy	38,773 Ordinary Shares
Morgan Stanley Australia Securities Limited	7/21/2014	0.5779	Buy	36,978 Ordinary Shares
Morgan Stanley Australia Securities Limited	7/22/2014	0.5889	Buy	17,251 Ordinary Shares

Morgan Stanley Australia Securities Limited	7/23/2014	0.5884	Buy	133,992 Ordinary Shares
Morgan Stanley Australia Securities Limited	7/24/2014	0.5875	Buy	99,724 Ordinary Shares
Morgan Stanley Australia Securities Limited	7/25/2014	0.5849	Buy	49,059 Ordinary Shares
Morgan Stanley Australia Securities Limited	7/28/2014	0.5828	Buy	87,663 Ordinary Shares
Morgan Stanley Australia Securities Limited	7/29/2014	0.5829	Buy	104,467 Ordinary Shares
Morgan Stanley Australia Securities Limited	7/30/2014	0.5955	Buy	117,022 Ordinary Shares
Morgan Stanley Australia Securities Limited	7/31/2014	0.6103	Buy	189,091 Ordinary Shares
Morgan Stanley Australia Securities Limited	8/1/2014	0.6290	Buy	259,242 Ordinary Shares
Morgan Stanley & Co. International plc	8/1/2014	0.6250	Buy	72,400 Ordinary Shares
Morgan Stanley Australia Securities Limited	8/4/2014	0.6715	Buy	768,191 Ordinary Shares
Morgan Stanley Australia Securities Limited	8/5/2014	0.6738	Buy	1,272,097 Ordinary Shares
Morgan Stanley Australia Securities Limited	8/6/2014	0.6751	Buy	704,294 Ordinary Shares
Morgan Stanley Australia Securities Limited	8/7/2014	0.6756	Buy	1,007,452 Ordinary Shares
Morgan Stanley & Co. International plc	8/7/2014	N/A	Collateral Received	1,425,270 Ordinary Shares
Morgan Stanley Australia Securities Limited	8/8/2014	0.6761	Buy	769,036 Ordinary Shares
Morgan Stanley & Co. International plc	8/8/2014	N/A	Collateral Received	1,556,663 Ordinary Shares
Morgan Stanley Australia Securities Limited	8/11/2014	0.6785	Buy	3,077,425 Ordinary Shares
Morgan Stanley Australia Securities Limited	8/12/2014	0.6771	Buy	258,129 Ordinary Shares
Morgan Stanley & Co. International plc	8/12/2014	N/A	Borrow	348,326 Ordinary Shares
Morgan Stanley Australia Securities Limited	8/13/2014	0.6758	Buy	22,141 Ordinary Shares
Morgan Stanley Australia Securities Limited	8/14/2014	0.6772	Buy	11,681,056 Ordinary Shares
Morgan Stanley Australia Securities Limited	8/15/2014	0.6775	Buy	1,544,834 Ordinary Shares
Morgan Stanley Australia Securities Limited	8/18/2014	0.6791	Buy	865,921 Ordinary Shares
Morgan Stanley Australia Securities Limited	8/19/2014	0.6800	Buy	736,576 Ordinary Shares
Morgan Stanley Australia Securities Limited	8/22/2014	0.6805	Buy	803,880 Ordinary Shares
Morgan Stanley & Co. International plc	8/22/2014	N/A	Collateral Received	350,884 Ordinary Shares
Morgan Stanley Australia Securities Limited	8/25/2014	0.6805	Buy	2,343,580 Ordinary Shares
Morgan Stanley Australia Securities Limited	8/26/2014	0.6807	Buy	35,977 Ordinary Shares
Morgan Stanley Australia Securities Limited	8/27/2014	0.6807	Buy	5,686 Ordinary Shares
Morgan Stanley Australia Securities Limited	8/29/2014	0.6850	Buy	19,677 Ordinary Shares
Morgan Stanley & Co. International plc	8/29/2014	0.6850	Buy	290,645 Ordinary Shares
Morgan Stanley Australia Securities Limited	9/2/2014	0.6900	Buy	598 Ordinary Shares
Morgan Stanley Australia Securities Limited	9/3/2014	0.6852	Buy	534,587 Ordinary Shares
Morgan Stanley Australia Securities Limited	9/4/2014	0.6892	Buy	1,820,159 Ordinary Shares
Morgan Stanley Australia Securities Limited	9/8/2014	0.6850	Buy	1,403,190 Ordinary Shares
Morgan Stanley & Co. International plc	9/11/2014	N/A	Borrow	858 Ordinary Shares
Morgan Stanley & Co. International plc	9/12/2014	N/A	Borrow	772 Ordinary Shares
Morgan Stanley Australia Securities Limited	9/15/2014	0.6860	Buy	1,189 Ordinary Shares
Morgan Stanley & Co. International plc	9/15/2014	N/A	Borrow	450 Ordinary Shares
Morgan Stanley & Co. International plc	9/16/2014	N/A	Borrow	541 Ordinary Shares
Morgan Stanley Australia Securities Limited	9/17/2014	0.6860	Buy	17,582 Ordinary Shares
Morgan Stanley Australia Securities Limited	9/18/2014	0.6860	Buy	12,803 Ordinary Shares
Morgan Stanley Australia Securities Limited	9/19/2014	0.6860	Buy	52,501 Ordinary Shares
Morgan Stanley & Co. International plc	9/19/2014	0.6851	Buy	72,745 Ordinary Shares
Morgan Stanley Australia Securities Limited	9/25/2014	0.6802	Buy	2,577,108 Ordinary Shares
Morgan Stanley & Co. International plc	9/26/2014	N/A	Collateral Received	1,120 Ordinary Shares
Morgan Stanley Australia Securities Limited	9/30/2014	0.6802	Buy	2,296,949 Ordinary Shares
Morgan Stanley Australia Securities Limited	10/9/2014	0.6807	Buy	3,672,658 Ordinary Shares
Morgan Stanley Australia Securities Limited	10/10/2014	0.6802	Buy	8,751,787 Ordinary Shares

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
Morgan Stanley & Co. International plc	Is a body corporate controlled by each upstream entity as listed in Annexure A
Morgan Stanley Australia Securities Limited	Is a body corporate controlled by each upstream entity as listed in Annexure A
Morgan Stanley Wealth Management Australia Pty Ltd	Is a body corporate controlled by each upstream entity as listed in Annexure A

7. Addresses

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

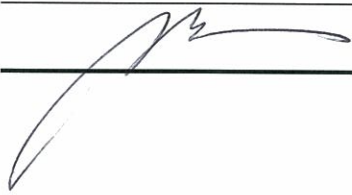
Name	Address
Morgan Stanley	1585 Broadway, New York 10036, USA
Morgan Stanley & Co. International plc	25 Cabot Square, Canary Wharf, London E14 4QA, United Kingdom
Morgan Stanley Australia Securities Limited	Level 39 Chifley Tower, 2 Chifley Square, Sydney, New South Wales 2000, Australia
Morgan Stanley Wealth Management Australia Pty Ltd	Level 39 Chifley Tower, 2 Chifley Square, Sydney, New South Wales 2000, Australia

Signature

print name Annie Gong

capacity Vice President

sign here



date Oct 14, 2014

Annexure A

List of Morgan Stanley and its subsidiaries that have a relevant interest or deemed to have a relevant interest in the shares or units stated in Section 3.

Name
└─ Morgan Stanley
├─ Morgan Stanley Capital Management, LLC
│ └─ Morgan Stanley Domestic Holdings, Inc.
│ └─ MORGAN STANLEY SMITH BARNEY HOLDINGS LLC
│ └─ Morgan Stanley Wealth Management Australia Pty Ltd
├─ Morgan Stanley International Holdings Inc.
│ └─ Morgan Stanley International Limited
│ └─ Morgan Stanley Group (Europe)
│ └─ Morgan Stanley UK Group
│ └─ Morgan Stanley Investments (UK)
│ └─ Morgan Stanley & Co. International plc
├─ Morgan Stanley International Incorporated
│ └─ Morgan Stanley (Australia) Securities Holdings Pty Limited
│ └─ Morgan Stanley Australia Securities Limited


Signature

print name Annie Gong

capacity Vice President

sign here

date Oct 14, 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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) Details of the consideration must include any and all benefits, moneys 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.

GUIDE

This guide does not form part of the prescribed form and is included by ASIC to assist you in completing and lodging form 603.

Signature

This form must be signed by either a director or a secretary of the substantial holder.

Lodging period

Nil

Lodging Fee

Nil

Other forms to be completed

Nil

Additional information

- (a) If additional space is required to complete a question, the information may be included on a separate piece of paper annexed to the form.
- (b) This notice must be given to a listed company, or the responsible entity for a listed managed investment scheme. A copy of this notice must also be given to each relevant securities exchange.
- (c) The person must give a copy of this notice:
 - (i) within 2 business days after they become aware of the information; or
 - (ii) by 9.30 am on the next trading day of the relevant securities exchange after they become aware of the information if:
 - (A) a takeover bid is made for voting shares in the company or voting interests in the scheme; and
 - (B) the person becomes aware of the information during the bid period.

Annexures

To make any annexure conform to the regulations, you must

- 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides
- 2 show the corporation name and ACN or ARBN
- 3 number the pages consecutively
- 4 print or type in BLOCK letters in dark blue or black ink so that the document is clearly legible when photocopied
- 5 identify the annexure with a mark such as A, B, C, etc
- 6 endorse the annexure with the words:
This is annexure (mark) of (number) pages referred to in form (form number and title)
- 7 sign and date the annexure.

The annexure must be signed by the same person(s) who signed the form.

Annexure B

This is Annexure B referred to in the Form 603: Notice of becoming a substantial holder issued by Morgan Stanley and its subsidiaries. The following is description of the securities lending agreements referenced in the accompanying Form 603.

Schedule	
Type of Agreement	Overseas Securities Lender's Agreement
Parties to agreement	Morgan Stanley & Co. International plc and CITIBANK NA
Transfer Date	20140930; 20141001; 20141002; 20141003; 20141006; 20141007; 20141008; 20141009; 20141010;
Holder of Voting Rights	Each Party undertakes that where it holds securities of the same description as any securities borrowed by it or transferred to it by way of collateral at a time when a right to vote arises in respect of such securities, it will use its best endeavours to arrange for the voting rights attached to such securities to be exercised in accordance with the instructions of the Lender or Borrower (as the case may be).
Are there any restrictions on voting rights?	Yes/No
If yes, detail	As stated above.
Scheduled Return Date (if any)	Open
Does the borrower have the right to return early?	Yes/No
If yes, detail	The Borrower is entitled at any time to terminate a particular loan of Securities and to redeliver all and any Equivalent Securities due and outstanding to the Lender in accordance with the Lender's instructions.
Does the lender have the right to recall early?	Yes/No
If yes, detail	The Lender may call for the redelivery of all or any Equivalent Securities at any time by giving notice on any Business Day of not less than the standard settlement time for such Equivalent Securities on the exchange or in the clearing organisation through which the relevant borrowed Securities were originally delivered. The Borrower shall redeliver such Equivalent Securities not later than the expiry of such notice in accordance with the Lender's instructions.
Will the securities be returned on settlement?	Yes/No
If yes, detail any exceptions	If an Event of Default occurs in relation to either Party, the Parties' delivery and payment obligations shall be accelerated so as to require performance thereof at the time such Event of Default occurs. In such event the Relevant Value of the Securities to be delivered by each Party shall be established in accordance with the Agreement and on the basis of the Relevant Values so established, the sums due from one Party shall be set-off against the sums due from the other and only the balance of the account shall be payable.

Schedule	
Type of Agreement	Overseas Securities Lender's Agreement
Parties to agreement	Morgan Stanley & Co. International plc and JPMORGAN CHASE BANK, NA
Transfer Date	20140930; 20141001; 20141002; 20141003; 20141006; 20141007; 20141008; 20141009; 20141010;
Holder of Voting Rights	Each Party undertakes that where it holds securities of the same description as any securities borrowed by it or transferred to it by way of collateral at a time when a right to vote arises in respect of such securities, it will use its best endeavours to arrange for the voting rights attached to such securities to be exercised in accordance with the instructions of the Lender or Borrower (as the case may be).
Are there any restrictions on voting rights?	Yes/No
If yes, detail	As stated above.
Scheduled Return Date (if any)	Open
Does the borrower have the right to return early?	Yes/No
If yes, detail	The Borrower is entitled at any time to terminate a particular loan of Securities and to redeliver all and any Equivalent Securities due and outstanding to the Lender in accordance with the Lender's instructions.
Does the lender have the right to recall early?	Yes/No
If yes, detail	The Lender may call for the redelivery of all or any Equivalent Securities at any time by giving notice on any Business Day of not less than the standard settlement time for such Equivalent Securities on the exchange or in the clearing organisation through which the relevant borrowed Securities were originally delivered. The Borrower shall redeliver such Equivalent Securities not later than the expiry of such notice in accordance with the Lender's instructions.
Will the securities be returned on settlement?	Yes/No
If yes, detail any exceptions	If an Event of Default occurs in relation to either Party, the Parties' delivery and payment obligations shall be accelerated so as to require performance thereof at the time such Event of Default occurs. In such event the Relevant Value of the Securities to be delivered by each Party shall be established in accordance with the Agreement and on the basis of the Relevant Values so established, the sums due from one Party shall be set-off against the sums due from the other and only the balance of the account shall be payable.

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The above schedules are based on the relevant standard agreements. The entity filing the report will, if requested by the company or responsible entity to whom the prescribed form must be given or ASIC, give a copy of the agreement to the company, responsible entity or ASIC.

Signature

print name Annie Gong

capacity Vice President

sign here



date Oct 14, 2014