#### **FORM 603**

Corporations Act 2001

Section 671B

#### Notice of initial substantial holder

#### To: Company Name/Scheme: PACIFIC ENERGY LIMITED

ACN/ARSN: 009 191 744

# 1. Details of substantial holder

Name: Commonwealth Bank of Australia ACN 123 123 124 (CBA) and its related bodies corporate listed in annexure A

The holder became a substantial holder on: 10/10/2016

#### 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 securiti		Person's votes	Voting power (%)	
Fully Paid ordinary shares 16,051,680		16,051,680	4.33	

For the Securities (if any) listed below see NOTE 1 at the end of this form

Class of securities Number of securities		Person's votes	Voting power (%)
Fully Paid ordinary shares 3,509,567		3,509,567 0.94	

Class of securities	Number of securities	Person's votes	Voting power (%)	
GRAND TOTAL Fully paid ordinary shares	19,561,247	19,561,247	5.28	

# 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 Investments Limited (Note 1) ACN 002 348 352	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 residual 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 a responsible entity of a managed investment scheme (which managed investment scheme is not managed by either Colonial First State Investments Limited or a related body corporate). 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 a residual accelerated relevant interest held in the same capacity. Colonial First State Investments Limited has authorised the manager of each such managed investment scheme to exercise the powers referred to in paragraph 608(1)(b) and/or 608(1)(c) of the Corporations Act 2001 (Cth) in relation to those securities managed by the manager to the exclusion of Colonial First State Investments Limited except for provisions allowing Colonial First State Investments Limited to terminate the agreement with the manager or to exercise those powers where the agreement is terminated. Nature of relevant interest derived from; ordinary shares 3,509,567	3,509,567 Fully paid ordinary shares
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. Nature of relevant interest derived from; ordinary shares 16,051,680	16,051,680 Fully paid ordinary shares
Colonial First State Investments Limited ACN 002 348 352	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 a responsible entity of a	19,561,247 Fully paid ordinary shares

	managed investment scheme (which managed investment scheme is managed by Colonial First Statement Investments Limited or a related body corporate). 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. Nature of relevant interest derived from; ordinary shares 19,561,247	
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# 4. Details of present registered holders

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Class and number of securities	
Colonial First State Investments Limited (Note 1) ACN 002 348 352	e 1) Citicorp Nominees Pty Limited (Australia)		3,259,382 Fully paid ordinary share:	
Colonial First State Investments Limited (Note 1) ACN 002 348 352	Citibank N A Hong Kong		250,185 Fully paid ordinary share	
Colonial First State Asset Management (Australia) Limited ACN 114 194 311 Citicorp Nominees Pty Lim (Australia)			16,051,680 Fully paid ordinary share	

The persons registered as holders of the securities referred to in paragraph 3 above are as follows

# 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-Cash	Consideration-Non- Cash	Class and number of securities
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	An indirect wholly-owned subsidiary, and therefore related body corporate, of Commonwealth Bank of Australia
Colonial First State Investments Limited ACN 002 348 352	An indirect wholly-owned subsidiary, and therefore related body corporate, of Commonwealth Bank of Australia

# 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
Colonial First State Investments Limited ACN 002 348 352	Ground Floor Tower 1, 201 Sussex Street, Sydney, NSW, 2000, Australia

#### 8. Signature

NOTE 1--(This note is relevant to section 2,3,4 and 5)

The relevant interests in these securities:

- a) are/were held by Colonial First State Investments Limited (CFS) as responsible entity of the specified registered managed investment schemes and relate(d) to holdings in connection with the Colonial First State First Choice product range. Decisions to buy/sell those securities and exercise voting rights in relation to those securities are made by managers to whom CFS has outsourced those functions. By instrument dated 29 October 2001 the Australian Securities and Investments Commission ("ASIC") has granted certain relief to CFS and its related bodies corporate for these holdings from the applicable provisions of Chapter 6 of the Corporations Act in relation to the acquisition of or increase in voting power of such securities (the Manager Relief). These managers are not associates of, other than by virtue of an agreement in accordance with the terms of the Manager Relief, the Commonwealth Bank of Australia group; or
- b) are/were held by or for the benefit of specified index funds where the funds have an objective of maintaining a portfolio tracking error less than 0.5% per annum. ASIC has granted certain relief to CFS and its related bodies corporate for these holdings from the applicable provisions of Chapter 6 of the Corporations Act in relation to the acquisition of or increase in voting power of such securities.

Dated the 12 day of October 2016

Carla Collingwood-Company Secretary

#### Annexure A

This is annexure A referred to in Form 603, Notice of initial substantial holder dated 10/10/2016

Carla Collingwood

Company Secretary

Dated the 12 October 2016

#### SCHEDULE

AEGIS CORRECTIONAL PARTNERSHIP PTY LTD AEGIS LIMITED AHL HOLDINGS PTY LIMITED ALTONA V6 PTY LIMITED ASB BANK LIMITED ASB CAPITAL LIMITED (NZX-ASBPA) ASB CAPITAL NO.2 LIMITED (NZX-ASBPB) ASB FINANCE LIMITED ASB FUNDING LIMITED ASB GROUP (LIFE) LIMITED ASB GROUP INVESTMENTS LIMITED ASB HOLDINGS LIMITED ASB MANAGEMENT SERVICES LIMITED ASB NOMINEES LIMITED ASB SECURITIES LIMITED ASKLEPIOS LIMITED ASPIRE SCHOOLS FINANCING (QLD) PTY LIMITED ASPIRE SCHOOLS HOLDINGS (QLD) PTY LIMITED AUSIEX NOMINEES PTY LIMITED AUSTRALIAN INVESTMENT EXCHANGE LIMITED AVANTEOS INVESTMENTS LIMITED AVANTEOS PTY LTD BANK OF HANGZHOU CO. LTD BANKWEST FOUNDATION LIMITED BDELTA VESSEL NO 1 PTY LTD **BDELTA VESSEL NO 2 PTY LTD** BDELTA VESSEL NO 3 PTY LTD **BDELTA VESSEL NO 4 PTY LTD** BOCOMMLIFE INSURANCE COMPANY LIMITED BOND INVESTMENTS NO 1 LIMITED BOND INVESTMENTS UK LIMITED BW FINANCIAL ADVICE LIMITED BW SECURITISATION MANAGEMENT PTY LTD BWA GROUP SERVICES PTY LTD **BWA INTELLECTUAL PROPERTY HOLDINGS** LIMITED CAPITAL 121 PTY LIMITED CARDS NZ LIMITED CBA (EUROPE) FINANCE LTD (IN LIQUIDATION) CBA A319 4624 PTY LIMITED CBA A319 4635 PTY LIMITED CBA A320 4077 PTY LTD CBA A320 4948 PTY LIMITED CBA A320 5156 PTY LIMITED CBA A320 5249 PTY LTD CBA A320 5289 PTY LTD CBA A320 5638 PTY LTD

CBA A320 6749 PTY LIMITED CBA A320 AIRCRAFT NO1 PTY LTD CBA A330 1427 Pty Ltd CBA A330 1453 PTY LIMITED CBA AIR A320 2714 PTY LIMITED CBA AIR PTY LTD CBA ASSET FINANCE (NZ) LIMITED CBA ASSET HOLDINGS (NZ) LIMITED CBA B377 37091 PTY LTD CBA B738 39822 PTY LIMITED CBA B773 60333 PTY LIMITED CBA CAPITAL AUSTRALIA PTY LIMITED CBA CAPITAL HOLDINGS INC. CBA CAPITAL TRUST I CBA CAPITAL TRUST II CBA CORPORATE SERVICES (NSW) PTY LIMITED CBA CORPORATE SERVICES (VIC) PTY LIMITED CBA EUROPE LIMITED CBA FUNDING (NZ) LIMITED CBA FUNDING HOLDINGS PTY LTD **CBA FUNDING TRUST I** CBA INTERNATIONAL FINANCE PTY. LIMITED CBA INTERNATIONAL FINANCIAL SERVICES LIMITED (formerly known as COMMBANK MANAGEMENT CONSULTING (ASIA) COMPANY LIMITED) CBA INVESTMENTS (NO.4) LIMITED CBA IT CO PTY LIMITED (PENDING DEREGISTRATION 16/8/16) CBA MARKETS LIMITED CBA MTE RAIL COMPANY PTY LIMITED CBA NZ HOLDING LIMITED CBA RAIL & TRAM COMPANY PTY LIMITED CBA ROLLING STOCK COMPANY NO.1 PTY LIMITED CBA SA HOLDINGS PROPRIETARY LIMITED CBA SERVICES SINGAPORE PTE LTD CBA SPECIALISED FINANCING PTY LIMITED CBA STAFF COMMUNITY FUND LIMITED CBA USD FUNDING LIMITED CBA USD INVESTMENTS PTY LIMITED CBFC LEASING PTY. LIMITED CBFC LIMITED CFS Newham Limited CFSPAI EUROPE CO LIMITED (formerly known as CFSPAI MALTA CO LIMITED) CFSPAI EUROPE HOLDCO LIMITED (formerly known

as CFSPAI MALTA HOLDCO LIMITED) CHRISTMAS BREAK PTY LTD CHULLORA EQUITY INVESTMENT (NO 1) PTY LIMITED CHULLORA EQUITY INVESTMENT (NO 2) PTY LIMITED CHULLORA EQUITY INVESTMENT (NO 3) PTY LIMITED CIPL ARARAT PTY LTD CIPL SA SCHOOLS PTY LTD CISL (NO.1) PTY LIMITED CM-SOMERTON PTY. LTD. CMG ASIA LIFE HOLDINGS LIMITED CMG ASIA PTY LTD COLLATERAL LEASING PTY LTD Colonial (UK) Trustees Limited COLONIAL FIRST STATE ASSET MANAGEMENT (AUSTRALIA) LIMITED COLONIAL FIRST STATE GROUP LIMITED COLONIAL FIRST STATE INFRASTRUCTURE HOLDINGS LIMITED COLONIAL FIRST STATE INFRASTRUCTURE MANAGERS (AUSTRALIA) PTY LTD Colonial First State Investment Managers (UK) Limited COLONIAL FIRST STATE INVESTMENTS LIMITED COLONIAL FIRST STATE MANAGED INFRASTRUCTURE LIMITED COLONIAL HOLDING COMPANY LIMITED COLONIAL MUTUAL SUPERANNUATION PTY. LTD. COLONIAL SERVICES PTY LIMITED COMMBANK EUROPE LIMITED COMMBANK MANAGEMENT CONSULTING (SHANGHAI) COMPANY LIMITED COMMFOUNDATION PTY LIMITED COMMONWEALTH AUSTRALIA SECURITIES LLC COMMONWEALTH BANK OF AUSTRALIA COMMONWEALTH BANK OF AUSTRALIA (CHENG'AN) COUNTY BANK CO. LTD. COMMONWEALTH BANK OF AUSTRALIA (CIXIAN) COUNTY BANK CO. LTD COMMONWEALTH BANK OF AUSTRALIA (DENGFENG) COUNTY BANK CO. LTD COMMONWEALTH BANK OF AUSTRALIA (HANDANXIAN) COUNTY BANK CO. LTD. COMMONWEALTH BANK OF AUSTRALIA (JIYUAN) COUNTY BANK CO. LTD COMMONWEALTH BANK OF AUSTRALIA (LANKAO) COUNTY BANK CO. LTD COMMONWEALTH BANK OF AUSTRALIA (LUANCHENG) COUNTY BANK CO. LTD COMMONWEALTH BANK OF AUSTRALIA (MIANCHI) COUNTY BANK CO. LTD COMMONWEALTH BANK OF AUSTRALIA (SHEXIAN) COUNTY BANK CO. LTD COMMONWEALTH BANK OF AUSTRALIA (UK) STAFF BENEFITS SCHEME TRUSTEE COMPANY LIMITED COMMONWEALTH BANK OF AUSTRALIA (WEIXIAN) COUNTY BANK CO. LTD. COMMONWEALTH BANK OF AUSTRALIA (WENXIAN) COUNTY BANK CO. LTD

COMMONWEALTH BANK OF AUSTRALIA (XINJI) COUNTY BANK CO. LTD COMMONWEALTH BANK OF AUSTRALIA (YICHUAN) COUNTY BANK CO. LTD COMMONWEALTH BANK OF AUSTRALIA (YONGCHENG) COUNTY BANK CO. LTD COMMONWEALTH BANK OF AUSTRALIA (YONGNIAN) COUNTY BANK CO. LTD COMMONWEALTH BANK OFFICERS SUPERANNUATION CORPORATION PTY LIMITED Commonwealth Custodial Services Pty Ltd COMMONWEALTH DEVELOPMENT BANK OF AUSTRALIA PTY LIMITED COMMONWEALTH FINANCIAL PLANNING LIMITED COMMONWEALTH INSURANCE HOLDINGS LIMITED COMMONWEALTH INSURANCE LIMITED COMMONWEALTH INVESTMENTS PTY LIMITED COMMONWEALTH PRIVATE LIMITED COMMONWEALTH SECURITIES LIMITED COMMWEALTH INTERNATIONAL HOLDINGS PTY LIMITED COMSEC NOMINEES PTY LIMITED CORE EQUITY SERVICES NOMINEES PTY LIMITED COUNT FINANCIAL LIMITED CRYSTAL AVENUE PTY LIMITED CTB AUSTRALIA LIMITED ELLAS CONTAINER SHIP COMPANY 1 PTY LIMITED ELLAS CONTAINER SHIP COMPANY 2 PTY LIMITED EMERALD HOLDING COMPANY PTY LIMITED EQUIGROUP HOLDINGS PTY LIMITED FINANCIAL WISDOM LIMITED FINCONNECT (AUSTRALIA) PTY LTD FIRST STATE CINDA FUND MANAGEMENT COMPANY LIMITED First State European Diversified Infrastructure Sarl First State Funds Plc First State Global Umbrella Fund Public Limited Company FIRST STATE INFRASTRUCTURE MANAGERS (INTERNATIONAL) LIMITED First State Investment Management (UK) Limited FIRST STATE INVESTMENT MANAGERS (ASIA) LIMITED First State Investment Services (UK) Limited FIRST STATE INVESTMENTS (HONG KONG) LIMITED FIRST STATE INVESTMENTS (JAPAN) LIMITED FIRST STATE INVESTMENTS (NZ) LIMITED FIRST STATE INVESTMENTS (SINGAPORE) First State Investments (UK Holdings) Limited First State Investments (UK) Limited FIRST STATE INVESTMENTS (US) LLC First State Investments Fund Management Sarl First State Investments GIP Management Sarl FIRST STATE INVESTMENTS HOLDINGS (SINGAPORE) LIMITED First State Investments ICVC First State Investments International Inc. First State Investments International Limited FIRST STATE NOMINEES (HONG KONG) LIMITED FSIB LTD (formerly known as FIRST STATE

INVESTMENTS (BERMUDA) LIMITED) FSIC Limited (formerly known as First State Investments (Cayman) Limited) GT USD FUNDING PTY LIMITED HAZELWOOD INVESTMENT COMPANY PTY LIMITED HOMEPATH PTY LIMITED INVERLOCH LEASING PTY LIMITED INVESTMENT CUSTODIAL SERVICES LIMITED INVESTORWEB.COM. PTY LIMITED IWL BROKING SOLUTIONS PTY LIMITED IWL PTY LIMITED JACQUES MARTIN ADMINISTRATION AND CONSULTING PTY LTD JACQUES MARTIN PTY. LTD. LOFT NO 1 PTY LIMITED LOFT NO 2 PTY LIMITED LOFT NO.3 PTY LIMITED MIS FUNDING NO.1 PTY LIMITED MORTGAGE HOLDING TRUST COMPANY LIMITED MTE DEBT VEHICLE PTY LTD MTE LESSOR 1 PTY LTD MTE LESSOR 2 PTY LTD MTE LESSOR 3 PTY LTD MTE LESSOR 4 PTY LTD MTE LESSOR 5 PTY LTD MTE NOMINEE PARTNER PTY LTD NETSHARE NOMINEES PTY LTD NEWPORT LIMITED NEWSHELF 1314 (PTY) LTD NEWSHELF 1315 (PTY) LTD NIMITZ NOMINEES PTY LIMITED **ORE & OVERBURDEN PTY LIMITED** PREFERRED CAPITAL PTY LIMITED PREMIUM ALTERNATIVE INVESTMENTS PTY LIMITED PREMIUM CUSTODY SERVICES PTY LTD PREMIUM PLANTATIONS PTY LIMITED PREMIUM PLANTATIONS SERVICES PTY LTD PT BANK COMMONWEALTH PT COMMONWEALTH LIFE PT FIRST STATE INVESTMENTS INDONESIA QILU BANK CO. LTD. REALINDEX INVESTMENTS PTY LIMITED RELIANCE ACHIEVER PTY LIMITED RESIDENTIAL MORTGAGE GROUP PTY I TD ROCK & RUBBLE (DEBT VEHICLE) PTY LIMITED ROCK & RUBBLE (EXISTING) PTY LIMITED ROCK & RUBBLE (NEW) PTY LIMITED SAF MINING NO.2 PTY LIMITED SAF Mining No1 Pty Limited SAFE NO1 PTY LTD SAFE NO19 PTY LIMITED SAFE NO2 PTY LTD SAFE NO20 PTY LIMITED SAFE NO3 PTY I TD SAFE NO4 PTY LIMITED SAFE NO9 PTY LIMITED SAFE USD HOLDINGS PTY LTD

SBN NOMINEES PTY. LIMITED SECURITISATION ADVISORY SERVICES PTY. LIMITED SECURITISATION MANAGEMENT SERVICES LIMITED SECURITY HOLDING INVESTMENT ENTITY LINKING DEALS LIMITED SENBARY PTY LIMITED SHARE DIRECT NOMINEES PTY LIMITED SHARE INVESTMENTS PTY LIMITED SI Holdings Limited SIF RAILWAY NO.1 PTY LIMITED (IN LIQUIDATION) SIF RAILWAY NO.2 PTY LIMITED (IN LIQUIDATION) SOVEREIGN ASSURANCE COMPANY LIMITED SOVEREIGN SERVICES LIMITED SOVEREIGN SUPERANNUATION FUNDS LIMITED SOVEREIGN SUPERANNUATION TRUSTEES LIMITED ST ANDREW'S AUSTRALIA PTY LTD STATE NOMINEES LTD SWAN SECURITISATION FINANCE PTY LIMITED (IN LIQUIDATION) SWAN SECURITISATION INVESTMENTS PTY LTD (IN LIQUIDATION) T.W. CUSTODIANS LIMITED TANKSTREAM RAIL (BY - 1) PTY LIMITED TANKSTREAM RAIL (BY - 2) PTY LIMITED TANKSTREAM RAIL (BY - 3) PTY LIMITED TANKSTREAM RAIL (BY - 4) PTY LIMITED TANKSTREAM RAIL (SW - 1) PTY LIMITED TANKSTREAM RAIL (SW - 2) PTY LIMITED TANKSTREAM RAIL (SW - 3) PTY LIMITED TANKSTREAM RAIL (SW - 4) PTY LIMITED TANKSTREAM RAIL (VICTORIA) PTY LIMITED THE COLONIAL MUTUAL LIFE ASSURANCE SOCIETY LIMITED TOTAL KEEN INVESTMENT LIMITED TYME CAPITAL PROPRIETARY LIMITED TYME INFIELD PROPRIETARY LIMITED (formerly know as EDGE FIELD MARKETING PROPRIETARY LTD) TYME INTELLECTUAL PROPERTIES PROPRIETARY LIMITED TYME INVESTMENTS PROPRIETARY LIMITED TYME TECHNICAL SOLUTIONS PROPRIETARY LIMITED VATOSCAN PROPRIETARY LIMITED VH-VZF PTY LTD VH-VZG PTY LTD VH-VZH PTY LTD VIETNAM INTERNATIONAL BANK (VIETNAM INTERNATIONAL COMMERCIAL JOINT STOCK BANK) VIPRO PTY LIMITED WESTSIDE PROPERTIES LIMITED

# Annexure B

This is annexure B referred to in Form 603, Notice of initial substantial holder dated 10/10/2016

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Carla Collingwood

Company Secretary

Dated the 12 October 2016

Colonial First State Investments Limited (Note 1) ACN 002 348 352

Holder of relevant interest	Date of acquisition	Consideration Cash	Consideration Non- Cash	Class and number of securities
Colonial First State Investments Limited (Note 1) ACN 002 348 352	Wednesday, 22 June 2016	9,604.92		20,436 Ordinary shares
Colonial First State Investments Limited (Note 1) ACN 002 348 352	Thursday, 23 June 2016	110.45		235 Ordinary shares
Colonial First State Investments Limited (Note 1) ACN 002 348 352	Friday, 24 June 2016	130.19		277 Ordinary shares
Colonial First State Investments Limited (Note 1) ACN 002 348 352	Monday, 10 October 2016	658,654.42		1,125,905 Ordinary shares
Colonial First State Investments Limited (Note 1) ACN 002 348 352	Monday, 10 October 2016	116,494.56		199,136 Ordinary shares
Colonial First State Investments Limited (Note 1) ACN 002 348 352	Monday, 10 October 2016	175,500.00		300,000 Ordinary shares