



QUEENSLAND GAS COMPANY LIMITED

30 Herschel Street, Brisbane QLD 4000

GPO Box 3107, Brisbane QLD 4001

Tel: (61) 7 3020 9000 Fax: (61) 7 3012 8411

Website: www.qgc.com.au

Email: qgc@qgc.com.au

8 December 2008

Company Announcement Officer
Australian Securities Exchange
Exchange Centre
20 Bridge Street
SYDNEY NSW 2008

To whom it may concern

COMPULSORY ACQUISITION OF SHARES IN SUNSHINE GAS LIMITED

Queensland Gas Company Limited (QGC) compulsorily acquired all outstanding shares in Sunshine Gas Limited (**Sunshine**) on 5 December 2008.

As a result, QGC now holds 100 per cent of the issued capital of Sunshine. A notice of change of interests of substantial holder (Form 604) is attached.

Yours faithfully

Mark Anning
Company Secretary

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Sunshine Gas Limited ('SHG')

ACN/ARSN 098 563 663

1. Details of substantial holder (1)

Name Queensland Gas Company Ltd ('QGC') and the bodies corporate listed in Annexure A ('QGC Group')

ACN/ARSN (if applicable) 089 642 553

There was a change in the interests of the substantial holder on 5/12/2008
The previous notice was given to the company on 10/11/2008
The previous notice was dated 10/11/2008

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	304,946,525	98.31%	310,185,176	100%

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
5/12/2008	QGC	Compulsory acquisition of ordinary shares in Sunshine Gas Limited not already held by QGC.	<ul style="list-style-type: none"> 5 QGC shares for every 8 SHG shares; or \$1.65 in cash per SHG share and 2 QGC shares for every 7 SHG shares, subject to the terms of the Offers. 	5,298,817	5,298,817

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
QGC	QGC	QGC	Relevant interest under section 608(1)(a) Corporations Act	310,185,176	310,185,176
QGC Group	QGC	QGC	Each entity in the QGC Group is a related body corporate of QGC.	310,185,176	310,185,176

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
Not applicable	Not applicable

6. Addresses

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

Name	Address
QGC	Level 5, 30 Herschel Street, BRISBANE, QLD 4000
QGC Group	Level 5, 30 Herschel Street, BRISBANE, QLD 4000

Signature

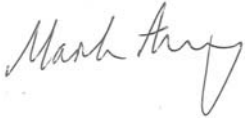
print name	Mark Anning	capacity	Company secretary
sign here		date	8/12/2008

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 on 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

This is annexure A of 1 page referred to in Form 604 Notice of change of interests of substantial holder signed by me and dated 8/12/2008



8/12/2008

Mark Anning

Company Secretary

Queensland Gas Company Limited

QGC Group

QGC (Berwyndale South) Pty Ltd

QGC (Infrastructure) Pty Ltd

QGC Sales Pty Ltd

Starzap Pty Ltd

SGA (Queensland) Pty Limited

SGAI Pty Limited

Gas Resources Limited

NUN Pty Ltd

Queensland Petroleum Company Ltd

QGC IPT Pty Ltd

Roma Petroleum NL