

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Nexus Energy Limited ("NXS")

ACN/ARSN ACN 058 818 278

1. Details of substantial holder (1)

Name Roc Oil Company Limited ("ROC")
This notice is also given on behalf of each subsidiary of ROC (which, as at the date of this notice, are listed in **Annexure "A"**)

ACN/ARSN (if applicable) ACN 075 965 856

There was a change in interests of the substantial holder on 03/02/09

The previous notice was given to the company on 07/10/08

The previous notice was dated 07/10/08

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)	Persons' Votes	Voting Power (5)
Ordinary shares	65,701,223	10.27%	56,096,098	8.69%

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	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
06/01/09	ROC	Sell	\$308,528.44	551,436 ordinary shares	551,436
08/01/09	ROC	Sell	\$95,000.00	200,000 ordinary shares	200,000
19/01/09	ROC	Sell	\$21,500.00	50,000 ordinary shares	50,000
21/01/09	ROC	Sell	\$80,000.00	200,000 ordinary shares	200,000
28/01/09	ROC	Sell	\$206,650.00	500,000 ordinary shares	500,000
29/01/09	ROC	Sell	\$288,730.00	650,000 ordinary shares	650,000
30/01/09	ROC	Sell	\$1,677,686.77	3,322,810 ordinary shares	3,322,810
02/02/09	ROC	Sell	\$498,791.04	966,462 ordinary shares	966,462
03/02/09	ROC	Sell	\$775,587.83	1,620,196 ordinary shares	1,620,196
04/02/09	ROC	Sell	\$746,167.59	1,544,221 Ordinary shares	1,544,221

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 affected	Person's votes
ROC	ROC	ROC	Power to control the exercise of right to use and dispose of the securities	56,096,098	56,096,098

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	N/A

6. Addresses

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

Name	Address
ROC	Level 14, 1 Market Street, Sydney NSW 2000
Subsidiaries of ROC (being associates of ROC)	As per Annexure "A"

Signature

print name Sheree Ford capacity Company Secretary

sign here



date 05/02/09

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 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.
- (7) 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.
- (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.

This is Annexure "A" of 2 pages referred to in the Form 604 signed by me and dated 3 February 2009.

5 February 2009

Date

Sheree Ford, Company Secretary, Roc Oil Company Limited

Subsidiaries of Roc Oil Company Limited

Name	Address	ACN	Nature of Association
Roc Oil (Gobi) Pty Limited	Level 14 1 Market Street Sydney NSW 2000	080 938 914	Controlled by Roc Oil Company Limited
Roc Oil (WA) Pty Limited	Level 14 1 Market Street Sydney NSW 2000	083 143 382	Controlled by Roc Oil Company Limited
Roc Oil (China) Pty Limited	Level 14 1 Market Street Sydney NSW 2000	088 838 742	Controlled by Roc Oil Company Limited
Roc Oil (Madagascar) Pty Limited	Level 14 1 Market Street Sydney NSW 2000	096 392 380	Controlled by Roc Oil Company Limited
Roc Oil Australia Holdings Pty Limited	Level 14 1 Market Street Sydney NSW 2000	089 999 815	Controlled by Roc Oil Company Limited
Roc Oil International Holdings Pty Limited	Level 14 1 Market Street Sydney NSW 2000	089 999 842	Controlled by Roc Oil Company Limited
Elixir Corporation Pty Limited	Level 14 1 Market Street Sydney NSW 2000	074 885 493	Controlled by Roc Oil Company Limited
Roc Oil (Finance) Pty Limited	Level 14 1 Market Street Sydney NSW 2000	109 435 592	Controlled by Roc Oil Company Limited
Anzon Australia Pty Limited	Level 14 1 Market Street Sydney NSW 2000	107 406 771	Controlled by Roc Oil Company Limited
Anzon Energy Pty Limited	Level 14 1 Market Street Sydney NSW 2000	097 972 364	Controlled by Roc Oil Company Limited
Roc Oil (Exploration No. 1) Pty Limited	Level 14 1 Market Street Sydney NSW 2000	116 962 291	Controlled by Roc Oil Company Limited
Roc Oil Holdings (Cayman Islands) Company	Close Brothers Harbour Place, 4 th Floor, 103 South Church Street, Grand Cayman Cayman Islands BWI	N/A	Controlled by Roc Oil Company Limited
Roc Oil (Bohai) Company	Close Brothers Harbour Place, 4 th Floor, 103 South Church Street, Grand Cayman Cayman Islands BWI	N/A	Controlled by Roc Oil Company Limited
Roc Oil (China) Company	Close Brothers Harbour Place, 4 th Floor, 103 South Church Street, Grand Cayman Cayman Islands BWI	N/A	Controlled by Roc Oil Company Limited
Roc Oil (Cabinda) Company	Close Brothers Harbour Place, 4 th Floor, 103 South Church Street, Grand Cayman Cayman Islands BWI	N/A	Controlled by Roc Oil Company Limited
Roc Oil (Mauritania) Company	Close Brothers Harbour Place, 4 th Floor, 103 South Church Street, Grand Cayman Cayman Islands BWI	N/A	Controlled by Roc Oil Company Limited

Name	Address	ACN	Nature of Association
Roc Oil (Casamance) Company	Close Brothers Harbour Place, 4 th Floor, 103 South Church Street, Grand Cayman Cayman Islands BWI	N/A	Controlled by Roc Oil Company Limited
Roc Oil (Equatorial Guinea) Company	Close Brothers Harbour Place, 4 th Floor, 103 South Church Street, Grand Cayman Cayman Islands BWI	N/A	Controlled by Roc Oil Company Limited
Roc Oil (Angola) Company	Close Brothers Harbour Place, 4 th Floor, 103 South Church Street, Grand Cayman Cayman Islands BWI	N/A	Controlled by Roc Oil Company Limited
Lacula Oil Company	Close Brothers Harbour Place, 4 th Floor, 103 South Church Street, Grand Cayman Cayman Islands BWI	N/A	Controlled by Roc Oil Company Limited
Roc Oil (Maboque) Company	Close Brothers Harbour Place, 4 th Floor, 103 South Church Street, Grand Cayman Cayman Islands BWI	N/A	Controlled by Roc Oil Company Limited
Roc Oil (Falklands) Limited	Nicholsons Newland House, The Point, Weaver Road, Lincoln LN6 3QN	N/A	Controlled by Roc Oil Company Limited
Roc Oil (Europe) Limited	Nicholsons Newland House, The Point, Weaver Road, Lincoln LN6 3QN	N/A	Controlled by Roc Oil Company Limited
Roc Oil (GB Holdings) Limited	Nicholsons Newland House, The Point, Weaver Road, Lincoln LN6 3QN	N/A	Controlled by Roc Oil Company Limited
Roc Oil (GB) Limited	Nicholsons Newland House, The Point, Weaver Road, Lincoln LN6 3QN	N/A	Controlled by Roc Oil Company Limited
Roc Oil (Chinguetti) BV	Forum BV, Amsteldijk 166, 6 th Floor 1079 LH Amsterdam The Netherlands	N/A	Controlled by Roc Oil Company Limited
China Oil Shale Development Company	Baker Hughes 14 th Floor, Hutchison House, 10 Harcourt Road Hong Kong	N/A	Controlled by Roc Oil Company Limited
Anzon Investments Limited	3 rd Floor, Harbour Front Building, President John Kennedy Street Port Louis Republic of Mauritius	N/A	Controlled by Roc Oil Company Limited
Hercules Resources Limited	Suite 701, 7/F 6-8 Pottinger Street Central, Hong Kong	N/A	Controlled by Roc Oil Company Limited
Anzon Energy Mauritius	5 Duke of Edinburgh Ave Port Louis Republic of Mauritius	N/A	Controlled by Roc Oil Company Limited
Anzon Africa Limited	3 rd Floor, Harbour Front Building, President John Kennedy Street Port Louis Republic of Mauritius	N/A	Controlled by Roc Oil Company Limited
PT Anzon Energy Indonesia	Menara Kadin Indonesia, 12th Fl., Unit F, Jl. H.R. Rasuna Said Blok X-5 Kav. 2-3, Jakarta Selatan Indonesia	N/A	Controlled by Roc Oil Company Limited

Roc Oil (New Zealand) Limited	Level 7, Pricewaterhouse Coopers Centre, 119 Armagh Street, PO Box 2510, Christchurch New Zealand	N/A	Controlled by Roc Oil Company Limited
Anzon Energy Nigeria Limited	Plot 740 AMinu Kano Crescent Wuse II, Abuja, Nigeria	N/A	Controlled by Roc Oil Company Limited