

Form 605
Corporations Act 2001
Section 671B

Notice of ceasing to be a 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 ceased to be a substantial holder on Nov 27, 2014
The previous notice was given to the company on Oct 20, 2014
The previous notice was dated Oct 16, 2014

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of Securities affected	Person's votes affected
10/17/2014	Morgan Stanley Australia Securities Limited	Buy	0.6877	451,404 Ordinary Shares	451,404
10/17/2014	Morgan Stanley Australia Securities Limited	Sell	0.6750	-530 Ordinary Shares	-530
10/17/2014	Morgan Stanley Australia Securities Limited	Borrow	N/A	1,200,000 Ordinary Shares	1,200,000
10/20/2014	Morgan Stanley Australia Securities Limited	Buy	0.6899	23,730 Ordinary Shares	23,730
10/21/2014	Morgan Stanley Australia Securities Limited	Buy	0.6900	17,614 Ordinary Shares	17,614
10/21/2014	Morgan Stanley Wealth Management Australia Pty Ltd	Transfer In	N/A	10,000 Ordinary Shares	10,000
10/22/2014	Morgan Stanley Australia Securities Limited	Buy	0.6900	6,485 Ordinary Shares	6,485
10/24/2014	Morgan Stanley Australia Securities Limited	Buy	0.6895	17,089 Ordinary Shares	17,089
10/24/2014	Morgan Stanley & Co. LLC	Borrow Returned	N/A	-226,460 Ordinary Shares	-226,460
10/27/2014	Morgan Stanley Australia Securities Limited	Buy	0.6900	40,492 Ordinary Shares	40,492
10/27/2014	Morgan Stanley & Co. LLC	Borrow Returned	N/A	-385,204 Ordinary Shares	-385,204
10/27/2014	Morgan Stanley Australia Securities Limited	Borrow Returned	N/A	-211,664 Ordinary Shares	-211,664
10/28/2014	Morgan Stanley Australia Securities Limited	Buy	0.6900	5,756 Ordinary Shares	5,756
10/28/2014	Morgan Stanley & Co. LLC	Borrow Returned	N/A	-388,336 Ordinary Shares	-388,336
10/28/2014	Morgan Stanley Australia Securities Limited	Borrow Returned	N/A	-263,559 Ordinary Shares	-263,559
10/29/2014	Morgan Stanley Australia Securities Limited	Sell	0.6871	-18,255 Ordinary Shares	-18,255
10/30/2014	Morgan Stanley Australia Securities Limited	Buy	0.6900	5,740 Ordinary Shares	5,740
10/30/2014	Morgan Stanley & Co. LLC	Borrow Returned	N/A	-22,469 Ordinary Shares	-22,469
10/30/2014	Morgan Stanley Australia Securities Limited	Borrow Returned	N/A	-197,246 Ordinary Shares	-197,246
10/31/2014	Morgan Stanley Australia Securities Limited	Buy	0.6850	2,636 Ordinary Shares	2,636
10/31/2014	Morgan Stanley Australia Securities Limited	Borrow Returned	N/A	-527,531 Ordinary Shares	-527,531
11/3/2014	Morgan Stanley Australia Securities Limited	Buy	0.6900	7,331 Ordinary Shares	7,331
11/3/2014	Morgan Stanley Australia Securities Limited	Sell	0.6850	-1,170 Ordinary Shares	-1,170
11/4/2014	Morgan Stanley Australia Securities Limited	Buy	0.6891	107,446 Ordinary Shares	107,446
11/4/2014	Morgan Stanley & Co. International plc	Buy	0.6900	532 Ordinary Shares	532
11/6/2014	Morgan Stanley Australia Securities Limited	Buy	0.6850	2,737 Ordinary Shares	2,737
11/6/2014	Morgan Stanley Australia Securities Limited	Sell	0.6876	-20,169 Ordinary Shares	-20,169
11/6/2014	Morgan Stanley & Co. LLC	Borrow Returned	N/A	-376,870 Ordinary Shares	-376,870
11/7/2014	Morgan Stanley Australia Securities Limited	Sell	0.6877	-23,134 Ordinary Shares	-23,134
11/7/2014	Morgan Stanley Australia Securities Limited	Sell	0.6865	-35,166 Ordinary Shares	-35,166

11/7/2014	Morgan Stanley & Co. International plc	Sell	0.6850	-532 Ordinary Shares	-532
11/7/2014	Morgan Stanley Wealth Management Australia Pty Ltd	Transfer Out	N/A	-80,000 Ordinary Shares	-80,000
11/10/2014	Morgan Stanley Australia Securities Limited	Sell	0.6850	-6,551 Ordinary Shares	-6,551
11/11/2014	Morgan Stanley Australia Securities Limited	Sell	0.6850	-31,218 Ordinary Shares	-31,218
11/12/2014	Morgan Stanley Australia Securities Limited	Sell	0.6850	-23,776 Ordinary Shares	-23,776
11/13/2014	Morgan Stanley & Co. International plc	Buy	0.6775	1,054 Ordinary Shares	1,054
11/13/2014	Morgan Stanley Australia Securities Limited	Sell	0.6850	-44,123 Ordinary Shares	-44,123
11/14/2014	Morgan Stanley Australia Securities Limited	Sell	0.6853	-116,051 Ordinary Shares	-116,051
11/14/2014	Morgan Stanley Wealth Management Australia Pty Ltd	Sell	0.6850	-10,000 Ordinary Shares	-10,000
11/17/2014	Morgan Stanley Australia Securities Limited	Sell	0.6797	-13,214 Ordinary Shares	-13,214
11/18/2014	Morgan Stanley Australia Securities Limited	Sell	0.6750	-23,164 Ordinary Shares	-23,164
11/19/2014	Morgan Stanley & Co. International plc	Buy	0.6850	527 Ordinary Shares	527
11/19/2014	Morgan Stanley Australia Securities Limited	Sell	0.6810	-26,729 Ordinary Shares	-26,729
11/20/2014	Morgan Stanley Australia Securities Limited	Buy	0.6800	66,036 Ordinary Shares	66,036
11/20/2014	Morgan Stanley Australia Securities Limited	Sell	0.6844	-17,907 Ordinary Shares	-17,907
11/21/2014	Morgan Stanley Australia Securities Limited	Buy	0.6850	33,173 Ordinary Shares	33,173
11/21/2014	Morgan Stanley Australia Securities Limited	Sell	0.6800	-6,377 Ordinary Shares	-6,377
11/24/2014	Morgan Stanley Australia Securities Limited	Sell	0.6822	-11,818 Ordinary Shares	-11,818
11/27/2014	Morgan Stanley Australia Securities Limited	Tender Offer	0.6900	-53585159 Ordinary Shares	-53,585,159

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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

4. 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 NSW 2000, Australia
Morgan Stanley & Co. LLC	1585 Broadway, New York 10036, USA
Morgan Stanley Wealth Management Australia Pty Ltd	Level 39 Chifley Tower, 2 Chifley Square, Sydney, New South Wales 2000, Australia

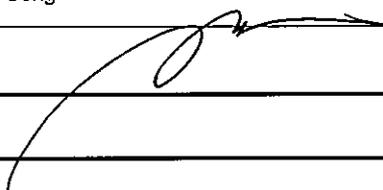
Signature

print name Annie Gong

capacity Vice President

sign here

date December 01, 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.

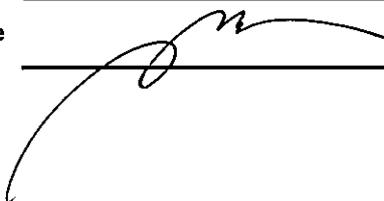
Name
└─ Morgan Stanley
├─ Morgan Stanley International Holdings Inc.
│ └─ Morgan Stanley International Limited
│ │ └─ Morgan Stanley Group (Europe)
│ │ │ └─ Morgan Stanley UK Group
│ │ │ │ └─ Morgan Stanley Investments (UK)
│ │ │ │ │ └─ Morgan Stanley & Co. International plc
└─ Morgan Stanley International Incorporated
│ └─ Morgan Stanley (Australia) Securities Holdings Pty Limited
│ │ └─ Morgan Stanley Australia Securities Limited

Signature

print name Annie Gong

capacity Vice President

sign here



date December 01, 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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.
- (5) 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

GUIDE

This guide does not form part of the prescribed form and is included by ASIC to assist you in completing and lodging form 605.

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 605: Notice of ceasing to be a substantial holder issued by Morgan Stanley and its subsidiaries. The following is description of the securities lending agreements referenced in the accompanying Form 605.

Schedule	
Type of Agreement	Master Securities Loan Agreement
Parties to agreement	Morgan Stanley & Co. LLC, MS Securities Services Inc. and THE BANK OF NEW YORK MELLON
Transfer Date	20141016; 20141030; 20141106;
Holder of Voting Rights	Borrower
Are there any restrictions on voting rights?	Yes/No
If yes, detail	Not applicable
Scheduled Return Date (if any)	Open
Does the borrower have the right to return early?	Yes/No
If yes, detail Either party may terminate a Loan on a termination date established by notice given to the other party prior to the Close of Business on a Business Day. The termination date established by a termination notice shall be a date no earlier than the standard settlement date that would apply to a purchase or sale of the Loaned Securities (in the case of a notice given by Lender) or the non-cash Collateral securing the Loan (in the case of a notice given by Borrower) entered into at the time of such notice, which date shall, unless Borrower and Lender agree to the contrary, be the third Business Day following such notice.	
Does the lender have the right to recall early?	Yes/No
If yes, detail Either party may terminate a Loan on a termination date established by notice given to the other party prior to the Close of Business on a Business Day. The termination date established by a termination notice shall be a date no earlier than the standard settlement date that would apply to a purchase or sale of the Loaned Securities (in the case of a notice given by Lender) or the non-cash Collateral securing the Loan (in the case of a notice given by Borrower) entered into at the time of such notice, which date shall, unless Borrower and Lender agree to the contrary, be the third Business Day following such notice.	
Will the securities be returned on settlement?	Yes/No
If yes, detail any exceptions Upon the occurrence of a Default entitling the Lender to terminate all Loans, the Lender has the right to purchase a like amount of Loaned Securities, to sell any Collateral and to apply and set off the Collateral and any proceeds thereof against the payment of the purchase price for such Replacement Securities. In the event the Lender exercises such rights, the Borrower's obligation to return a like amount of the Loaned Securities shall terminate.	

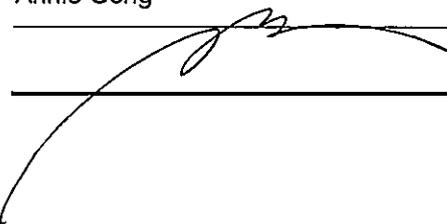
The above schedules are based on the relevant standard agreements. The entity filing the report will, if requested by the company or responsible entity to whom the prescribed form must be given or ASIC, give a copy of the agreement to the company, responsible entity or ASIC.

Signature

print name Annie Gong

capacity Vice President

sign here



date December 01, 2014

