

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Western Areas Limited

ACN/ARSN ACN 091049357

1. Details of substantial holder (1)

Name Wellington Management Group LLP ("Wellington Management"), and its related bodies corporate

ACN/ARSN (if applicable) _____

There was a change in the interests of the substantial holder on 24/01/17

The previous notice was given to the company on 14/11/16

The previous notice was dated 10/11/16

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)
Common Stock	22,348,397	8.21%	18,042,769	6.63%

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
See Exhibit B					

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
Wellington Management	Unknown	Unknown	investment/voting authority (see example agreement attached as Exhibit A) in respect of the ordinary shares issued and allotted pursuant to the Scheme of Arrangement approved by the supreme court of South Australia on 21 June 2002	18,042,769 Common Stock	6.63%

Exhibit A

Wellington Management Group LLP ("Wellington Management")
Investment Management Agreement

Appointment of
Wellington Management
as Manager/ Acceptance
of Appointment

The Clients hereby appoint Wellington Management as investment manager to manage, supervise and direct the Clients' investment account or accounts (collectively, the "Account") under the terms and conditions set forth in the agreement. By execution of the Agreement, Wellington Management accepts appointment as investment manager and agrees to manage, supervise and direct the investments of the Account pursuant to the provisions of the Agreement.

Discretionary Authority -
Investments

Wellington Management shall have full and complete discretion to manage, supervise and direct the investment and reinvestment of assets in the Account and any additions thereto, subject to the investment objectives and guidelines attached to the Agreement. Wellington Management shall have full power and authority to act on behalf of the Account with respect to the purchase, sale, exchange, conversion or other transactions in any and all stocks, bonds, cash held for investment, and other assets, including shares of a registered investment company for which Wellington Management may act as investment adviser and, upon proper authorization by the Clients, interests in a collective trust maintained by a bank or trust company, including one maintained by an affiliate of Wellington Management. No cash or securities due to or held for the Account shall be paid or delivered to Wellington Management, except in payment of the management fee payable to Wellington Management under the Agreements pursuant to procedures approved by the Clients.

Exhibit B

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
11/11/2016	Wellington Management	Sale	-1,993,876 AUD	-648,384 Common Stock	(648,384)
14/11/16	Wellington Management	Purchase	109,546 AUD	36,737 Common Stock	36,737
17/11/16	Wellington Management	Sale	-28,711 AUD	-9,352 Common Stock	(9,352)
22/11/16	Wellington Management	Sale	-36,495 AUD	-11,264 Common Stock	(11,264)
24/11/16	Wellington Management	Purchase	197,538 AUD	62,500 Common Stock	62,500
28/11/16	Wellington Management	Purchase	33,144 AUD	10,105 Common Stock	10,105
30/11/16	Wellington Management	Sale	-129,235 AUD	-43,148 Common Stock	(43,148)
1/12/2016	Wellington Management	Purchase	116,044 AUD	37,645 Common Stock	37,645
2/12/2016	Wellington Management	Sale	-1,226,618 AUD	-386,008 Common Stock	(386,008)
5/12/2016	Wellington Management	Sale	-384,414 AUD	-119,043 Common Stock	(119,043)
8/12/2016	Wellington Management	Sale	-311,215 AUD	-98,175 Common Stock	(98,175)
9/12/2016	Wellington Management	Sale	-1,640,739 AUD	-521,764 Common Stock	(521,764)
14/12/16	Wellington Management	Purchase	321,739 AUD	101,191 Common Stock	101,191
15/12/16	Wellington Management	Sale	-22,274 AUD	-7,345 Common Stock	(7,345)
29/12/16	Wellington Management	Sale	-31,902 AUD	-8,695 Common Stock	(8,695)
30/12/16	Wellington Management	Sale	-66,475 AUD	-21,100 Common Stock	(21,100)
3/1/2017	Wellington Management	Purchase	34,854 AUD	11,177 Common Stock	11,177

4/1/2017	Wellington Management	Purchase	471,933 AUD	146,488 Common Stock	146,488
5/1/2017	Wellington Management	Sale	-13,219 AUD	-4,055 Common Stock	(4,055)
9/1/2017	Wellington Management	Sale	-494,506 AUD	-156,986 Common Stock	(156,986)
12/1/2017	Wellington Management	Sale	-138,613 AUD	-42,260 Common Stock	(42,260)
13/01/17	Wellington Management	Purchase	107,339 AUD	37,301 Common Stock	37,301
16/01/17	Wellington Management	Purchase	531,815 AUD	200,245 Common Stock	200,245
18/01/17	Wellington Management	Purchase	420,639 AUD	155,687 Common Stock	155,687
19/01/17	Wellington Management	Purchase	162,787 AUD	59,712 Common Stock	59,712
23/01/17	Wellington Management	Sale	-3,283,620 AUD	-1,328,573 Common Stock	(1,328,573)
24/01/17	Wellington Management	Sale	-4,238,120 AUD	-1,758,264 Common Stock	(1,758,264)