



**CAPITAL  
GROUP™**

**The Capital Group Companies, Inc.**  
333 South Hope Street  
Los Angeles, California 90071-1406

Telephone: (213) 615-0469  
Fax: (213) 615-4056

29 May 2014

**BY FAX - ORIGINAL IN POST**  
**(61 8 9382 1411)**

African Petroleum Corporation Limited  
32 Harrogate Street  
West Leederville, Western Australia  
6007

**Re: Notice of Change in Interests of Substantial Shareholder under Section 671B**

Claire Tolcon:

Enclosed is a Notice of Change in Interests of Substantial Shareholder under Section 671B dated 28 May 2014. Please note that a copy of this report has been sent to the Australian Stock Exchange.

Neither the Capital Group Companies, Inc. nor any of its affiliates own shares of your company for its own account. Rather, the shares reported on Form 604 are owned by accounts under the discretionary investment management of one or more of the investment management companies that make up the Capital Group Companies, Inc.

For the purpose of this Notice, an outstanding share balance of 685,857,456 shares was used to calculate the percentage of holdings of the relevant share capital. We believe this outstanding share balance is current; however, if this number is not accurate, please contact us as soon as possible so that we may make the necessary revisions to this Notice.

Should you have questions or require additional information, please contact Gina Martinez or Vivien Tan at (213) 615-0469, or send a fax message to (213) 615-4056. Alternatively, you may contact us via e-mail at [GRGroup@capgroup.com](mailto:GRGroup@capgroup.com).

Regards,

  
Gina Martinez  
Principal Compliance Specialist

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## Form 604

## Corporations Act 2001 Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme African Petroleum Corporation Limited

ACN/ARSN \_\_\_\_\_

## 1. Details of substantial holder(1)

Name The Capital Group Companies, Inc.

ACN/ARSN (if applicable) n/a

There was a change in the interests of the substantial holder on 28 May 2014

The previous notice was given to the company on 27 August 2014

The previous notice was dated 26 August 2013

The shares reported were owned by accounts under the discretionary investment management of 1 investment management company (Capital Research and Management Company) which is a direct or indirect subsidiary of The Capital Group Companies, Inc., 333 South Hope Street, 55th Floor, Los Angeles, California 90071.

## 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)
Ordinary Shares	125,308,463 shares	7.3953%	60,588,489 shares	8.8339%

The shares being reported under this section are owned by accounts under the discretionary investment management of 1 investment management company (Capital Research and Management Company) which is a direct or indirect subsidiary of The Capital Group Companies, Inc., 333 South Hope Street, 55th Floor, Los Angeles, California 90071.

**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
27 Aug 13 through 28 May 14	The Capital Group Companies, Inc.	Acquisition of Shares	Average price of 0.19 AUD	18,699,000 Ordinary Shares	18,699,000

See Annexure A dated 26 August 2013

**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
		none			
See Annexure A dated 28 May 2014 (copy attached)					

**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:

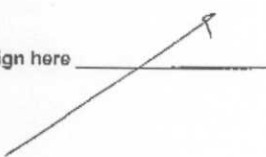
Name	Address
The Capital Group Companies, Inc.	333 South Hope Street, 55 <sup>th</sup> Floor Los Angeles, CA 90071

**Signature**

print name: Lillana Corzo

Capacity: Senior Counsel

sign here \_\_\_\_\_



date

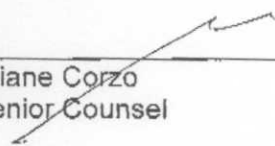
29 May 2014

### Annexure "A"

This is the Annexure of 1 page marked Annexure "A" referred to in Form 604 signed by this corporation dated 28 May 2014.

The Capital Group Companies, Inc.

By:

  
\_\_\_\_\_  
Liliane Corzo  
Senior Counsel

**Australia Annexure**  
**African Petroleum Corporation Limited**  
**28 May 2014**

<u>CG Investment Management Company</u>	<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
Capital Research and Management Company	11000035	25,268,321	
	11000036	24,864,809	
	11000075	4,893,750	
	11000076	5,561,609	
		60,588,489	
<b>GRAND TOTAL</b>		<b>60,588,489</b>	<b>8.83%</b>

## Nominee List

**African Petroleum Corporation Limited****28 May 2014**Nominee Name

Chase Manhattan Bank Australia Limited  
Level 36 World Trade Centre  
Jamison Street  
Sydney, NSW 2000 Australia

11000036	24,864,809
11000076	5,561,609

Total Shares: 30,426,418

## State Street Bank &amp; Trust Co.

11000075	4,893,750
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Total Shares: 4,893,750

## Westpac Custodian Nominees

50 Pitt Street, 8th Floor  
Sydney, NSW 2000  
Australia

11000035	25,268,321
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Total Shares: 25,268,321