

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

Phone (213) 486 9200
Fax (213) 615 4056

20 February 2013

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 19 February 2013. Please note that a copy of this report has been sent to the National Stock Exchange of Australia.

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 1,695,433,051 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.

Regards,

A handwritten signature in black ink, appearing to be 'Vivien Tan'.

Vivien Tan
Compliance Specialist

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 19 February 2013

The previous notice was given to the company on 14 February 2013

The previous notice was dated 13 February 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 and such shares are being reported in the aggregate.

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	148,080,777	8.7392%	173,312,377	10.2223%

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 and such shares are being reported in the aggregate.

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
14/02/2013 to 19/02/2013	The Capital Group Companies, Inc.	Increased holdings	Average price of 0.6800	25,231,600 Ordinary Shares	25,231,600

See Annexure A dated 13 February 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 19 February 2013 (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 th Floor Los Angeles, CA 90071

Signature

print name: Katherine H. Newhall

Capacity: Counsel

sign here 


date 20 February 2013

Annexure "A"

This is the Annexure of 1 page marked Annexure "A" referred to in Form 604 signed by this corporation dated 19 February 2013.

The Capital Group Companies, Inc.

By:


Katherine H. Newhall
Counsel

**Australia Annexure
African Petroleum Corporation Limited
19 February 2013**

	<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
<u>CG Investment Management Company</u>	11000035	93,646,868	
Capital Research and Management Company	11000036	54,221,906	
	11000075	13,550,909	
	11000076	11,892,694	
		173,312,377	
GRAND TOTAL		173,312,377	10.22%

Nominee List

**African Petroleum Corporation Limited
19 February 2013**

Nominee Name

Chase Manhattan Bank Australia Limited	
Level 36 World Trade Centre	
Jamison Street	
Sydney, NSW 2000 Australia	54,221,906
11000036	11,892,694
11000076	
	66,114,600
Total Shares:	

Westpac Custodian Nominees	
50 Pitt Street, 8th Floor	
Sydney, NSW 2000	
Australia	93,646,868
11000035	13,550,909
11000075	
	107,197,777
Total Shares:	