



AGL Energy Limited  
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# asx statement

23 June 2008

Attached is a Notice of Change in Interests of Substantial Holder.

On 18 June 2008, Queensland Gas Company Limited (QGC) advised the ASX of a change of its interests as a substantial holder in Victoria Petroleum NL. AGL Energy Limited (AGL) holds an interest in QGC of more than 20%. Therefore, as a result of the operation of sec 608(3)(a) of the Corporations Act, AGL is deemed to also have a relevant interest in Victoria Petroleum NL.

A handwritten signature in black ink, appearing to read 'P. McWilliams'.

Paul McWilliams  
Company Secretary

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**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme Victoria Petroleum NL

ACN/ARSN 008 942 827

**1. Details of substantial holder (1)**

Name AGL Energy Limited (AGL Energy) and each of the persons set out in Annexure A (together, AGL Energy Group)

ACN/ARSN (if applicable) ACN 115 061 375

There was a change in the interests of the substantial holder on 17/6/2008

The previous notice was given to the company on 14/3/2008

The previous notice was dated 14/3/2008

**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)
Fully paid ordinary shares (Ordinary)	19,853,134	7.13%	61,603,134	19.24%

**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
17/6/2008	AGL Energy Group	Placement of shares to Queensland Gas Company Limited ACN 089 642 553 (QGC) as set out the Notice of change of interests of substantial holder (Form 604) given by QGC and its related bodies corporate to Victoria Petroleum NL on 18 June 2008. Each member of the AGL Energy Group has voting power of in excess of 20% in QGC by operation of section 608(3)(a) of the Corporations Act. Therefore, each member of the AGL Energy Group has a deemed relevant interest in the securities of Victoria Petroleum NL that QGC has a relevant interest in.	Refer to the Notice of change of interests of substantial holder (Form 604) given by QGC and its related bodies corporate to Victoria Petroleum NL on 18 June 2008.	41,750,000 Ordinary Shares	41,750,000

**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
AGL Energy Group	QGC	QGC	AGL Energy Group has voting power of in excess of 20% in QGC by operation of section 608(3)(a) of the Corporations Act. Therefore, each member of the AGL Energy Group has a deemed relevant interest in the securities of Victoria Petroleum NL that QGC has a relevant interest in.	61,603,134 Ordinary Shares	61,603,134

### 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
Not applicable	

### 6. Addresses

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

Name	Address
QGC Group	Level 5, 30 Herschel Street, Brisbane QLD 4000
AGL Energy Group	Level 22, 101 Miller Street, North Sydney NSW 2060

### Signature

print name Paul McWilliams capacity Company Secretary

sign here

date 23/6/2008

### 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:
- 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
  - 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, money 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.

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Annexure A

This is Annexure A of one page referred to in Form 603 Notice of Initial Substantial Holder dated 23 June 2008

AGL ENERGY GROUP COMPANIES

AGL Energy Limited	ABN 74 115 061 375
AGL Limited	N/A (New Zealand)
AGL ACT Retail Investments Pty Limited	ABN 53 093 631 586
AGL Corporate Services Pty Limited	ABN 98 093 015 724
AGL Electricity (VIC) Pty Limited	ABN 62 070 182 099
AGL Energy Limited	N/A (New Zealand)
AGL Energy Sales & Marketing Limited	ABN 18 076 092 067
AGL Energy Services Pty Limited	ABN 57 074 821 720
AGL Energy Services (Queensland) Pty Limited	ABN 80 104 759 471
AGL Gas Developments (Hunter) Pty Limited	ABN 32 073 928 631
AGL Gas Developments (PNG) Pty Limited	ABN 37 001 389 939
AGL Gas Developments (Sydney) Pty Limited	ABN 64 086 013 505
AGL Gas Production (Camden) Pty Limited	ABN 58 115 063 744
AGL Gas Trading Pty. Limited	ABN 70 068 827 038
AGL HP1 Pty Limited	ABN 86 080 429 901
AGL HP2 Pty Limited	ABN 75 080 810 546
AGL HP3 Pty Limited	ABN 22 080 735 815
AGL Hydro Operations Pty Limited	ABN 21 080 797 824
AGL Hydro Partnership	ABN 86 076 691 481
AGL Pipelines Investments Pty Limited	ABN 86 091 258 418
AGL Pipelines Investments (QLD) Pty Limited	ABN 98 091 258 472
AGL Power Generation (Hallett Hill) Pty Limited	ABN 91 128 246 275
AGL Power Generation (NSW) Pty Limited	ABN 11 118 099 451
AGL Power Generation (QLD) Pty Limited	ABN 85 119 438 756
AGL Power Generation (Victoria) Pty Limited	ABN 45 086 586 192
AGL Retail Energy Limited	ABN 21 074 839 464
AGL SA Generation Pty Limited	ABN 84 081 074 204
AGL Sales Pty Limited	ABN 88 090 538 337
AGL Sales (Queensland) Pty Limited	ABN 85 121 177 740
AGL Sales (Queensland Electricity) Pty Limited	ABN 66 078 875 902
AGL (SHL) Pty Limited	ABN 39 116 830 285
AGL South Australia Pty Limited	ABN 49 091 105 092
AGL Southern Hydro Holdings Pty Limited	ABN 78 104 646 424
AGL Southern Hydro Investments Pty Ltd	ABN 98 104 071 829
AGL Southern Hydro Pty Limited	ABN 89 088 976 327
AGL Southern Hydro (NSW) Pty Limited	ABN 73 056 452 601
AGL Torrens Island Pty Limited	ABN 67 081 074 197
AGL Torrens Island Holdings Pty Limited	ABN 96 071 611 017
AGL Utility Services Pty Limited	ABN 72 081 834 826
AGL Wholesale Gas Limited	ABN 26 072 948 504
AGL Wholesale Gas (SA) Pty Limited	ABN 13 094 384 291
Australian Energy Ltd	ABN 72 083 183 028
Dollar Wind Farm Pty Limited	ABN 56 107 251 285
Dual Fuel Systems Pty. Limited	ABN 58 001 499 314
Essential Energy Services Pty Ltd	ABN 58 090 072 889
H C Extractions Pty Limited	ABN 70 002 945 655
Macarthur Wind Farm Pty Ltd	ABN 19 106 134 507
North Queensland Pipeline No 1 Pty Ltd	ABN 64 100 946 281
PGI Pty Ltd	ABN 52 127 185 826
Powerdirect Pty Ltd	ABN 28 067 609 803
Victorian Energy Pty Limited	ABN 97 069 892 379

Signed:   
Name: Paul McWilliams

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