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ASX release

Notice of change of Interest in Torrens Energy Limited

25 July 2012

Attached is a Form 604 which relates to the interest of AGL Energy Limited in Torrens Energy Limited.



Paul McWilliams
Company Secretary

About AGL

AGL is one of Australia's leading integrated renewable energy companies and is taking action toward creating a sustainable energy future for our investors, communities and customers. Drawing on over 170 years of experience, AGL operates retail and merchant energy businesses, power generation assets and an upstream gas portfolio. AGL has Australia's largest dual fuel customer base. AGL has a diverse power generation portfolio including base, peaking and intermediate generation plants, spread across traditional thermal generation as well as renewable sources including hydro, wind, landfill gas and biomass. AGL is Australia's largest private owner and operator of renewable energy assets and is looking to further expand this position by exploring a suite of low emission and renewable energy generation development opportunities.



25 July 2012

Mr Robert Hodby
Company Secretary
Torrens Energy Limited
Level 1
338 Hay Street
SUBIACO WA 6008

By Facsimile and Post: 08 6380 1026

Dear Mr Hodby

Notice of Change of Interest of Substantial Holder

We refer to the Subscription Agreement between AGL Energy Limited (**AGL**) and Torrens Energy Limited (**TEL**) dated 8 July 2008 under which AGL has a top-up right (**Subscription Agreement**).

TEL announced in February that it had issued 10,560,484 ordinary shares in TEL to a sophisticated investor at \$0.05 per share. As a consequence of the issue of those shares, the voting power of AGL in TEL was reduced to 8.88%

AGL has exercised its top-up right under the Subscription Agreement and accordingly has subscribed to a further 1,172,084 ordinary shares in TEL, thereby increasing its voting power to 9.99%.

Please find attached a Form 604 notifying the change of interests of substantial holder. A copy of the Form 604 and this letter will be provided to the ASX in accordance with the requirements of the Corporations Act.

Yours faithfully

A handwritten signature in blue ink, appearing to read 'Paul McWilliams', is written over a light blue horizontal line.

Paul McWilliams
Company Secretary

- > Being selected as a member of the Dow Jones Sustainability Index 2006/07
- > Gaining accreditation under the National GreenPower Accreditation Program for AGL Green Energy®, AGL Green Living® and AGL Green Spirit
- > Being selected as a constituent of the FTSE4Good Index Series

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Torrens Energy Limited

ACN/ARSN 118 065 704

1. Details of substantial holder (1)

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

ACN/ARSN (if applicable) 115 061 375

There was a change in the interests of the substantial holder on

23/07/2012

The previous notice was given to the company on

05/03/2012

The previous notice was dated

05/03/2012

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	8,479,891	8.88%	9,651,975	9.99%

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
23/07/2012	AGL	Issue of new securities in accordance with top-up right in Subscription Agreement between AGL and Torrens Energy Limited dated 8 July 2008 and attached to AGL's Form 603 lodged with ASX on 11 July 2008	\$58,604.20	1,172,084 ordinary shares	1,172,084

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	AGL	AGL	100% beneficial owner	9,651,975 ordinary shares	9,651,975

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

6. Addresses

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

Name	Address
AGL Group	Level 22, 101 Miller Street, North Sydney NSW 2060

Signature

print name Paul McWilliams capacity Company Secretary
 sign here  date 25/07/2012

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:
 - (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.
- (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 on 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.

Annexure A

AGL Energy Group companies

This is Annexure A of 2 pages referred to in the Form 604 Notice of change of interests of substantial holder signed by me and dated 24 July 2012.

Signed:

Name: Paul McWilliams

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 Cooper Basin Pty Ltd	ABN 15 008 151 219
AGL Corporate Services Pty Limited	ABN 98 093 015 724
AGL DPS Pty Limited	ABN 29 152 844 098
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 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 Storage Pty Ltd	ABN 27 009 203 463
AGL Generation Holdco Pty Ltd	ACN 155 768 291
AGL Generation Proprietary Limited	ACN 155 344 077
AGL Gloucester MG Pty Ltd	ABN 53 075 137 218
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 Partnership	ABN 86 076 691 481
AGL Power Generation Pty Limited	ABN 45 086 586 192
AGL Power Generation (Wind) Pty Limited	ABN 13 120 355 213
AGL PV Solar Developments Pty Limited	ABN 15 158 008 158
AGL PV Solar Holdings Pty Limited	ABN 88 158 007 660
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 (SG) Operations Pty Limited	ABN 57 079 838 136
AGL (SG) (Camden) Operations Pty Limited	ABN 99 100 684 419
AGL (SG) (Hunter) Operations Pty Limited	ABN 90 100 714 716
AGL Share Plan Pty Limited (50%)	ABN 78 080 609 749
AGL South Australia Pty Limited	ABN 49 091 105 092
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 Upstream Gas (Mos) Pty Limited	ABN 56 003 329 084
AGL Upstream Infrastructure Investments Pty Limited	ABN 96 092 684 010
AGL Upstream Investments Pty Limited	ABN 58 115 063 744
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
Australia Plains Wind Farm Pty Ltd	ABN 99 116 978 039
Barn Hill Wind Farm Pty Ltd	ABN 76 131 487 833
Ben Lomond Wind Farm Pty Ltd	ABN 23 105 363 853
Box Hill Wind Farm Pty Limited	ABN 18 110 666 021
Coopers Gap Wind Farm Pty Ltd	ABN 95 126 594 714
Crows Nest Wind Farm Pty Ltd	ABN 75 105 363 255
Dual Fuel Systems Pty. Limited	ABN 58 001 499 314
Energy Infrastructure Management Pty Ltd (50%)	ABN 75 100 946 389
GEAC Operations Pty Limited	ABN 92 105 367 888
Geogen Victoria Pty Ltd	ABN 57 121 810 160
Great Energy Alliance Corporation Pty Limited	ABN 69 105 266 028
H C Extractions Pty Limited	ABN 70 002 945 655
Highfields Wind Farm Pty Limited	ABN 85 109 821 114
Loy Yang Marketing Holdings Pty Limited	ABN 75 105 643 963
Loy Yang Marketing Management Company Pty Limited	ABN 19 105 758 316
Loy Yang Power Management Pty Ltd	ABN 62 077 985 758
Loy Yang Power Projects Pty Ltd	ABN 66 077 985 776
Loy Yang Power (Partnership)	ABN 80 716 340 603
LYP Partner 1 Pty Ltd	ABN 36 078 121 187
LYP Partner 2 Pty Ltd	ABN 26 078 377 572
LYP Partner 3 Pty Ltd	ABN 16 078 377 527
LYP Partner 4 BV	ABN 55 073 074 530
Macarthur Wind Farm Pty Ltd	ABN 19 106 134 507
Mosaic Oil NZ Limited N/A (New Zealand)	
Powerdirect Pty Ltd	ABN 28 067 609 803
Silverton Wind Farm Developments Pty Limited	ABN 24 128 766 405
Silverton Wind Farm Holdings Pty Limited	ABN 13 128 766 361
Silverton Wind Farm Transmission Pty Ltd	ABN 67 139 624 632
The Australian Gas Light Company	ABN 16 145 094 711
Victorian Energy Pty Limited	ABN 97 069 892 379
Worlds End Wind Farm Pty Ltd	ABN 98 100 729 780