
Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To: Company Name/Scheme Caltex Australia Limited
Level 24, 2 Market Street,
SYDNEY NSW 2000

ACN/ARSN: 004 201 307

1. Details of substantial holder (1)

Name Lazard Asset Management Pacific Co

ACN/ARSN (if applicable) ACN 064 523 619

The holder became a substantial holder on: 5 August 2014

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary	13,515,637	13,515,637	5.01%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Lazard Asset Management Pacific Co and its associates listed in Annexure A	Relevant interest under section 608(1) of the Corporations Act	Ordinary Securities 13,515,637

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant Interest	Registered holder of Securities	Person entitled to be registered as holder (8)	Class and number of securities
SEE ANNEXURE B			

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant Interest	Date of acquisition	Consideration (9)	Class and number of securities
SEE ANNEXURE C			

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
See Annexure A for list of Associates	In respect of each Associate: Related Body Corporate of Lazard Asset Management Pacific Co

7. Addresses

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

Name	Address
Lazard Asset Management Pacific Co and its associates listed in Annexure A	Level 39, Gateway 1 Macquarie Place SYDNEY NSW 2000

Signature

Print name **Apnavi Saddington**

Capacity: **Company Secretary**

Sign here

date **7 August 2014**

Annexure 'A'

This is Annexure A of 1 page referred to in Form 603 Notice of initial substantial holder signed by me and dated 7 August 2014.

Apnavi Saddington
Company Secretary

7 August 2014
Dated

Associates of Lazard Asset Management Pacific Co. ACN 064 523 619

Lazard Ltd
Lazard Group LLC
Lazard Frères & Co LLC
Lazard Asset Management LLC
Lazard Brothers & Co., Ltd.
Lazard Asset Management (Canada), Inc.
Lazard Pension Management, Inc
Lazard Asset Management Limited, London
Lazard Japan Asset Management KK
Deutsche Lazard Asset Management Holding GmbH
Lazard Asset Management (Deutschland) GmbH
Lazard Funds Marketing GmbH, Frankfurt
Lazard Alternatives LLC
Lazard Investment Funds Limited, Dublin
Lazard Fund Managers (Ireland) Limited
Lazard Fund Managers Limited, London
Lazard Debt Recovery Management LLC
LAMP Administration Pty Ltd
Lazard Pty Ltd
LCW Private Equity Pty Ltd
Lazard Asset Management (Hong Kong) Limited
Lazard Korea Asset Management Co. Ltd
Lazard Asset Management Securities LLC
Lazard Asset Management (Singapore) Pte Ltd.

Annexure 'B'

This is Annexure B of 5 pages referred to in Form 603, Notice of initial substantial holder, signed by me and dated 7 August 2014.

Apnavi Saddington
Company Secretary

7 August 2014
Dated

Lazard Asset Management Pacific Co
ACN: 064 523 619

Form 603
Annexure B - Present Registered Holders

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities (Ordinary)
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Bank of New York	The Current Registered Holder	20,121
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	114,867
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	314,760
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	146,271
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	172,409
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	348,717
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	11,459
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Comerica Bank	The Current Registered Holder	8,785
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	15,599
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	252,885
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Morgan GTY	The Current Registered Holder	7,210
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	CMB	The Current Registered Holder	434,200
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	96,415
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	833,022
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	67,439
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Northern Trust	The Current Registered Holder	16,627
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Northern Trust	The Current Registered Holder	241,385
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	1,194,620
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	4,221
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	222,593

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Annexure B - Present Registered Holders

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities (Ordinary)
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	187,592
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	20,807
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Chase Bank	The Current Registered Holder	71,968
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	2,284
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	24,570
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	PNC Bank	The Current Registered Holder	15,641
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	BMO Harris Bank	The Current Registered Holder	61,570
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	BMO Harris Bank	The Current Registered Holder	5,455
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	36,218
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	CMB	The Current Registered Holder	31,279
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	36,040
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	2,210
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	3,094
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Northern Trust	The Current Registered Holder	35,527
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Bank of New York	The Current Registered Holder	35,518
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	426,060
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	61,700
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	183,300
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	125,770
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Northern Trust	The Current Registered Holder	367,179

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Annexure B - Present Registered Holders

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities (Ordinary)
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	291,858
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	West Deutsche	The Current Registered Holder	20,170
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Bank of New York	The Current Registered Holder	7,542
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	3,923,257
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	113,667
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	12,324
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	395,291
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	1,580
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	JPM Chase	The Current Registered Holder	35,260
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Northern Trust	The Current Registered Holder	32,080
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	23,509
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Northern Trust	The Current Registered Holder	62,240
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Northern Trust	The Current Registered Holder	18,906
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	46,270
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Amalgamated NY	The Current Registered Holder	25,362
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	CIBC-Mellon	The Current Registered Holder	104,664
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	CIBC-Mellon	The Current Registered Holder	108,735
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Northern Trust	The Current Registered Holder	36,256
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Northern Trust	The Current Registered Holder	27,459
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	346,872

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Annexure B - Present Registered Holders

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities (Ordinary)
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Bank of New York	The Current Registered Holder	103,933
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	10,287
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	29,530
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	252,002
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	258,181
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	26,848
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Citi Bank	The Current Registered Holder	135,061
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Bank of New York	The Current Registered Holder	377,378
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	116,624
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Bank of New York	The Current Registered Holder	121,258
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Northern Trust	The Current Registered Holder	8,340
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	40,328
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Northern Trust	The Current Registered Holder	35,139
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	CMB	The Current Registered Holder	79,365
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	30,674

Annexure 'C'

This is Annexure C of 2 pages referred to in Form 603, Notice of initial substantial holder, signed by me and dated 7 August 2014.

Apnavi Saddington
Company Secretary

7 August 2014
Dated

Lazard Asset Management Pacific Co
ACN: 064 523 619

Form 603
Annexure C - Consideration

Holder of Relevant Interest	Date of Acquisition	Consideration AUD	Class and number of securities (Ordinary)
Lazard Asset Management Pacific Co and its associates listed in Annexure A	09/04/2014	\$ 2,273,621.53	103,762
Lazard Asset Management Pacific Co and its associates listed in Annexure A	10/04/2014	\$ 48,427.79	2,204
Lazard Asset Management Pacific Co and its associates listed in Annexure A	11/04/2014	\$ 75,361.43	3,496
Lazard Asset Management Pacific Co and its associates listed in Annexure A	14/04/2014	\$ 1,301,461.41	60,318
Lazard Asset Management Pacific Co and its associates listed in Annexure A	16/04/2014	\$ 323,164.58	15,062
Lazard Asset Management Pacific Co and its associates listed in Annexure A	16/04/2014	\$ 15,350.55	721
Lazard Asset Management Pacific Co and its associates listed in Annexure A	17/04/2014	\$ 57,866.15	2,669
Lazard Asset Management Pacific Co and its associates listed in Annexure A	17/04/2014	\$ 10,341.76	477
Lazard Asset Management Pacific Co and its associates listed in Annexure A	22/04/2014	\$ 144,344.26	6,636
Lazard Asset Management Pacific Co and its associates listed in Annexure A	28/04/2014	\$ 42,634.36	1,870
Lazard Asset Management Pacific Co and its associates listed in Annexure A	29/04/2014	\$ 1,418,359.46	62,634
Lazard Asset Management Pacific Co and its associates listed in Annexure A	29/04/2014	\$ 21,649.60	960
Lazard Asset Management Pacific Co and its associates listed in Annexure A	01/05/2014	\$ 17,583.93	783
Lazard Asset Management Pacific Co and its associates listed in Annexure A	09/05/2014	\$ 28,843.39	1,282
Lazard Asset Management Pacific Co and its associates listed in Annexure A	15/05/2014	\$ 1,509,386.49	66,538
Lazard Asset Management Pacific Co and its associates listed in Annexure A	20/05/2014	\$ 46,738.20	2,120
Lazard Asset Management Pacific Co and its associates listed in Annexure A	21/05/2014	\$ 3,405,250.51	157,000
Lazard Asset Management Pacific Co and its associates listed in Annexure A	22/05/2014	\$ 724,939.91	32,416
Lazard Asset Management Pacific Co and its associates listed in Annexure A	23/05/2014	\$ 1,530,623.80	68,179
Lazard Asset Management Pacific Co and its associates listed in Annexure A	26/05/2014	\$ 1,886,325.36	83,740
Lazard Asset Management Pacific Co and its associates listed in Annexure A	27/05/2014	\$ 2,957,751.50	131,111
Lazard Asset Management Pacific Co and its associates listed in Annexure A	28/05/2014	\$ 10,097,669.44	444,727
Lazard Asset Management Pacific Co and its associates listed in Annexure A	29/05/2014	\$ 1,362,095.82	61,019
Lazard Asset Management Pacific Co and its associates listed in Annexure A	30/05/2014	\$ 4,681,250.07	208,353
Lazard Asset Management Pacific Co and its associates listed in Annexure A	02/06/2014	\$ 2,283,495.05	102,933
Lazard Asset Management Pacific Co and its associates listed in Annexure A	03/06/2014	\$ 24,252.76	1,088
Lazard Asset Management Pacific Co and its associates listed in Annexure A	11/06/2014	\$ 42,171.58	1,903
Lazard Asset Management Pacific Co and its associates listed in Annexure A	12/06/2014	\$ 1,445,803.56	64,808
Lazard Asset Management Pacific Co and its associates listed in Annexure A	20/06/2014	\$ 34,798.47	1,594
Lazard Asset Management Pacific Co and its associates listed in Annexure A	25/06/2014	\$ 20,511.45	958
Lazard Asset Management Pacific Co and its associates listed in Annexure A	26/06/2014	\$ 1,340,861.83	61,700
Lazard Asset Management Pacific Co and its associates listed in Annexure A	26/06/2014	\$ 3,983,467.97	183,300
Lazard Asset Management Pacific Co and its associates listed in Annexure A	27/06/2014	\$ 1,025,868.54	47,040
Lazard Asset Management Pacific Co and its associates listed in Annexure A	01/07/2014	\$ 34,028.17	1,580
Lazard Asset Management Pacific Co and its associates listed in Annexure A	02/07/2014	\$ 5,926,771.11	270,152
Lazard Asset Management Pacific Co and its associates listed in Annexure A	03/07/2014	\$ 2,880,314.46	130,899
Lazard Asset Management Pacific Co and its associates listed in Annexure A	04/07/2014	\$ 8,426,120.72	378,002
Lazard Asset Management Pacific Co and its associates listed in Annexure A	07/07/2014	\$ 2,764,931.57	123,846
Lazard Asset Management Pacific Co and its associates listed in Annexure A	08/07/2014	\$ 12,426,584.60	558,007
Lazard Asset Management Pacific Co and its associates listed in Annexure A	09/07/2014	\$ 10,577,604.35	478,972
Lazard Asset Management Pacific Co and its associates listed in Annexure A	10/07/2014	\$ 16,449,830.86	742,968
Lazard Asset Management Pacific Co and its associates listed in Annexure A	11/07/2014	\$ 2,794,779.71	125,167
Lazard Asset Management Pacific Co and its associates listed in Annexure A	14/07/2014	\$ 3,063,784.80	134,176
Lazard Asset Management Pacific Co and its associates listed in Annexure A	15/07/2014	\$ 12,398,809.35	543,544
Lazard Asset Management Pacific Co and its associates listed in Annexure A	17/07/2014	\$ 1,729,117.38	75,254
Lazard Asset Management Pacific Co and its associates listed in Annexure A	18/07/2014	\$ 2,302,135.07	100,000
Lazard Asset Management Pacific Co and its associates listed in Annexure A	21/07/2014	\$ 2,017,775.05	84,147
Lazard Asset Management Pacific Co and its associates listed in Annexure A	23/07/2014	\$ 39,183.92	1,630
Lazard Asset Management Pacific Co and its associates listed in Annexure A	30/07/2014	\$ 25,392.33	1,044
Lazard Asset Management Pacific Co and its associates listed in Annexure A	31/07/2014	\$ 49,836.73	2,004
Lazard Asset Management Pacific Co and its associates listed in Annexure A	31/07/2014	\$ 154,340.35	6,212
Lazard Asset Management Pacific Co and its associates listed in Annexure A	01/08/2014	\$ 477,723.55	19,454
Lazard Asset Management Pacific Co and its associates listed in Annexure A	01/08/2014	\$ 104,521.98	4,221
Lazard Asset Management Pacific Co and its associates listed in Annexure A	04/08/2014	\$ 1,801,122.74	72,844
Lazard Asset Management Pacific Co and its associates listed in Annexure A	05/08/2014	\$ 1,107,192.14	44,901
Lazard Asset Management Pacific Co and its associates listed in Annexure A	05/08/2014	\$ 10,575.44	432
Lazard Asset Management Pacific Co and its associates listed in Annexure A	05/08/2014	\$ 8,763.91	358