

Share capital

The information contained on pages 97 to 98 of this Annual Report is current as at 23 February 2016.

Substantial shareholders

The following shareholders are substantial shareholders of Caltex Australia Limited on 23 February 2016.

Substantial shareholders	Number of shares held	% of Issued shares
BlackRock Group	19,548,062	7.24
Lazard Asset Management Pacific Co	16,341,534	6.05
Perpetual Limited	13,762,320	5.1

Distribution of shareholdings

Caltex Australia Limited has one class of equity securities (ordinary shares) and the number of holders of those securities is 22,465.

The shareholdings in Caltex Australia Limited shares are distributed as set out in the table below.

Number of shares	Number of shareholders	Number of shares held	% of issued shares
1 – 1,000	16,733	7,072,569	2.62
1,001 – 5,000	4,948	10,986,633	4.07
5,001 – 10,000	490	3,580,708	1.33
10,001 – 100,000	248	5,844,051	2.16
100,001 and over	46	242,516,039	89.82
Total	22,465	270,000,000	100

As at 23 February 2016, 293 shareholders hold less than a marketable parcel of Caltex Australia Limited shares.

Details of the 20 largest shareholders of Caltex Australia Limited shares are listed in the table below.

Shareholder	Number of shares held	% of issued shares
1. HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	83,862,714	31.06
2. J P MORGAN NOMINEES AUSTRALIA LIMITED	53,598,001	19.85
3. NATIONAL NOMINEES LIMITED	39,317,617	14.56
4. CITICORP NOMINEES PTY LIMITED	19,956,475	7.39
5. BNP PARIBAS NOMS PTY LTD <DRP>	10,967,296	4.06
6. RBC INVESTOR SERVICES AUSTRALIA NOMINEES PTY LIMITED <PI POOLED A/C>	6,162,649	2.28
7. CITICORP NOMINEES PTY LIMITED <COLONIAL FIRST STATE INV A/C>	4,980,987	1.84
8. AMP LIFE LIMITED	3,351,469	1.24
9. BNP PARIBAS NOMINEES PTY LTD <AGENCY LENDING DRP A/C>	3,247,340	1.20
10. HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED <NT-COMNWLTH SUPER CORP A/C>	3,074,622	1.14
11. RBC INVESTOR SERVICES AUSTRALIA NOMINEES PTY LIMITED <BKCUST A/C>	2,707,069	1.00
12. HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED – A/C 2	1,113,688	0.41
13. HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED-GSCO ECA	1,097,580	0.41
14. RBC INVESTOR SERVICES AUSTRALIA NOMINEES PTY LIMITED <PIIC A/C>	979,359	0.36
15. NATIONAL NOMINEES LIMITED <N A/C>	779,786	0.29
16. SBN NOMINEES PTY LIMITED <10004 ACCOUNT>	765,000	0.28
17. SHARE DIRECT NOMINEES PTY LTD <10026 A/C>	702,363	0.26
18. UBS NOMINEES PTY LTD	494,000	0.18
19. AUSTRALIAN FOUNDATION INVESTMENT COMPANY LIMITED	490,000	0.18
20. RBC INVESTOR SERVICES AUSTRALIA NOMINEES PTY LIMITED <PISELECT>	462,401	0.17
Total	238,110,416	88.19

Shares purchased on-market

During the reporting period, 809,001 shares were purchased on-market at an average cost of \$37.05 per share for the purposes of an employee equity incentive plan.

Share buy-back

On 23 February 2016, Caltex Australia Limited announced a \$270 million off-market share buy-back, which is expected to be completed during the second quarter of 2016.

Shareholder enquiries

Shareholders with queries about their shares or dividend payments should contact Caltex's share registry, Computershare, on phone 1300 850 505 or fax 03 9473 2500, or through its website (www.computershare.com.au) using their holder identification number (HIN) or shareholder reference number (SRN) to access their shareholder specific information, or write to:

Computershare Investor Services
Pty Limited
GPO Box 2975
Melbourne VIC 3001
Australia

All enquiries should include a SRN or HIN, which is recorded on the shareholder's holding statement.

Change of address

Shareholders on the issuer sponsored sub-register who have changed their address should notify the share registry in writing. CHESS holders should notify their controlling sponsor.

Caltex Australia publications

Caltex's annual report published in March each year is the main source of information for shareholders. Shareholders who wish to receive a hard copy of the annual report or half year report should notify the share registry in writing.

Corporate Governance Statement

A copy of the Corporate Governance Statement can be found on our website (www.caltex.com.au).

Voting rights

The share capital of Caltex Australia Limited comprises 270 million fully paid ordinary shares. Shareholders in Caltex Australia Limited have a right to attend and vote at all general meetings in accordance with the company's Constitution, the *Corporations Act* and the ASX Listing Rules.

At a general meeting, individual shareholders may vote their shares in person or by proxy. A corporate shareholder may vote by proxy or through an individual who has been appointed as the company's body corporate representative. Shareholders with at least two shares may appoint up to two proxies to attend and vote at a general meeting.

If shares are held jointly and two or more of the joint shareholders wish to vote, the vote of the shareholder named first in the register will be counted, to the exclusion of the other joint shareholder or shareholders.

Shareholders who are entitled to vote at the meeting should note that:

- on a poll, each shareholder has one vote for each share they hold, and
- on a show of hands, each shareholder has one vote.

If the shareholder has appointed a proxy, the proxy may vote but, if two proxies are appointed, neither proxy may vote on a show of hands.

For a complete analysis of shareholders' voting rights, it is recommended that shareholders seek independent legal advice.

Securities exchange listing

The company's shares and Caltex Subordinated Notes are listed on the Australian Securities Exchange (ticker: CTX and CTXHA).

General enquiries

Investor Relations

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Company Secretary

Peter Lim

The address and telephone of the registered office is:

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F: +61 2 9250 5742

The postal address is:
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Sydney NSW 2001

Website:
www.caltex.com.au

The address at which the register of shares is kept is:

Computershare Investor Services
Pty Limited
Level 4, 60 Carrington Street
Sydney NSW 2000
Australia
Tollfree: 1300 850 505
(enquiries within Australia)
T: +61 3 9415 4000
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F: +61 3 9473 2500

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