

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**

To Company Name/Scheme

Horizon Oil Limited

ACN/ARSN

ACN: 009 799 455

1. Details of substantial holder (1)

Name

Samuel Terry Asset Management Pty Ltd

ACN/ARSN (if applicable)

ACN: 108 611 785

The holder became a substantial holder on

2 / 6 / 21**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)
Fully paid ordinary	314,232,423	314,232,423	19.9%

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
See Annexure A		

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 A			

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 B		Cash	Non-cash	

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

7. Addresses

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

Name	Address
See Annexure C	

Signature

print name **Ouafaa Karim**

capacity **Company Secretary**

sign here



date **2 / 6 / 21**

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) 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.

Samuel Terry Asset Management Pty Ltd ("STAM")

ACN: 108 611 785

www.samuelterry.com.au

Annexures to Form 603

Horizon Oil Limited

ACN: 009 799 455

Annexure A

Holder of Relevant Interest	Registered holder of securities	Person Entitled to be Registered as Holder	Nature of Relevant Interest	Number of fully paid ordinary shares and votes
STAM	JP Morgan Nominees Australia Ltd ("JPM").	JP Morgan Nominees Australia Ltd as sub-custodian of the Samuel Terry Absolute Return Fund.	STAM controls the securities as trustee of, and by virtue of a management agreement with the Samuel Terry Absolute Return Fund ("STAR Fund")	314,212,423
Fred Woollard	Fred Woollard	Fred Woollard	Direct. Fred Woollard is a Director of STAM	20,000

Annexure B

Consideration paid for relevant interest in the past four months

Holder of relevant interest	Date	Consideration (proceeds)	Nature and Class	Number of votes
STAM	24/2/21	(\$72,367.31)	On-market sale of fully paid ordinary shares	(808,500)
STAM	17/5/21	\$7,480,500	Acquisition of unlisted options to acquire unissued fully paid ordinary shares	0
STAM	28/5/21	(\$3,465,832.50)	On-market sale of fully paid ordinary shares	(41,000,000)
STAM	2/6/21	\$18,300,000	Acquisition of new fully paid ordinary shares resulting from exercise of unlisted options.	300,000,000

Annexure C

Addresses

- STAM, STAR Fund, Fred Woollard: PO Box R1743, Royal Exchange 1225.
- JPM – 85 Castlereagh St Sydney NSW 2000.

These pages comprise the Annexures A, B and C referred to in Form 603, Notice of initial substantial holder.



Ouafaa Karim – Company Secretary, STAM. 2/6/21.