

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Western Areas Limited

ACN/ARSN ACN 091049357

1. Details of substantial holder (1)

Name Wellington Management Company, LLP ("Wellington Management"), and its related bodies corporate

ACN/ARSN (if applicable) _____

There was a change in the interests of the substantial holder on 22/05/14

The previous notice was given to the company on 30/04/14

The previous notice was dated 29/04/14

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)
Common Stock	14,388,639	6.19%	11,765,957	5.06%

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
See Exhibit B					

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
Wellington Management	Unknown	Unknown	investment/voting authority (see example agreement attached as Exhibit A) in respect of the ordinary shares issued and allotted pursuant to the Scheme of Arrangement approved by the supreme court of South Australia on 21 June 2002	11,765,957 Common Stock	5.06%

Exhibit A

Wellington Management Company, LLP ("Wellington Management")
Investment Management Agreement

Appointment of
Wellington Management
as Manager/ Acceptance
of Appointment

The Clients hereby appoint Wellington Management as investment manager to manage, supervise and direct the Clients' investment account or accounts (collectively, the "Account") under the terms and conditions set forth in the agreement. By execution of the Agreement, Wellington Management accepts appointment as investment manager and agrees to manage, supervise and direct the investments of the Account pursuant to the provisions of the Agreement.

Discretionary Authority -
Investments

Wellington Management shall have full and complete discretion to manage, supervise and direct the investment and reinvestment of assets in the Account and any additions thereto, subject to the investment objectives and guidelines attached to the Agreement. Wellington Management shall have full power and authority to act on behalf of the Account with respect to the purchase, sale, exchange, conversion or other transactions in any and all stocks, bonds, cash held for investment, and other assets, including shares of a registered investment company for which Wellington Management may act as investment adviser and, upon proper authorization by the Clients, interests in a collective trust maintained by a bank or trust company, including one maintained by an affiliate of Wellington Management. No cash or securities due to or held for the Account shall be paid or delivered to Wellington Management, except in payment of the management fee payable to Wellington Management under the Agreements pursuant to procedures approved by the Clients.

Exhibit B

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
30/04/14	Wellington Management	Sale	-975,679 AUD	-237,953 Common Stock	-237,953
01/05/14	Wellington Management	Sale	-370,278 AUD	-91,359 Common Stock	-91,359
02/05/14	Wellington Management	Sale	-99,367 AUD	-24,904 Common Stock	-24,904
05/05/14	Wellington Management	Sale	-411,880 AUD	-100,000 Common Stock	-100,000
06/05/14	Wellington Management	Sale	-332,672 AUD	-80,000 Common Stock	-80,000
07/05/14	Wellington Management	Sale	-274,355 AUD	-66,470 Common Stock	-66,470
08/05/14	Wellington Management	Sale	-644,134 AUD	-151,202 Common Stock	-151,202
09/05/14	Wellington Management	Sale	-1,086,060 AUD	-250,000 Common Stock	-250,000
12/05/14	Wellington Management	Sale	-823,902 AUD	-189,861 Common Stock	-189,861
13/05/14	Wellington Management	Sale	-445,900 AUD	-100,000 Common Stock	-100,000
14/05/14	Wellington Management	Sale	-305,409 AUD	-68,485 Common Stock	-68,485
15/05/14	Wellington Management	Sale	-397,324 AUD	-90,094 Common Stock	-90,094
19/05/14	Wellington Management	Sale	-48,860 AUD	-11,717 Common Stock	-11,717
20/05/14	Wellington Management	Sale	-2,583,884 AUD	-588,450 Common Stock	-588,450
22/05/14	Wellington Management	Sale	-2,562,826 AUD	-572,187 Common Stock	-572,187