

**Form 604  
Corporations Act 2001  
Section 671B**

**Notice of Change of Interests of Substantial Holder**

To: **Carsales.com Ltd**

ACN/ARSN:

**1. Details of substantial holder (s)**

Name: FIL Limited and the entities listed in Annexure A ("FIL")  
ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on	29 July 2014
The previous notice was given to the company on	19 June 2014
The previous notice was dated	19 June 2014

**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 Person's votes	Previous Notice Voting Power (5)	Present Notice Person's votes	Present Notice Voting Power (5)
Common Stock	23,239,092	9.77%	20,440,357	8.59%

**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
			AUD \$	Common Stock	Common Stock
06/18/2014	FIL	BUY	10.68	697	697
06/18/2014	FIL	BUY	10.68	90,489	90,489
06/18/2014	FIL	BUY	10.68	909	909
06/18/2014	FIL	BUY	10.68	502	502
06/18/2014	FIL	BUY	10.68	2,412	2,412
06/18/2014	FIL	BUY	10.68	2,101	2,101
06/18/2014	FIL	BUY	10.68	12,890	12,890
06/19/2014	FIL	BUY	10.69	888	888

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06/19/2014	FIL	BUY	10.69	115,284	115,284
06/19/2014	FIL	BUY	10.69	1,159	1,159
06/19/2014	FIL	BUY	10.69	498	498
06/19/2014	FIL	BUY	10.69	3,073	3,073
06/19/2014	FIL	BUY	10.69	2,676	2,676
06/19/2014	FIL	BUY	10.69	16,422	16,422
06/20/2014	FIL	BUY	10.74	1,555	1,555
06/20/2014	FIL	BUY	10.74	201,992	201,992
06/20/2014	FIL	BUY	10.74	2,030	2,030
06/20/2014	FIL	BUY	10.74	506	506
06/20/2014	FIL	BUY	10.74	5,385	5,385
06/20/2014	FIL	BUY	10.74	4,689	4,689
06/20/2014	FIL	BUY	10.74	28,775	28,775
07/14/2014	FIL	SELL	11.37	88,962	88,962
07/14/2014	FIL	SELL	11.33	100,000	100,000
07/15/2014	FIL	SELL	11.35	23,403	23,403
07/15/2014	FIL	SELL	11.41	50,000	50,000
07/16/2014	FIL	SELL	11.33	60,239	60,239
07/16/2014	FIL	SELL	11.30	175,000	175,000
07/17/2014	FIL	SELL	11.40	145,206	145,206
07/17/2014	FIL	SELL	11.40	175,000	175,000
07/18/2014	FIL	SELL	11.34	49,769	49,769
07/18/2014	FIL	SELL	11.33	616,720	616,720
07/21/2014	FIL	SELL	11.33	27,585	27,585
07/21/2014	FIL	SELL	11.31	100,000	100,000
07/22/2014	FIL	SELL	11.35	59,488	59,488
07/22/2014	FIL	SELL	11.32	199,442	199,442
07/23/2014	FIL	SELL	11.22	115,276	115,276
07/23/2014	FIL	SELL	11.22	5,583	5,583
07/24/2014	FIL	SELL	11.22	64,377	64,377
07/24/2014	FIL	SELL	11.22	3,118	3,118
07/25/2014	FIL	SELL	11.21	176,454	176,454
07/25/2014	FIL	BUY	11.22	3,229	3,229
07/25/2014	FIL	SELL	11.21	8,546	8,546
07/28/2014	FIL	SELL	11.27	35,506	35,506
07/28/2014	FIL	SELL	11.32	476,903	476,903
07/28/2014	FIL	SELL	11.27	1,720	1,720
07/28/2014	FIL	SELL	11.32	23,097	23,097
07/29/2014	FIL	BUY	11.50	803	803
07/29/2014	FIL	SELL	11.48	177,624	177,624
07/29/2014	FIL	SELL	11.35	343,099	343,099
07/29/2014	FIL	BUY	11.50	8,540	8,540
07/29/2014	FIL	BUY	11.50	1,048	1,048
07/29/2014	FIL	BUY	11.50	2,779	2,779
07/29/2014	FIL	BUY	11.50	2,420	2,420

07/29/2014	FIL	SELL	11.48	8,602	8,602
07/29/2014	FIL	SELL	11.35	16,617	16,617
07/29/2014	FIL	BUY	11.50	14,850	14,850
				<b>Total Buys</b>	<b>528,601</b>
				<b>Total Sells</b>	<b>3,327,336</b>
				<b>Overall Decrease</b>	<b>(2,798,735)</b>

#### 4. Present Relevant Interest

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Refer to Annexure A

#### 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
N/A	

#### 6. Addresses

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

Refer to Annexure A

Sign Here



Dated: 31 July 2014

Philip Alexander

Regulatory Reporting Manager, Asia Pacific

Duly authorized under Powers of Attorney by and on behalf of FIL Limited

Name	Address	Registered Holder of Securities	Nature of Relevant Interest	Total
FIL INVESTMENT MANAGEMENT (AUSTRALIA) LIMITED	Level 11, 167 Macquarie Street, Sydney, NSW, 2000	BROWN BROTHERS HARRIMAN AND CITIBANK LONDON	Investment Discretion/ Voting Power	11,592
		CITIBANK LTD MELBOURNE (C)		1,585,368
		JP MORGAN, BOURNEMOUTH (C)		1,161,503
		NATIONAL ASTL BK MELBOURNE (S)		14,291,765
		NORTHERN TRUST LONDON (C)		2,065,178
FIL INVESTMENT MANAGEMENT (SINGAPORE) LIMITED	One Marina Boulevard #28-00, Singapore 018989	BROWN BROS HARRIMN LTD LUX (C)	Investment Discretion/ Voting Power	24,687
		BROWN BROTHERS HARRIMAN AND		24,557
		JP MORGAN, BOURNEMOUTH (C)		18,965
		NORTHERN TRUST LUX (C)		99,374
		MASTER TRUST BANK OF JAPAN (C)		92,479
		HSBC BANK PLC (C)		32,744
		CITIBANK NA, HONG KONG BR (S)		877,783
		NOMURA TRUST AND BANKING (C)		135,701
				18,661