

**DATE:** 3 June 2015  
**TO:** ASX Sydney  
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**Total Number of Pages:** Four

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme

WEBSTER LIMITED

ACN/ARSN

009476000

**1. Details of substantial holder (1)**Name Christopher Darcy Corrigan  
(Corrigan) and Belfort Investment  
Advisors Ltd (together Substantial  
Holder)

ACN/ARSN (if applicable)

There was a change in the interests of the  
substantial holder on 29/05/2015  
The previous notice was given to the company on 03/03/2015  
The previous notice was dated 05/03/2015

**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)
Ordinary Shares	23,838,637	15.3%	41,754,718	15.87% (based on 263,133,213 Webster shares on issue)

**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
29/05/2015	Belfort	Issue of Webster Shares pursuant to a Share Purchase Agreement ("SPA") dated 3 March 2015	Sale of Belfort's entire shareholding in Bengarang Limited to Webster pursuant to the SPA	17,916,081	17,916,081

**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
Substantial Holders	Corrigan HSBC Custodians Pacor Secoma	Corrigan Belfort  Belfort		1,323 23,837,637  17,916,081	1,323 23,837,637  17,916,081

#### 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
Verolot Limited ("Verolot") who has a relevant interest in 32,215,862 Webster shares  Australian Food and Fibre Limited and associates, who in aggregate have a relevant interest in 64,031,899 Webster shares.	On 28/02/2015, AFF, Belfort, Verolot and Webster entered into a Share Purchase Agreement ("SPA") pursuant to which each of AFF, Belfort and Verolot agrees to sell their respective shares in Bengerang Limited and Webster agrees to buy those shares on the terms set out in that agreement.  The entry into the SPA may be considered to have resulted in the establishment of an association between AFF, Belfort (and its associate Corrigan) and Verolot in relation to Webster pursuant to section 12 of the Corporations Act 2001 (Cth). The associate relationship that may have been created by entry into the SPA will cease upon 'Completion' under, and as defined in, the SPA.  If there is such an association, the voting power of AFF (and, for completeness, each other Substantial Shareholder) in Webster will have increased by reference to the aggregate number of Webster Shares in which Belfort, Corrigan and Verolot has a relevant interest in. None of AFF or any other Substantial Holder has a relevant interest in any of those Webster Shares.  The associate relationship that may have been created by entry into the SPA ceased on 29 May 2015 upon "Completion" under, and as defined in, the SPA.

#### 6. Addresses

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

Name	Address
The Substantial Holders	c/- Third Floor, RG Hodge Plaza Road Town, Tortola, British Virgin Islands
Verolot & Australian Food & Fibre Limited	c/- HSBC House, Esplanade, St Helier, Jersey JE1 1GT c/- Australian Food & Fibre Limited, Suite 3, 50 Auburn Street, Moree NSW 2400

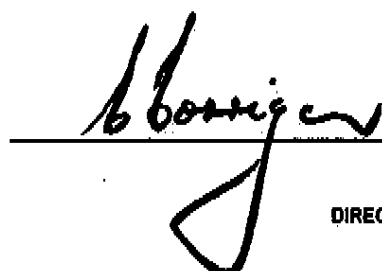
#### Signature

print name

CHAS CORRIGAN capacity

sign here

date



02/06/15.

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 trustees 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 6 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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.
- (7) 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.
- (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) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.