

AUSTRALIAN RETAIL INVESTMENTS PTY. LTD.

A.C.N. 074 747 292

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AUSTRALIA

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FACSIMILE TRANSMISSION

TO: Announcements Office

COMPANY: Australian Securities Exchange

FAX NO.: 1300 135 638

FROM: Kim Davis

PAGES: 4 (INCLUDING THIS PAGE)

DATE: 18 June 2014

Dear Sirs

Attached is a completed Form 603 in respect of David Jones Limited



KIM DAVIS
Company Secretary
Australian Retail Investments Pty Ltd

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Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To: Company Name/Scheme **David Jones Limited**

ACN/ARSN **000 074 573**

1. Details of substantial holder ⁽¹⁾

Name **Australian Retail Investments Pty Ltd as trustee for the Langcliffe Trust and each of the parties listed in Annexure "A"**

ACN/ARSN (if applicable) **074 747 292**

The holder became a substantial holder on 16/06/2014

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	Persons' votes ⁽⁵⁾	Voting power ⁽⁶⁾
Ordinary shares	53,119,754	53,119,754	9.89%

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
S L Nominees Pty Ltd as trustee for the Haskin Settlement Trust	Power to control voting and/or disposal of securities	26,319,754 ordinary shares
Australian Retail Investments Pty Ltd as trustee for the Langcliffe Trust	Power to control voting and/or disposal of securities	26,800,000 ordinary shares
DJA Custodians Pty Ltd	Relevant interest pursuant to section 608(3)(a) as sole shareholder of S L Nominees Pty Ltd and Australian Retail Investments Pty Ltd	53,119,754 ordinary shares

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
S L Nominees Pty Ltd as trustee for the Haskin Settlement Trust, and DJA Custodians Pty Ltd	L39 Pty Ltd	S L Nominees as trustee for the Haskin Settlement Trust	26,319,754 ordinary shares

Australian Retail Investments Pty Ltd as trustee for the Langcliffe Trust and DJA Custodians Pty Ltd	L39 Pty Ltd	Australian Retail Investments Pty Ltd as trustee for the Langcliffe Trust	26,800,000 ordinary shares
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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
		Cash	Non-cash	
S L Nominees Pty Ltd as trustee for the Haskin Settlement Trust	9 May 2014	\$13,825,000	Nil	3,500,000 ordinary shares
	29 May 2014	\$19,004,417	Nil	4,789,661 ordinary shares
	30 May 2014	\$37,603.04	Nil	9,448 ordinary shares
	2 June 2014	\$33,848,968	Nil	8,462,242 ordinary shares
	3 June 2014	\$38,233,612	Nil	9,558,403 ordinary shares
Australian Retail Investments Pty Ltd as trustee for the Langcliffe Trust	16 June 2014	\$104,520,000	Nil	26,800,000 ordinary shares
DJA Custodians Pty Ltd	N/A	N/A	N/A	N/A

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
Solomon Lew, S L Nominees Pty Ltd ACN 152 101 392 and Australian Retail Investments Pty Ltd ACN 074 747 292	Solomon Lew, S L Nominees Pty Ltd and Australian Retail Investments Pty Ltd are acting in concert with, and are therefore associates of, each other, in relation to the affairs of David Jones Limited.

7. Addresses

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

Name	Address
S L Nominees Pty Ltd	35 Market Street, South Melbourne VIC 3205
Australian Retail Investments Pty Ltd	35 Market Street, South Melbourne VIC 3205
DJA Custodians Pty Ltd	35 Market Street, South Melbourne VIC 3205
Solomon Lew	Level 53, 101 Collins Street, Melbourne VIC 3000

Signature

print name Kim Davis

Capacity Company Secretary, Australian Retail Investments Pty Ltd

sign here



date 18 June 2014

Annexure "A" to Form 603

This is Annexure "A" of one page referred to in Form 603 - Notice of initial substantial holder signed by me and dated 18 June 2014.


Signed _____

Kim Davis
Name

Company Secretary
Capacity

Name
S L Nominees Pty Ltd ACN 152 101 392 as trustee for the Haskin Settlement Trust
DJA Custodians Pty Ltd ACN 142 804 046
Solomon Lew