

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**To Company Name/Scheme **DICK SMITH HOLDINGS LTD**ACN/ARSN **ACN 166 237 841****1. Details of substantial holder (1)**Name **AustralianSuper Pty Ltd**ACN/ARSN (if applicable) **006 457 987**The holder became a substantial holder on **26 /11 / 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 securities	Person's votes (5)	Voting power (6)
ORDINARY	13,192,118	13,192,118	5.58%

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
AustralianSuper Pty Ltd	SHAREHOLDER	ORD 13,192,118

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
AustralianSuper Pty Ltd.	JPMorgan Nominees Australia Ltd.	JPMorgan Nominees Australia Ltd.	ORD 13,192,118

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	
SEE ATTACHED SCHEDULE				

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
N\A	

7. Addresses

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

Name	Address
AustralianSuper Pty Ltd.	Level 33, 50 Lonsdale Street Melbourne VIC 3000

Signature

print name	Abi Shan	Capacity	Senior Analyst
sign here		date	02/12/2014

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.

Dick Smith Holdings LTD

Security	Currency	Transaction	Date	Units	Price
BGQYJ88	AUD	Share purchase	21/07/2014	2000	1.97
BGQYJ88	AUD	Share sale	19/08/2014	1950	2.2
BGQYJ88	AUD	Share purchase	21/08/2014	5000	2.245
BGQYJ88	AUD	Share purchase	27/08/2014	8000	2.285
BGQYJ88	AUD	Share purchase	2/09/2014	5000	2.25
BGQYJ88	AUD	Share purchase	10/09/2014	1475	2.2696
BGQYJ88	AUD	Share sale	11/09/2014	4400	2.3
BGQYJ88	AUD	Share purchase	16/09/2014	889678	2.22
BGQYJ88	AUD	Share sale	23/09/2014	5702	2.23
BGQYJ88	AUD	Share sale	25/09/2014	3500	2.2236
BGQYJ88	AUD	Share purchase	29/09/2014	3008	2.19
BGQYJ88	AUD	Share purchase	7/10/2014	2238	2.094151
BGQYJ88	AUD	Share purchase	16/10/2014	1000	2.11
BGQYJ88	AUD	Share purchase	21/10/2014	4000	2.02
BGQYJ88	AUD	Share sale	22/10/2014	4000	2.065
BGQYJ88	AUD	Share purchase	5/11/2014	14758	2.1243
BGQYJ88	AUD	Share purchase	10/11/2014	2869	2.235002
BGQYJ88	AUD	Share purchase	10/11/2014	155297	2.2186
BGQYJ88	AUD	Share sale	11/11/2014	1039	2.26
BGQYJ88	AUD	Share purchase	13/11/2014	664407	2.2681
BGQYJ88	AUD	Share sale	13/11/2014	3961	2.265001
BGQYJ88	AUD	Share purchase	14/11/2014	34968	2.213
BGQYJ88	AUD	Share purchase	14/11/2014	9934	2.19
BGQYJ88	AUD	Share purchase	17/11/2014	74132	2.22
BGQYJ88	AUD	Share purchase	20/11/2014	7816	2.24
BGQYJ88	AUD	Share purchase	24/11/2014	8996	2.185
BGQYJ88	AUD	Share purchase	25/11/2014	29653	2.1998
BGQYJ88	AUD	Share sale	25/11/2014	8000	2.2
BGQYJ88	AUD	Share purchase	26/11/2014	1455296	2.25
BGQYJ88	AUD	Share purchase	27/11/2014	269975	2.235
BGQYJ88	AUD	Share purchase	27/11/2014	2200	2.23
BGQYJ88	AUD	Share purchase	28/11/2014	94889	2.23

