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Legg Mason Asset Management Australia Limited, ABN 76 004 835 849, AFSL No. 240827

# LEGG MASON

GLOBAL ASSET MANAGEMENT

**To:** ASX Company Announcements Platform  
**From:** Legg Mason Asset Management Australia Limited

Company Secretary – Bradken Ltd

**Fax:** 1300 135 638 / 02 4926 8201  
**Fax:** 03 9017 8665

**Phone:**  
**Phone:** 03 9017 8600

**Pages (Including cover):** 8  
**Date:** 2 February 2015

**Re:** Submission of Form 605: re Bradken Limited

☐ Urgent    ☐ For Review    ☐ Please Comment    ☐ Please Reply    ☐ Please Recycle

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## Notes:

Please find following Form 605: Notice of ceasing to be a substantial shareholder by

Legg Mason Asset Management Australia Limited.

**Notice of ceasing to be a substantial shareholder**

**Form 605**  
**Corporations Law**  
**Section 671B**

To: Bradken Limited  
 2 Maud Street  
 MAYFIELD WEST NSW 2304

**1. Details of substantial shareholder**

Legg Mason Asset Management Limited (ABN 76 004 838 849) and each of the bodies corporate listed in Annexure A

The holder ceased to be a substantial holder on 28 January 2015

The previous notice was given to the company on 4 December 2014

The previous notice was dated 2 December 2014

**2. Details of 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 and Person's votes affected	Nature of relevant interest	Class and number of securities affected	Consideration given in relation to change	Persons votes affected
28 January 2015	Legg Mason Asset Management Australia Limited and each of the bodies corporate listed in Annexure A	Ceased to be a substantial shareholder due to the sale of securities in the ordinary course of business	8,473,281 BKN Fully Paid Ordinary	See Appendix B	

**3. Changes in associates**

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association with, the substantial holder in relation to voting interests in the company of scheme are as follows:

Name and ACN/ABN (if applicable)	Nature of association

**4. Addresses**

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

Name	Nature of association
Legg Mason Asset Management Australia Limited	Level 47, 120 Collins Street, Melbourne VIC 3000

Dated this 2<sup>nd</sup> day of February 2015



Rino Lupo  
Legg Mason Asset Management Australia Limited

## ANNEXURE A

### Legg Mason, Inc. Subsidiaries

<b>Name of Undertaking</b>	<b>Nature of Close Link</b>
Legg Mason, Inc.	Parent Undertaking
Legg Mason & Co., LLC	Subsidiary of Parent Undertaking
Legg Mason Asset Management Australia Limited	Subsidiary of Parent Undertaking
Legg Mason Asset Management Hong Kong Limited	Subsidiary of Parent Undertaking
Legg Mason Asset Management (Japan) Co., Ltd.	Subsidiary of Parent Undertaking
Legg Mason Asset Management Singapore Pte. Limited	Subsidiary of Parent Undertaking
Legg Mason Charitable Foundation, Inc.	Subsidiary of Parent Undertaking
Legg Mason International Equities (Hong Kong) Limited	Subsidiary of Parent Undertaking
Legg Mason International Equities Limited	Subsidiary of Parent Undertaking
Legg Mason Investment Funds Limited	Subsidiary of Parent Undertaking
Legg Mason Investments (Europe) Limited	Subsidiary of Parent Undertaking
Legg Mason Investments (Ireland) Limited	Subsidiary of Parent Undertaking
Legg Mason Investments (Luxembourg) S.A.	Subsidiary of Parent Undertaking
Legg Mason Investments (Taiwan) Limited	Subsidiary of Parent Undertaking
Legg Mason Political Action Committee ("PAC")	Subsidiary of Parent Undertaking
Legg Mason Towarzystwo Funduszy Inwestycyjnych Spolka Akcyjna	Subsidiary of Parent Undertaking
Brandywine (UK) Holdings Limited	Subsidiary of Parent Undertaking
The Baltimore Company	Subsidiary of Parent Undertaking
Legg Mason & Co (UK) Limited	Subsidiary of Parent Undertaking
Legg Mason Canada Holdings Ltd	Subsidiary of Parent Undertaking
Legg Mason Commercial Real Estate Services, Inc.	Subsidiary of Parent Undertaking
Legg Mason Funding Ltd	Subsidiary of Parent Undertaking
Legg Mason Global Holdings Ltd	Subsidiary of Parent Undertaking
Legg Mason Holdings, LLC	Subsidiary of Parent Undertaking
Legg Mason International Holdings, LLC	Subsidiary of Parent Undertaking
Legg Mason International Holdings (Cayman) Limited	Subsidiary of Parent Undertaking
Legg Mason (Chile) Inversiones Holding Limitada	Subsidiary of Parent Undertaking
Legg Mason Investments Holdings Limited	Subsidiary of Parent Undertaking
Legg Mason Investments Management Services Limited	Subsidiary of Parent Undertaking
Legg Mason Investments Nominees Limited	Subsidiary of Parent Undertaking
Legg Mason (UK) Holdings Limited	Subsidiary of Parent Undertaking
Legg Mason Real Estate Securities	Subsidiary of Parent Undertaking

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Advisors, Inc.	
Legg Mason Realty Group, Inc.	Subsidiary of Parent Undertaking
Legg Mason Realty Partners, Inc.	Subsidiary of Parent Undertaking
Legg Mason Tower, Inc.	Subsidiary of Parent Undertaking
LM BAM, Inc.	Subsidiary of Parent Undertaking
LM (BVI) Limited	Subsidiary of Parent Undertaking
LM Capital Support V, LLC	Subsidiary of Parent Undertaking
LM Holdings Limited	Subsidiary of Parent Undertaking
LM Holdings 2 Limited	Subsidiary of Parent Undertaking
LM International Holding LP	Subsidiary of Parent Undertaking
LM Tower, LLC	Subsidiary of Parent Undertaking
Nova Scotia Company	Subsidiary of Parent Undertaking
Barrett Associates, Inc.	Subsidiary of Parent Undertaking
Brandywine Global Investment Management, LLC	Subsidiary of Parent Undertaking
Brandywine Global Investment Management (Canada), ULC	Subsidiary of Parent Undertaking
Brandywine Global Investment Management (Europe) Limited	Subsidiary of Parent Undertaking
Brandywine Global Investment Management (Asia) Pte. Limited	Subsidiary of Parent Undertaking
ClearBridge, LLC	Subsidiary of Parent Undertaking
ClearBridge Investments, LLC	Subsidiary of Parent Undertaking
ClearBridge Management Holdings LLC	Subsidiary of Parent Undertaking
Legg Mason ClearBridge Holdings LLC	Subsidiary of Parent Undertaking
Legg Mason Fund Asset Management, Inc.	Subsidiary of Parent Undertaking
Legg Mason Investment Counsel, LLC	Subsidiary of Parent Undertaking
Legg Mason Investment Counsel & Trust Company, N.A.	Subsidiary of Parent Undertaking
Legg Mason Investor Services, LLC	Subsidiary of Parent Undertaking
Legg Mason Partners Fund Advisor, LLC	Subsidiary of Parent Undertaking
LM Pelican Holdings, L.P.	Subsidiary of Parent Undertaking
LMM, LLC	Subsidiary of Parent Undertaking
LMOBC, Inc.	Subsidiary of Parent Undertaking
LMP Select, LLC	Subsidiary of Parent Undertaking
Martin Currie Investment Management Limited	Subsidiary of Parent Undertaking
Martin Currie Fund Management Limited	Subsidiary of Parent Undertaking
Martin Currie Asia PTE Limited	Subsidiary of Parent Undertaking
Martin Currie Inc.	Subsidiary of Parent Undertaking
Martin Currie Investor Services Inc.	Subsidiary of Parent Undertaking
Permal Asset Management LLC	Subsidiary of Parent Undertaking
Permal Capital Management LLC	Subsidiary of Parent Undertaking
Permal (PGI) LLC	Subsidiary of Parent Undertaking
Permal Group Limited	Subsidiary of Parent Undertaking
Permal (Hong Kong) Limited	Subsidiary of Parent Undertaking

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Permal Investment Management Services Limited	Subsidiary of Parent Undertaking
Permal (Isle of Man) Limited	Subsidiary of Parent Undertaking
Permal (Japan) K.K.	Subsidiary of Parent Undertaking
Permal (Singapore) Pte. Limited	Subsidiary of Parent Undertaking
QS Batterymarch Financial Management, Inc.	Subsidiary of Parent Undertaking
QS Investors Fund Management, LLC	Subsidiary of Parent Undertaking
QS Investors Holdings, LLC	Subsidiary of Parent Undertaking
QS Investors, LLC	Subsidiary of Parent Undertaking
QS Legg Mason Global Asset Allocation, LLC	Subsidiary of Parent Undertaking
Royce & Associates, LLC	Subsidiary of Parent Undertaking
Royce Fund Services, Inc.	Subsidiary of Parent Undertaking
Royce Management Company, LLC	Subsidiary of Parent Undertaking
The Saint James Bank and Trust Company Ltd	Subsidiary of Parent Undertaking
Western Asset Management Company	Subsidiary of Parent Undertaking
Western Asset Management Company Ltd- Japan	Subsidiary of Parent Undertaking
Western Asset Management Company Limited- UK	Subsidiary of Parent Undertaking
Western Asset Management Company Pty Ltd- Australia	Subsidiary of Parent Undertaking
Western Asset Management Company Distribuidora de Titulos E Valores Mobiliarios Limitada	Subsidiary of Parent Undertaking
Western Asset Management Company Pte. Ltd.- Singapore	Subsidiary of Parent Undertaking
Batterymarch Asia GP, LTD	Subsidiary of Parent Undertaking
BGIM Capital Management, LLC	Subsidiary of Parent Undertaking
BMML, Inc.	Subsidiary of Parent Undertaking
Fauchier Partners Limited	Subsidiary of Parent Undertaking
Fauchier Partners Management Company Limited	Subsidiary of Parent Undertaking
Gray Seifert & Company, LLC	Subsidiary of Parent Undertaking
LM Asset Services, LLC	Subsidiary of Parent Undertaking
LMIC Services Company, LLC	Subsidiary of Parent Undertaking
Martin Currie (Holdings) Limited	Subsidiary of Parent Undertaking
Martin Currie Limited	Subsidiary of Parent Undertaking
Martin Currie (Bermuda) Limited	Subsidiary of Parent Undertaking
China Healthcare GP Limited	Subsidiary of Parent Undertaking
China Development Capital GP Limited	Subsidiary of Parent Undertaking
Martin Currie Absolute Return Fund GP Limited	Subsidiary of Parent Undertaking
Moorgate Investment Management Limited (Dormant)	Subsidiary of Parent Undertaking
Martin Currie Trustees Limited (Dormant)	Subsidiary of Parent Undertaking

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Pelican Holdings I, LLC	Subsidiary of Parent Undertaking
Pelican Holdings II, LLC	Subsidiary of Parent Undertaking
Permal Business Consulting (Beijing) Company Limited	Subsidiary of Parent Undertaking
Permal Capital Holdings LLC	Subsidiary of Parent Undertaking
Permal Cayman International Limited Partnership	Subsidiary of Parent Undertaking
Permal MEP Cayman LP	Subsidiary of Parent Undertaking
Permal Group LLC	Subsidiary of Parent Undertaking
Permal Group Holdings, LLC	Subsidiary of Parent Undertaking
Permal Group Holdings Ltd.	Subsidiary of Parent Undertaking
Permal Group SAS	Subsidiary of Parent Undertaking
Permal Investment Consulting (Shanghai) Ltd.	Subsidiary of Parent Undertaking
Permal UK Ltd.	Subsidiary of Parent Undertaking
Saintco Ltd.	Subsidiary of Parent Undertaking
SJBTC Ltd.	Subsidiary of Parent Undertaking
W&P Fund Services	Subsidiary of Parent Undertaking
Western Asset Holdings (Australia) Pty Ltd.	Subsidiary of Parent Undertaking
Western Asset Management (Brazil) Holdings Limitada	Subsidiary of Parent Undertaking
Western Asset Management (Cayman) Holdings Limited	Subsidiary of Parent Undertaking
Western Asset Management (UK) Holdings Limited	Subsidiary of Parent Undertaking

**ANNEXURE B****BKN Transactions from 2 December 2014 to 28 January 2015**

<b>As Of</b>	<b>B/S</b>	<b>Qty</b>	<b>Price</b>	<b>Class</b>
01/28/15	S	16731	2.801	Fully Paid Ordinary
01/28/15	S	43420	2.801	Fully Paid Ordinary
01/28/15	S	9778	2.7736	Fully Paid Ordinary
01/28/15	S	25378	2.7736	Fully Paid Ordinary
01/28/15	S	35080	2.7736	Fully Paid Ordinary
01/28/15	S	6968	2.7736	Fully Paid Ordinary
01/28/15	S	31842	2.7736	Fully Paid Ordinary
01/28/15	S	11921	2.801	Fully Paid Ordinary
01/28/15	S	60019	2.801	Fully Paid Ordinary
01/28/15	S	54479	2.801	Fully Paid Ordinary
01/28/15	S	34453	2.7736	Fully Paid Ordinary
01/28/15	S	58947	2.801	Fully Paid Ordinary
01/20/15	S	477	4.2804	Fully Paid Ordinary
01/20/15	S	2385	4.2804	Fully Paid Ordinary
01/20/15	S	678	4.2804	Fully Paid Ordinary
01/20/15	S	1764	4.2804	Fully Paid Ordinary
01/20/15	S	2427	4.2804	Fully Paid Ordinary
01/20/15	S	2203	4.2804	Fully Paid Ordinary
01/19/15	S	9098	4.3112	Fully Paid Ordinary
01/19/15	S	2586	4.3112	Fully Paid Ordinary
01/19/15	S	9259	4.3112	Fully Paid Ordinary
01/19/15	S	8404	4.3112	Fully Paid Ordinary
01/19/15	S	1821	4.3112	Fully Paid Ordinary
01/19/15	S	6728	4.3112	Fully Paid Ordinary
01/07/15	B	109699	4.5158	Fully Paid Ordinary
01/05/15	B	93474	4.7085	Fully Paid Ordinary
12/29/14	B	70077	4.6966	Fully Paid Ordinary
12/19/14	B	8292	4.5775	Fully Paid Ordinary
12/08/14	S	4680	4.4717	Fully Paid Ordinary
12/08/14	S	12051	4.4717	Fully Paid Ordinary
12/03/14	B	14958	3.4267	Fully Paid Ordinary
12/03/14	B	62990	3.4267	Fully Paid Ordinary
12/02/14	B	83008	3.4516	Fully Paid Ordinary

**Bradken Limited - BKN as at 28th January 2015**

<b>Holder of relevant interest</b>	<b>Registered holder of securities</b>	<b>Class and number of securities</b>
Legg Mason Asset Management Australia Limited	State Street Australia Limited	684,732 BKN Fully Paid Ordinary
Legg Mason Asset Management Australia Limited	The Bank of New York Mellon	802,754 BKN Fully Paid Ordinary
Legg Mason Asset Management Australia Limited	National Custodian Services	1,728,652 BKN Fully Paid Ordinary
Legg Mason Asset Management Australia Limited	Banque Nationale de Paris	665,319 BKN Fully Paid Ordinary
Legg Mason Asset Management Australia Limited	Citi	3,811,416 BKN Fully Paid Ordinary
Legg Mason Asset Management Australia Limited	JP Morgan	776,149 BKN Fully Paid Ordinary
QS Investors, LLC	Credit Suisse Prime Services	4,259 BKN Fully Paid Ordinary