

# Form 604

## Corporations Act 2001 Section 671B

### Notice of change of interests of substantial holder

To Company Name/Scheme: Brambles Limited

ACN/ARSN: 118 896 021

#### 1. Details of substantial holder (1)

Name: Schroder Investment Management Australia Limited

ACN/ARSN (if applicable): 000 443 274

There was a change in the interests of the substantial holder on: 06/03/2015

The previous notice was given to the company on: 20/05/2013

The previous notice was dated: 20/05/2013

#### 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	101,032,203	6.49%	83,885,123	5.36%

#### 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
21/05/2013 - 06/03/2015	SIM LTD	Buy	\$24,861,201.77	2,678,266	2,678,266
21/05/2013 - 06/03/2015	SIM LTD	Sell	\$18,682,595.33	2,063,166	2,063,166
21/05/2013 - 06/03/2015	SIM LTD	In Specie Transfer In	Nil	705,997	705,997

21/05/2013 - 06/03/2015	SIM LTD	In Specie Transfer Out	Nil	659,977	659,977
21/05/2013 - 06/03/2015	SIMAL	Buy	\$87,956,198.23	9,697,320	9,697,320
21/05/2013 - 06/03/2015	SIMAL	Sell	\$202,587,148.62	21,425,359	21,425,359
21/05/2013 - 06/03/2015	SIMAL	In Specie Transfer In	Nil	1,193,876	1,193,876
21/05/2013 - 06/03/2015	SIMAL	In Specie Transfer Out	Nil	4,439,548	4,439,548
21/05/2013 - 06/03/2015	SIMNA LTD	Buy	\$54,553,675.86	5,921,489	5,921,489
21/05/2013 - 06/03/2015	SIMNA LTD	Sell	\$15,483,180.17	1,654,636	1,654,636
21/05/2013 - 06/03/2015	SIMNA LTD	In Specie Transfer Out	Nil	1,702,245	1,702,245
21/05/2013 - 06/03/2015	SIMSL	Buy	\$77,629,820.58	8,372,883	8,372,883
21/05/2013 - 06/03/2015	SIMSL	Sell	\$154,873,725.01	15,693,211	15,693,211
21/05/2013 - 06/03/2015	SIMHK	Buy	\$19,661,732.33	2,080,326	2,080,326
21/05/2013 - 06/03/2015	SIMHK	Sell	\$1,894,814.68	180,525	180,525
21/05/2013 - 06/03/2015	S&Co LTD	In Specie Transfer In	Nil	21,430	21,430

#### 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
SIMAL	BNP Paribas Securities Services	BNP Paribas Securities Services	Power to dispose of securities	3,914,459 Ordinary Shares	3,914,459
SIMAL	Citicorp Nominees Ltd HK	Citicorp Nominees Ltd HK	Power to dispose of securities	6,063,041 Ordinary Shares	6,063,041
SIMAL	HSBC Custody Nominees (Australia) Ltd	HSBC Custody Nominees (Australia) Ltd	Power to dispose of securities	4,615,708 Ordinary Shares	4,615,708
SIMAL	JP Morgan Custodial Services	JP Morgan Custodial Services	Power to dispose of securities	18,709,579 Ordinary Shares	18,709,579
SIMAL	National Nominees Ltd - Melbourne	National Nominees Ltd - Melbourne	Power to dispose of securities	9,418,461 Ordinary Shares	9,418,461
SIM LTD	JP Morgan Chase B'Mouth	JP Morgan Chase B'Mouth	Power to dispose of securities	4,246,427 Ordinary Shares"	4,246,427
SIM LTD	State Street Bank & Trust Co, Quincy	State Street Bank & Trust Co, Quincy	Power to dispose of securities	117,382 Ordinary Shares	117,382
SIM LTD	Brown Brothers Harriman	Brown Brothers Harriman	Power to dispose of securities	38,463 Ordinary Shares	38,463
SIM LTD	HSBC London	HSBC London	Power to dispose of securities	1,211,103 Ordinary Shares	1,211,103
SIM LTD	Danske Bank, Copenhagen	Danske Bank, Copenhagen	Power to dispose of securities	64,251 Ordinary Shares	64,251
SIM LTD	Deutsche Bank Malaysia	Deutsche Bank Malaysia	Power to dispose of securities	11,349 Ordinary Shares	11,349
SIM LTD	Chase New York	Chase New York	Power to dispose of securities	56,549 Ordinary Shares	56,549
SIM LTD	NT London	NT London	Power to dispose of securities	32,301 Ordinary Shares	32,301
SIMNA LTD	ABN Amro Mellon	ABN Amro Mellon	Power to dispose of securities	911,327 Ordinary Shares	911,327
SIMNA LTD	JP Morgan Chase B'Mouth	JP Morgan Chase B'Mouth	Power to dispose of securities	6,155,085 Ordinary Shares	6,155,085
SIMNA LTD	Brown Brothers Harriman	Brown Brothers Harriman	Power to dispose of securities	744,455 Ordinary Shares	744,455
SIMNA LTD	State Street Bank & Trust Co.	State Street Bank & Trust Co.	Power to dispose of securities	932,052 Ordinary Shares	932,052
SIMNA LTD	Bank of NY Prudential	Bank of NY Prudential	Power to dispose of securities	665, 975 Ordinary Shares	665, 975
SIMNA LTD	Bank of Okalhoma	Bank of Okalhoma	Power to dispose of securities	214,378 Ordinary Shares	214,378

SIMSL	Bank of New York Mellon	Bank of New York Mellon	Power to dispose of securities	304,879 Ordinary Shares	304,879
SIMSL	Citibank, London	Citibank, London	Power to dispose of securities	1,023,481 Ordinary Shares	1,023,481
SIMSL	JP Morgan Chase B'Mouth	JP Morgan Chase B'Mouth	Power to dispose of securities	15,966,503 Ordinary Shares	15,966,503
SIMSL	Nikkociti Trust N Banking Corp, Tokyo	Nikkociti Trust N Banking Corp, Tokyo	Power to dispose of securities	415,760 Ordinary Shares	415,760
SIMSL	Northern Trust Company, Singapore	Northern Trust Company, Singapore	Power to dispose of securities	2,371,076 Ordinary Shares	2,371,076
SIMSL	State Street Bank & Trust Co, Quincy	State Street Bank & Trust Co, Quincy	Power to dispose of securities	1,151,916 Ordinary Shares	1,151,916
SIMSL	HSBC Institutional Trust Services Ltd	HSBC Institutional Trust Services Ltd	Power to dispose of securities	919,913 Ordinary Shares	919,913
SIMSL	HSBC Bank Plc London	HSBC Bank Plc London	Power to dispose of securities	707,440 Ordinary Shares	707,440
SIMSL	RBC DEXIA Investor Services Bank S.A.	RBC DEXIA Investor Services Bank S.A.	Power to dispose of securities	796,391 Ordinary Shares	796,391
SIMHK	Northern Trust Company	Northern Trust Company	Power to dispose of securities	163,876 Ordinary Shares	163,876
SIMHK	HSBC Institutional Trust Services Ltd	HSBC Institutional Trust Services Ltd	Power to dispose of securities	175,855 Ordinary Shares	175,855
SIMHK	HSBC Institutional Trust Services Ltd (ASIA)	HSBC Institutional Trust Services Ltd (ASIA)	Power to dispose of securities	2,011,127 Ordinary Shares	2,011,127
SIMHK	Citibank Bank N.A., Singapore	Citibank Bank N.A., Singapore	Power to dispose of securities	382,209 Ordinary Shares	382,209
S&Co LTD	Schroder &Co Bank AG (Zurich)	Schroder &Co Bank AG (Zurich)	Power to dispose of securities	42,840 Ordinary Shares	42,840

## 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
Schroder Investment Management Australia Limited ("SIMAL")	Relevant Fund Manager
Schroder Investment Management UK Limited ("SIM LTD")	Relevant Fund Manager
Schroder Investment Management North America ("SIMNA")	Relevant Fund Manager
Schroder Investment Singapore Limited ("SIMSL")	Relevant Fund Manager
Schroder Investment Management Hong Kong Limited ("SIMHK")	Relevant Fund Manager

Schroder & Co. Limited ("S&CO LTD")	Relevant Fund Manager
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## 6. Address

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

Name	Address
Schroder Investment Management (Australia) Limited ("SIMAL")	Level 20, Angel Place, 123 Pitt Street, Sydney, 2000, Australia
Schroder Investment Management Limited ("SIM LTD")	31 Gresham Street, London EC2V 7QA, UK
Schroder Investment Management North America ("SIMNA")	31 Gresham Street, London EC2V 7QA, UK
Schroder Investment (Singapore) Limited ("SIMSL")	65 Chulia Street #46-00 OCBC Centre, Singapore 049513
Schroder Investment Management (Hong Kong) Limited ("SIMHK")	19th Floor, Two Exchange Square, 8 Connaught Place, Central, Hong Kong SAR
Schroder & Co. Limited ("S&CO LTD")	100 Wood Street, London EC2V 7ER, UK