

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**To Company Name/Scheme Dick Smith Holdings LtdACN/ARSN 166 237 841**1. Details of substantial holder (1)**Name AustralianSuper Pty LtdACN/ARSN (if applicable) 006 457 987The holder became a substantial holder on 17 / 06 / 2015**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	13,047,384	13,047,384	5.52%

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 13,047,384

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 13,047,384

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 MATTHEW DWE capacity RISK MANAGER
 sign here  date 22/6/15

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 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.

Trade Desc	Trade Date	Security Name	Security Code	Units	Price
OS-PUR	19/03/2015	Dick Smith Holdings Ltd	BMSK748	2500	1.52
OS-PUR	26/03/2015	Dick Smith Holdings Ltd	BMSK748	3300	1.65
OS-PUR	27/03/2015	Dick Smith Holdings Ltd	BMSK748	10900	1.6156
OS-PUR	31/03/2015	Dick Smith Holdings Ltd	BMSK748	1250	1.6
OS-SAL	2/04/2015	Dick Smith Holdings Ltd	BMSK748	2000	1.57
OS-PUR	15/04/2015	Dick Smith Holdings Ltd	BMSK748	1000	1.5875
OS-PUR	17/04/2015	Dick Smith Holdings Ltd	BMSK748	1600	1.5142
OS-PUR	21/04/2015	Dick Smith Holdings Ltd	BMSK748	620127	1.5138
OS-PUR	22/04/2015	Dick Smith Holdings Ltd	BMSK748	7000	1.49
OS-PUR	23/04/2015	Dick Smith Holdings Ltd	BMSK748	73042	1.4775
OS-PUR	23/04/2015	Dick Smith Holdings Ltd	BMSK748	2045730	1.4998
OS-PUR	23/04/2015	Dick Smith Holdings Ltd	BMSK748	3337	1.50199
OS-PUR	24/04/2015	Dick Smith Holdings Ltd	BMSK748	1028957	1.5096
OS-PUR	27/04/2015	Dick Smith Holdings Ltd	BMSK748	195354	1.4932
OS-SAL	27/04/2015	Dick Smith Holdings Ltd	BMSK748	1824	1.504402
OS-PUR	28/04/2015	Dick Smith Holdings Ltd	BMSK748	22323	1.5
OS-SAL	30/04/2015	Dick Smith Holdings Ltd	BMSK748	1327	1.525004
OS-SAL	4/05/2015	Dick Smith Holdings Ltd	BMSK748	3365406	1.50214
OS-PUR	4/05/2015	Dick Smith Holdings Ltd	BMSK748	3365406	1.50214
OS-SAL	4/05/2015	Dick Smith Holdings Ltd	BMSK748	4495	1.55
OS-SAL	15/05/2015	Dick Smith Holdings Ltd	BMSK748	1600	1.48
OS-PUR	15/05/2015	Dick Smith Holdings Ltd	BMSK748	7500	1.4945
OS-PUR	29/05/2015	Dick Smith Holdings Ltd	BMSK748	2200	1.5996
OS-SAL	1/06/2015	Dick Smith Holdings Ltd	BMSK748	2031	1.595002
OS-PUR	2/06/2015	Dick Smith Holdings Ltd	BMSK748	28466	1.5
OS-PUR	3/06/2015	Dick Smith Holdings Ltd	BMSK748	2500	1.45
OS-SAL	4/06/2015	Dick Smith Holdings Ltd	BMSK748	6071	1.5
OS-PUR	10/06/2015	Dick Smith Holdings Ltd	BMSK748	7628	1.396854
OS-PUR	12/06/2015	Dick Smith Holdings Ltd	BMSK748	2930	1.330201
OS-PUR	15/06/2015	Dick Smith Holdings Ltd	BMSK748	1338	1.327504
OS-PUR	16/06/2015	Dick Smith Holdings Ltd	BMSK748	2500	1.309
OS-PUR	17/06/2015	Dick Smith Holdings Ltd	BMSK748	2900	1.34
OS-PUR	18/06/2015	Dick Smith Holdings Ltd	BMSK748	10488	1.35492