

# Form 604

Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme Ridley Corporation Limited  
Level 4, 565 Bourke Street  
Melbourne VIC 3000  
ACN/ARSN ACN 006 708 765

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

Name Lazard Asset Management Pacific Co  
ACN/ARSN (if applicable) ACN 064 523 619

There was a change in the interests of the substantial holder on 18/10/2016

The previous notice was given to the company on 07/07/2016

The previous notice was dated 07/07/2016

### 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	29,981,560	9.74%	34,568,573	11.23%

### 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
See Annexure B					

### 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
See Annexure C					

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## 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
See Annexure A	Related bodies corporate

## 6. Addresses

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

Name	Address
Lazard Asset Management Pacific Co and its associates listed in Annexure A	Level 39 Gateway, 1 Macquarie Place Sydney NSW 2000

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## Signature

print name **Apnavi Saddington**

capacity **Company Secretary**

**sign here**

date 20 October 2016

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### 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 6 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
  - (6) Include details of:
    - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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.
  - (7) 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.
  - (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) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.
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## **Annexure 'A'**

This is Annexure A of 1 page referred to in Form 604 Notice of change of interests of substantial holder signed by me and dated 20 October 2016.

Apnavi Saddington  
Company Secretary

20 October 2016  
Dated

### **Associates of Lazard Asset Management Pacific Co. ACN 064 523 619**

Lazard Ltd  
Lazard Group LLC  
Lazard Frères & Co LLC  
Lazard Asset Management LLC  
Lazard Brothers & Co., Ltd.  
Lazard Asset Management (Canada), Inc.  
Lazard Pension Management, Inc  
Lazard Asset Management Limited, London  
Lazard Japan Asset Management KK  
Deutsche Lazard Asset Management Holding GmbH  
Lazard Asset Management (Deutschland) GmbH  
Lazard Funds Marketing GmbH, Frankfurt  
Lazard Alternatives LLC  
Lazard Investment Funds Limited, Dublin  
Lazard Fund Managers (Ireland) Limited  
Lazard Fund Managers Limited, London  
Lazard Debt Recovery Management LLC  
LAMP Administration Pty Ltd  
Lazard Pty Ltd  
Lazard Asset Management (Hong Kong) Limited  
Lazard Korea Asset Management Co. Ltd  
Lazard Asset Management Securities LLC  
Lazard Asset Management (Singapore) Pte Ltd  
Lazard Asset Management Schweiz AG  
Lazard Gulf Limited

## **Annexure 'B'**

This is Annexure B of 3 pages referred to in Form 604, Notice of change of interests of substantial holder, signed by me and dated 20 October 2016.

Apnavi Saddington  
Company Secretary

20 October 2016  
Dated

Lazard Asset Management Pacific Co  
ACN: 064 523 619

**Form 604**  
**Annexure B - Changes in relevant interests**

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change AUD	Class and number of securities affected (All ordinary securities)	Person's votes affected
25/7/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$55,225.45	38,656	38,656
16/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$117,281.59	81,547	81,547
29/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$316,119.56	230,499	230,499
29/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$43,867.96	31,980	31,980
29/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$60,903.50	44,399	44,399
29/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$281,414.76	205,153	205,153
29/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$168,595.36	122,907	122,907
29/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$41,573.06	30,307	30,307
29/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$171,987.15	124,432	124,432
29/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$23,863.82	17,264	17,264
29/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$33,130.69	23,968	23,968
29/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$153,087.06	110,749	110,749
29/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$91,714.84	66,350	66,350
29/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$22,615.62	16,361	16,361
30/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$3,337.42	2,426	2,426
30/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$12,529.83	9,079	9,079
30/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$463.63	337	337
30/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$1,739.00	1,260	1,260
30/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$642.48	467	467
30/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$2,413.90	1,749	1,749
30/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$2,970.26	2,159	2,159
30/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$11,151.68	8,080	8,080
30/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$1,780.23	1,294	1,294
30/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$6,681.35	4,841	4,841
30/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$438.87	319	319
30/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$1,647.90	1,194	1,194
30/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$241,290.78	173,244	173,244
30/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$33,483.54	24,036	24,036
30/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$46,486.35	33,370	33,370
30/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$214,802.58	154,195	154,195
30/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$128,686.52	92,377	92,377
30/8/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$31,731.07	22,778	22,778
9/9/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$219,552.34	174,021	174,021
9/9/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$24,964.61	19,786	19,786
9/9/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$28,346.05	22,466	22,466
9/9/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$258,276.34	204,700	204,700
9/9/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$145,481.37	115,303	115,303
9/9/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$54,725.06	43,373	43,373
9/9/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$31,182.41	24,714	24,714
12/9/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$171,906.28	133,973	133,973
12/9/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$19,547.07	15,233	15,233
12/9/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$22,194.32	17,296	17,296
12/9/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$202,221.63	157,591	157,591

**Form 604**  
**Annexure B - Changes in relevant interests**

<b>Date of change</b>	<b>Person whose relevant interest changed</b>	<b>Nature of change</b>	<b>Consideration given in relation to change AUD</b>	<b>Class and number of securities affected (All ordinary securities)</b>	<b>Person's votes affected</b>
12/9/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$113,907.57	88,768	88,768
12/9/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$42,847.51	33,391	33,391
12/9/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$24,415.55	19,027	19,027
18/10/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$659,151.94	513,088	513,088
18/10/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$147,345.79	114,672	114,672
18/10/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$281,104.71	218,770	218,770
18/10/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$199,457.52	155,228	155,228
18/10/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$1,282,673.71	998,242	998,242
18/10/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$26,283.48	20,524	20,524
18/10/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$5,874.69	4,587	4,587
18/10/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$11,207.62	8,751	8,751
18/10/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$7,952.01	6,209	6,209
18/10/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$51,138.03	39,929	39,929

## **Annexure 'C'**

This is Annexure C of 2 pages referred to in Form 604, Notice of change of interests of substantial holder, signed by me and dated 20 October 2016.

Apnavi Saddington  
Company Secretary

20 October 2016  
Dated

Lazard Asset Management Pacific Co  
ACN: 064 523 619

Form 604  
Annexure C - Present Relevant Interests

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
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	BoNY Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 8,102,585	Ordinary – 8,102,585
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Citibank Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 1,745,606	Ordinary – 1,745,606
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Northern Trust	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 2,201,180	Ordinary – 2,201,180
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	BNP Paribas Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 2,525,160	Ordinary – 2,525,160
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 581,177	Ordinary – 581,177
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 1,011,790	Ordinary – 1,011,790
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 143,931	Ordinary – 143,931
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	JP Morgan Chase Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 8,908,219	Ordinary – 8,908,219
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	BNP Paribas Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 6,048,513	Ordinary – 6,048,513
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 2,218,950	Ordinary – 2,218,950
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 1,081,462	Ordinary – 1,081,462