

# Form 604

Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme MARYBOROUGH SUGAR FACTORY LIMITED (THE)

ACN/ARSN 009 658 708

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

Name GUINNESS PEAT GROUP plc & its subsidiaries

ACN (if applicable) Incorporated and registered in England and Wales with registered number 103548

There was a change in the interests of the substantial holder on 30/09/10

The previous notice was given to the company on 03/09/08

The previous notice was dated 03/09/08

### 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	10,809,394	23.41%	13,091,758	24.47%

# Change in % of voting power is as a result of a change in the issued shares of the Company

### 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
Refer Annexure "A"					

### 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
Guinness Peat Group plc & its subsidiaries	GPG Nominees Pty Limited	Guinness Peat Group plc & its subsidiaries	Beneficial owner	11,637,677 ORD	11,637,677
Guinness Peat Group plc & its subsidiaries	Berne No. 132 Nominees Pty Limited	Guinness Peat Group plc & its subsidiaries	Beneficial owner	1,454,081 ORD	1,454,081

### 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 (if applicable)	Nature of association

**6. Addresses**

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

Name	Address
Guinness Peat Group plc & its subsidiaries	First Floor Times Place 45 Pall Mall London SW1Y 5GP
GPG Nominees Pty Limited	PO Box R475 Royal Exchange NSW 1225
Berne No. 132 Nominees Pty Limited	GPO Box 202 Brisbane QLD 4001

**Signature**

print name	Philip Tunstall	Capacity	Authorised Signatory
sign here		Date	20 October 2010

**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 Law.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Law.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's vote 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 Law.
- (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.

## ANNEXURE "A"

This is Annexure "A" of one page referred to in the Form 604 signed by me and dated 20 October 2010.



Philip Tunstall  
Authorised Signatory

### **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	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
30/09/10	Guinness Peat Group plc & its subsidiaries	Dividend Reinvest	\$428,454.12	171,450 ORD	171,450
25/02/10	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$18,901.38	9,983 ORD	9,983
16/02/10	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$47,761.25	25,000 ORD	25,000
15/02/10	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$78,743.03	41,217 ORD	41,217
12/02/10	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$17,296.06	9,006 ORD	9,006
08/02/10	Guinness Peat Group plc & its subsidiaries	Acquired off-market	\$33,723.99	17,112 ORD	17,112
05/02/10	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$51,108.03	26,336 ORD	26,336
04/02/10	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$113,672.54	57,500 ORD	57,500
03/02/10	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$198,825.56	98,869 ORD	98,869
01/02/10	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$342,541.67	170,334 ORD	170,334
29/01/10	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$103,550.96	51,500 ORD	51,500
22/01/10	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$76,842.32	38,211 ORD	38,211
20/01/10	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$219,299.55	109,050 ORD	109,050
19/01/10	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$21,716.79	10,799 ORD	10,799
18/01/10	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$180,085.05	90,000 ORD	90,000
09/11/09	Guinness Peat Group plc & its subsidiaries	Acquired off market	\$2,000,000	1,000,000 ORD	1,000,000
14/10/08	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$22,618.93	10,920 ORD	10,920
13/10/08	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$156,346.12	69,397 ORD	69,397
09/10/08	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$10,557.75	5,000 ORD	5,000
03/10/08	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$11,402.68	5,505 ORD	5,505
01/10/08	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$6,244.16	3,000 ORD	3,000
29/09/08	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$25,413.15	12,269 ORD	12,269
25/09/08	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$71,340.23	33,000 ORD	33,000
23/09/08	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$10,557.75	5,000 ORD	5,000
22/09/08	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$6,936.44	3,285 ORD	3,285
19/09/08	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$22,887.83	10,481 ORD	10,481
18/09/08	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$13,978.13	6,164 ORD	6,164

<b>Date of Change</b>	<b>Person whose relevant interest changed</b>	<b>Nature of Change</b>	<b>Consideration given in relation to change</b>	<b>Class and number of securities affected</b>	<b>Person's votes affected</b>
17/09/08	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$17,879.82	7,974 ORD	7,974
16/09/08	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$20,143.68	8,924 ORD	8,924
15/09/08	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$6,150.33	2,743 ORD	2,743
10/09/08	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$61,587.42	27,108 ORD	27,108
09/09/08	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$98,421.21	43,311 ORD	43,311
08/09/08	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$78,207.95	34,416 ORD	34,416
05/09/08	Guinness Peat Group plc & its subsidiaries	Acquired on market	\$153,389.03	67,500 ORD	67,500