

**MATTHEWS INTERNATIONAL CAPITAL MANAGEMENT, LLC**

4 Embarcadero Center, Suite 550, SAN FRANCISCO, CALIFORNIA 94104
TEL 415.788.7553 - 800.789.ASIA • FAX 415.788.4804

Facsimile

Manoj K. Pombra
(415) 955-8122
mpombra@matthewsasias.com

TO: Australian Securities Exchange
FAX#: +61 29778 0999 or +61 29347 0005
DATE: May 1, 2012
PAGES: 4 (including cover sheet)
SUBJECT: Substantial Shareholder Notice

Dear Sir or Madam,

Pursuant to section 671B of the Corporations Act 2001, Matthews International Capital Management, LLC, a U.S.-registered investment adviser, hereby reports its interest, on behalf of its clients, in 6.19% percent of David Jones Limited. Please do not hesitate to contact me with any questions at (415) 955-8122.

Very Truly Yours,

A handwritten signature in black ink, appearing to read "Manoj K. Pombra", written over a horizontal line.

Manoj K. Pombra
Chief Compliance Officer

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme David Jones Limited

ACN/ARSN 000 074 573

1. Details of substantial holder (1)

Name Mathews International Capital Management, LLC ("MICM")

ACN/ARSN (if applicable) N/A

There was a change in the interests of the substantial holder on

30/April/2012

The previous notice was given to the company on

15/August/2011

The previous notice was dated

15/August/2011

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	26,780,739	5.14%	32,501,139	8.19%

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
17-Aug-2011	MICM	Acquired on market	1,110,120 AUD	400,000	400,000
18-Aug-2011	MICM	Acquired on market	1,709,016 AUD	600,000	600,000
22-Aug-2011	MICM	Acquired on market	1,358,550 AUD	500,000	500,000
23-Aug-2011	MICM	Acquired on market	825,660 AUD	300,000	300,000
26-Aug-2011	MICM	Acquired on market	859,470 AUD	300,000	300,000
30-Aug-2011	MICM	Acquired on market	1,493,850 AUD	500,000	500,000
31-Aug-2011	MICM	Acquired on market	1,500,900 AUD	500,000	500,000
2-Sep-2011	MICM	Acquired on market	1,342,845 AUD	450,000	450,000
13-Sep-2011	MICM	Acquired on market	114,872 AUD	40,000	40,000
19-Sep-2011	MICM	Acquired on market	1,351,750 AUD	500,000	500,000
20-Sep-2011	MICM	Acquired on market	268,450 AUD	100,000	100,000
24-Oct-2011	MICM	Acquired on market	353,727 AUD	110,000	110,000
4-Nov-2011	MICM	Acquired on market	81,422.50 AUD	25,000	25,000
5-Jan-2012	MICM	Acquired on market	483,400 AUD	200,000	200,000
27-Feb-2012	MICM	Acquired on market	1,914,650 AUD	700,000	700,000

30-Apr-2012	MICM	Obtained control of the relevant interest in voting rights through the management of a new portfolio under an investment management agreement between MICM and Witan Pacific Investment Trust	N/A	495,400	495,400
-------------	------	---	-----	---------	---------

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 (B)	Nature of relevant interest (E)	Class and number of securities	Person's votes
MICM	HSBC Bank Australia as custodian for the Matthews Asian Growth and Income Fund	Matthews Asian Growth and Income Fund	MICM holds its relevant interest by having the power 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 in the ordinary course of investment management business.	13,955,460 Ordinary	13,955,460
MICM	HSBC Bank Australia as custodian for the Matthews Asia Dividend Fund	Matthews Asia Dividend Fund	Same as above.	14,887,739 Ordinary	14,887,739
MICM	National Australia Bank as custodian for BMO Guardian Asian Growth & Income Fund	BMO Guardian Asian Growth & Income Fund	Same as above.	2,659,540 Ordinary	2,659,540
MICM	JP Morgan Chase Bank as custodian for Matthews Asia Funds Asia Dividend Fund	Matthews Asia Funds Asia Dividend Fund	Same as above.	503,000 Ordinary	503,000
MICM	JP Morgan Chase Bank as custodian for Witan Pacific Investment Trust PCL	Witan Pacific Investment Trust PCL	Same as above.	495,400 Ordinary	495,400

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
N/A	

6. Addresses

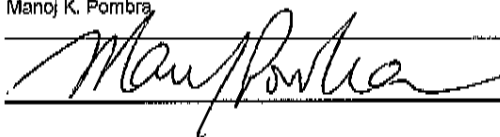
The addresses of persons named in this form are as follows:

Name	Address
MICM	4 Embarcadero Center, Suite 550, San Francisco, CA 94111 U.S.A.

Signature

print name Manoj K. Pombra capacity Chief Compliance Officer

sign here



date 01/May/2012

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 8 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 on 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.