

1 FENNEL ST
PORT MELBOURNE, VIC 3207
FAX: (03) 8534 9992

SMERSH PTY LTD

Fax

To: ASX COMPANY ANNOUNCEMENTS OFFICE

From: SMERSH PTY LTD

Fax: 1300 135 638

Pages: 4 (including cover sheet)

Phone:

Date: 13 MARCH 2012

Re: FORM 604 – CHANGE IN SUBSTANTIAL

HOLDING IN GLOBE INTERNATIONAL LTD

cc:

ASX CODE : GLB

Urgent **For Review** **Please Comment** **Please Reply** **Please Recycle**

Attached please find a form 604 relating to a change in substantial holding in Globe International Limited (ASX code: GLB) lodged by Peter Hill and Stephen Hill and their associated entities.

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme GLOBE INTERNATIONAL LIMITED

ACN/ARSN 007066033

1. Details of substantial holder (1)

Name PETER HILL AND STEPHEN HILL AND THEIR ASSOCIATED ENTITIES LISTED IN ANNEXURE A

ACN/ARSN (if applicable) See item 6. below

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

8th Mar 12

The previous notice was given to the company on

24th Jun 02 /

The previous notice was dated

24th Jun 02 /

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 of 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	23,762,562	57.30%	24,624,518	59.38%

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 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 A				
	Item 1				

4. Present relevant interest

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 A Item 2					

6. 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
Smersh Pty Ltd (ACN 062 150 690)	Trustee for the P. Hill Trust. Peter Hill is 100% shareholder and director of Smersh.
Fleming International Pty Ltd (ACN 125 956 890)	Trustee for the S. Hill Trust. Stephen Hill is 100% shareholder and director of Fleming.

7. Addresses

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

Name	Address
Smersh Pty Limited	1 Fennell Street, Port Melbourne VIC 3207
Fleming International Pty Limited	1 Fennell Street, Port Melbourne VIC 3207
Peter Hill/Stephen Hill	1 Fennell Street, Port Melbourne VIC 3207

Signature

print name PETER HILL capacity DIRECTOR
 sign here [Signature] date 13 / 3 / 12

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant issues (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 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, 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.

This is Annexure A of 1 page referred to in Form 604 - Notice of change of interest of substantial shareholder

Item 1 3. Changes in relevant interests

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
8/03/2012	Smersh Pty Ltd	Purchase of shares through on market transaction @ 39 cents each	\$101,595.00	260,500 ordinary shares	0.63% increase
8/03/2012	Fleming International Pty Ltd	Purchase of shares through on market transaction @ 39 cents each	\$101,594.61	260,499 ordinary shares	0.63% increase
15/09/2011	Peter John Hill	Purchase of shares through on market transaction @ 42 cents each	\$21,168.00	50,400 ordinary shares (1)	0.12% increase
15/09/2011	Stephen David Hill	Purchase of shares through on market transaction @ 42 cents each	\$21,168.00	50,400 ordinary shares (2)	0.12% increase
22/08/2011	Peter John Hill	Purchase of shares through on market transaction @ 42 cents each	\$6,332.76	15,078 ordinary shares (1)	0.04% increase
22/08/2011	Stephen David Hill	Purchase of shares through on market transaction @ 42 cents each	\$6,333.18	15,079 ordinary shares (2)	0.04% increase
18/05/2011	Peter John Hill	Purchase of shares through on market transaction @ 47 cents each	\$49,350.00	105,000 ordinary shares (1)	0.25% increase
18/05/2011	Stephen David Hill	Purchase of shares through on market transaction @ 47 cents each	\$49,350.00	105,000 ordinary shares (2)	0.25% increase
TOTAL INCREASE IN VOTING POWER ----->					2.08%

(1) These shares were transferred to Smersh Pty Ltd by way of an off market transfer on 31 October 2011

(2) These shares were transferred to Fleming International Pty Ltd by way of an off market transfer on 31 October 2011

Item 2 4. Present relevant interests

Holder of relevant interest	Registered holder of securities	Person entitled to be registered holder	Nature of relevant interest	Class and number of securities held	Persons votes
Smersh Pty Ltd	Smersh Pty Ltd	Smersh Pty Ltd	Trustee of P. Hill Trust. Peter Hill is 100% shareholder and director of Smersh	12,237,259 ordinary shares	29.51%
Fleming International Pty Ltd	Fleming International Pty Ltd	Fleming International Pty Ltd	Trustee of S. Hill Trust. Stephen Hill is 100% shareholder and director of Fleming	12,237,259 ordinary shares	29.51%
Peter John Hill	Peter John Hill	Peter John Hill	Direct shareholding	75,000 ordinary shares	0.18%
Stephen David Hill	Stephen David Hill	Stephen David Hill	Direct shareholding	75,000 ordinary shares	0.18%
TOTAL VOTES ----->					59.38%