### **Form 604**

### **Corporations Act 2001**

Section 671B

## Notice of change of interests of substantial holder

To: Company Name/Scheme

Pacific Brands Limited Level 3, 290 Burwood Road, Hawthorn VIC 3122

ACN/ARSN

106 773 059

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 31/05/2012

The previous notice was given to the company on 28/05/2012

The previous notice was dated 28/05/2012

#### 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 Person's votes (5)		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)	
Ordinary	56,314,224	6.17%	67,164,377	7.36%	

### 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								

#### 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

Signature	•		
print name	Apnavi Saddington	capacity	Company Secretary
sign here		date	4 June 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 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.

#### 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 4 June 2012.

Apnavi Saddington Company Secretary

4 June 2012 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

LCW Private Equity Pty Ltd

Lazard Asset Management (Hong Kong) Limited

Lazard Korea Asset Management Co. Ltd

Lazard Asset Management Securities LLC

Lazard Asset Management (Singapore) Pty Ltd

# 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 4 June 2012.

Apnavi Saddington Company Secretary

4 June 2012 Dated

Lazard Asset Management Pacific Co ACN: 064 523 619

### Form 604 Annexure B - Changes in Relevant Interests

Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in	25/05/2012 25/05/2012	nge Person whose relevent interest changed	change	in r	elation to change AUD	securities affected (All ordinary securities)	Person's votes affected
Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in	25/05/2012 25/05/2012	Lazard Asset Management Pacific Co and its associates listed in					
25/05/2012	25/05/2012		Buy	\$	16,063.34	28,942	28,942
25/05/2012		9	Buy	\$	82,387.31	148,364	148,364
Lazard Asset Management Pacific Co and its associates listed in Annexure A		9			40/ 0/4 40	0.45.500	0.45.500
25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in Annexure A   Buy   \$ 116,674.29   210,217   210	25/05/2012		Buy	\$	136,261.42	245,508	245,508
Spoint   S		2 Annexure A	Buy	\$	698,878.30	1,258,548	1,258,548
System   S	25/05/2012	9	Buy	\$	116,674.29	210,217	210,217
Lazard Asset Management Pacific Co and its associates listed in   25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   25/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   28/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   28/05/2012   Annexure A   Buy \$ 9,5,567.70   17,2002   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172   172	25/05/2012	9	Ruy	4	509 /10 1/	1 077 640	1,077,640
Lazard Asset Management Pacific Co and its associates listed in   Buy   \$ 51,799.99   93,282   93		Lazard Asset Management Pacific Co and its associates listed in	Day				1,077,040
25/05/2012	25/05/2012		Buy	\$	10,099.67	18,197	18,197
Section	25/05/2012	9	Buy	\$	51,799.99	93,282	93,282
Lazard Asset Management Pacific Co and its associates listed in Annexure A   Buy   \$ 100,686.84   181,318   181	25/05/2012	9	Buy	\$	19 631 01	35 370	35,370
Lazard Asset Management Pacific Co and its associates listed in Annexure A   Buy \$ 5,337.60   9,617   9		Lazard Asset Management Pacific Co and its associates listed in	,		17,031.01		
25/05/2012   Annexure A   Buy   \$ 5,337.60   9,617   9	25/05/2012		Buy	\$	100,686.84	181,318	181,318
25/05/2012   Annexure A   Buy   \$ 27,376.55   49,300   49	25/05/2012		Buy	\$	5,337.60	9,617	9,617
Lazard Asset Management Pacific Co and its associates listed in 25/05/2012 Annexure A Buy \$ 4,358.01 7,852 7  Lazard Asset Management Pacific Co and its associates listed in 25/05/2012 Annexure A Buy \$ 22,351.60 40,251 40  Lazard Asset Management Pacific Co and its associates listed in 25/05/2012 Annexure A Buy \$ 4,915.80 8,857 8  Lazard Asset Management Pacific Co and its associates listed in 25/05/2012 Annexure A Buy \$ 25,213.64 45,405 45  Lazard Asset Management Pacific Co and its associates listed in 28/05/2012 Annexure A Buy \$ 11,265.74 20,276 20  Lazard Asset Management Pacific Co and its associates listed in 28/05/2012 Annexure A Buy \$ 95,567.70 172,002 172  Lazard Asset Management Pacific Co and its associates listed in 28/05/2012 Annexure A Buy \$ 81,830.55 147,278 147  Lazard Asset Management Pacific Co and its associates listed in 28/05/2012 Annexure A Buy \$ 7,083.60 12,749 12	25/05/2012	9	Ruy	•	27 276 55	49.300	49,300
Lazard Asset Management Pacific Co and its associates listed in 25/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 25/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 25/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 28/05/2012 Annexure A  Buy \$ 7,083.60  12,749  12	23/03/2012	Lazard Asset Management Pacific Co and its associates listed in	Duy	Ψ	27,370.33		47,300
25/05/2012   Annexure A   Buy   \$ 22,351.60   40,251   40	25/05/2012		Buy	\$	4,358.01	7,852	7,852
25/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in  25/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in  28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in  28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in  28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in  28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in  28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in  Lazard Asset Management Pacific Co and its associates listed in  Lazard Asset Management Pacific Co and its associates listed in  Lazard Asset Management Pacific Co and its associates listed in  Lazard Asset Management Pacific Co and its associates listed in  Lazard Asset Management Pacific Co and its associates listed in  Lazard Asset Management Pacific Co and its associates listed in	25/05/2012	2 Annexure A	Buy	\$	22,351.60	40,251	40,251
Lazard Asset Management Pacific Co and its associates listed in  25/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in  28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in  28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in  28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in  28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in  28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in  28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in  28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in  Lazard Asset Management Pacific Co and its associates listed in  Lazard Asset Management Pacific Co and its associates listed in	25/05/2012	9	Ruy	\$	4 915 80	8 857	8,857
Lazard Asset Management Pacific Co and its associates listed in  28/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in  28/05/2012 Annexure A  Buy \$ 11,265.74 20,276 20  Buy \$ 95,567.70 172,002 172  Lazard Asset Management Pacific Co and its associates listed in  28/05/2012 Annexure A  Buy \$ 81,830.55 147,278 147  Lazard Asset Management Pacific Co and its associates listed in  28/05/2012 Annexure A  Buy \$ 81,830.55 147,278 147  Buy \$ 7,083.60 12,749 12  Lazard Asset Management Pacific Co and its associates listed in  Lazard Asset Management Pacific Co and its associates listed in	23/03/2012	Lazard Asset Management Pacific Co and its associates listed in	Duy			0,037	0,037
28/05/2012         Annexure A         Buy         \$ 11,265.74         20,276         20           28/05/2012         Annexure A         Buy         \$ 95,567.70         172,002         172           Lazard Asset Management Pacific Co and its associates listed in 28/05/2012         Annexure A         Buy         \$ 81,830.55         147,278         147           Lazard Asset Management Pacific Co and its associates listed in 28/05/2012         Annexure A         Buy         \$ 7,083.60         12,749         12           Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in	25/05/2012		Buy	\$	25,213.64	45,405	45,405
28/05/2012         Annexure A         Buy         \$ 95,567.70         172,002         172           Lazard Asset Management Pacific Co and its associates listed in 28/05/2012         Annexure A         Buy         \$ 81,830.55         147,278         147           Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and Its associates listed in Lazard Asset Management Pacific Co and Its associates listed in Lazard Asset Management Pacific Co and Its associates listed in Lazard Asset Mana	28/05/2012	2 Annexure A	Buy	\$	11,265.74	20,276	20,276
Lazard Asset Management Pacific Co and its associates listed in Annexure A  Lazard Asset Management Pacific Co and its associates listed in Annexure A  Lazard Asset Management Pacific Co and its associates listed in Annexure A  Lazard Asset Management Pacific Co and its associates listed in Lazard Asset Management Pacific Co and its associates listed in	28/05/2012	9	Buy	\$	95 567 70	172 002	172,002
Lazard Asset Management Pacific Co and its associates listed in 28/05/2012 Annexure A Buy \$ 7,083.60 12,749 12 Lazard Asset Management Pacific Co and its associates listed in		Lazard Asset Management Pacific Co and its associates listed in	Day				
28/05/2012 Annexure A Buy \$ 7,083.60 12,749 12 Lazard Asset Management Pacific Co and its associates listed in	28/05/2012		Buy	\$	81,830.55	147,278	147,278
	28/05/2012	2 Annexure A	Buy	\$	7,083.60	12,749	12,749
	28/05/2012	9	Buv	\$	13.768.26	24.780	24,780
Lazard Asset Management Pacific Co and its associates listed in		Lazard Asset Management Pacific Co and its associates listed in	,				
28/05/2012 Annexure A Buy \$ 3,743.77 6,738 6 Lazard Asset Management Pacific Co and its associates listed in	28/05/2012		Buy	\$	3,743.77	6,738	6,738
28/05/2012 Annexure A Buy \$ 3,056.46 5,501 5	28/05/2012	2 Annexure A	Buy	\$	3,056.46	5,501	5,501
Lazard Asset Management Pacific Co and its associates listed in 28/05/2012 Annexure A Buy \$ 3,447.62 6,205 6	28/05/2012	9	Buv	\$	3.447.62	6.205	6,205
Lazard Asset Management Pacific Co and its associates listed in		Lazard Asset Management Pacific Co and its associates listed in	,				
29/05/2012 Annexure A Buy \$ 21,007.16 38,111 38  Lazard Asset Management Pacific Co and its associates listed in	29/05/2012		Buy	\$	21,007.16	38,111	38,111
29/05/2012 Annexure A Buy \$ 178,202.35 323,293 323	29/05/2012	2 Annexure A	Buy	\$	178,202.35	323,293	323,293
Lazard Asset Management Pacific Co and its associates listed in 29/05/2012 Annexure A Buy \$ 152,586.50 276,821 276	29/05/2012	9	Buv	\$	152.586.50	276.821	276,821
Lazard Asset Management Pacific Co and its associates listed in		Lazard Asset Management Pacific Co and its associates listed in	-				
29/05/2012 Annexure A Buy \$ 13,208.10 23,962 23  Lazard Asset Management Pacific Co and its associates listed in	29/05/2012		Buy	\$	13,208.10	23,962	23,962
	29/05/2012		Buy	\$	25,673.15	46,576	46,576
Lazard Asset Management Pacific Co and its associates listed in 29/05/2012 Annexure A Buy \$ 6,980.52 12,664 12	29/05/2012	9	Buy	\$	6,980.52	12,664	12,664
Lazard Asset Management Pacific Co and its associates listed in	20/05/2012	9	D		F (00.0)	10.220	10.220
29/05/2012 Annexure A Buy \$ 5,698.96 10,339 10  Lazard Asset Management Pacific Co and its associates listed in	29/05/2012		Buy	\$	5,698.96	10,339	10,339
29/05/2012 Annexure A Buy \$ 6,429.31 11,664 11  Lazard Asset Management Pacific Co and its associates listed in	29/05/2012		Buy	\$	6,429.31	11,664	11,664
	29/05/2012	9	Buy	\$	53,671.47	96,966	96,966
Lazard Asset Management Pacific Co and its associates listed in 29/05/2012 Annexure A Buy \$ 455,286.51 822,547 822	29/05/2012	9	Buy	¢	455 286 E1	Q22 E47	822,547
Lazard Asset Management Pacific Co and its associates listed in		Lazard Asset Management Pacific Co and its associates listed in					
29/05/2012 Annexure A Buy \$ 389,842.45 704,312 704  Lazard Asset Management Pacific Co and its associates listed in	29/05/2012		Buy	\$	389,842.45	704,312	704,312
29/05/2012 Annexure A Buy \$ 33,745.18 60,966 60	29/05/2012	2 Annexure A	Buy	\$	33,745.18	60,966	60,966
Lazard Asset Management Pacific Co and its associates listed in 29/05/2012 Annexure A Buy \$ 65,592.93 118,504 118	29/05/2012	9	Buv	\$	65.592.93	118.504	118,504

### Form 604 Annexure B - Changes in Relevant Interests

Date of change	Person whose relevent interest changed	Nature of change	sideration given lation to change AUD		Person's votes affected
	Lazard Asset Management Pacific Co and its associates listed in				
29/05/2012	Annexure A	Buy	\$ 17,834.58	32,221	32,221
	Lazard Asset Management Pacific Co and its associates listed in				
29/05/2012	Annexure A	Buy	\$ 14,561.14	26,307	26,307
	Lazard Asset Management Pacific Co and its associates listed in				
29/05/2012	Annexure A	Buy	\$ 16,425.91	29,676	29,676
	Lazard Asset Management Pacific Co and its associates listed in				
30/05/2012	Annexure A	Buy	\$ 20,406.91	36,768	36,768
	Lazard Asset Management Pacific Co and its associates listed in				
30/05/2012	Annexure A	Buy	\$ 173,109.05	311,898	311,898
	Lazard Asset Management Pacific Co and its associates listed in				
30/05/2012	Annexure A	Buy	\$ 148,225.93	267,065	267,065
	Lazard Asset Management Pacific Co and its associates listed in				
30/05/2012	Annexure A	Buy	\$ 12,830.35	23,117	23,117
	Lazard Asset Management Pacific Co and its associates listed in				
30/05/2012	Annexure A	Buy	\$ 24,939.74	44,935	44,935
	Lazard Asset Management Pacific Co and its associates listed in				
30/05/2012	Annexure A	Buy	\$ 6,781.21	12,218	12,218
	Lazard Asset Management Pacific Co and its associates listed in				
30/05/2012	Annexure A	Buy	\$ 5,536.30	9,975	9,975
	Lazard Asset Management Pacific Co and its associates listed in				
30/05/2012	Annexure A	Buy	\$ 6,245.62	11,253	11,253
	Lazard Asset Management Pacific Co and its associates listed in				
31/05/2012	Annexure A	Buy	\$ 102,551.61	186,796	186,796
	Lazard Asset Management Pacific Co and its associates listed in				
31/05/2012	Annexure A	Buy	\$ 869,930.22	1,584,563	1,584,563
	Lazard Asset Management Pacific Co and its associates listed in				
31/05/2012	Annexure A	Buy	\$ 744,883.20	1,356,792	1,356,792
	Lazard Asset Management Pacific Co and its associates listed in				
31/05/2012	Annexure A	Buy	\$ 64,477.69	117,445	117,445
	Lazard Asset Management Pacific Co and its associates listed in				
31/05/2012	Annexure A	Buy	\$ 125,329.75	228,286	228,286
	Lazard Asset Management Pacific Co and its associates listed in				
31/05/2012	Annexure A	Buy	\$ 34,077.18	62,071	62,071
	Lazard Asset Management Pacific Co and its associates listed in				
31/05/2012	Annexure A	Buy	\$ 27,822.39	50,678	50,678
	Lazard Asset Management Pacific Co and its associates listed in				
31/05/2012	Annexure A	Buy	\$ 31,384.87	57,167	57,167

# 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 4 June 2012.

Apnavi Saddington Company Secretary

4 June 2012 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	The Bank of New	The Current	Registered holder & taken to	Ordinary –	Ordinary –
Co and each of its associates listed	York Mellon	Registered	have a relevant interest	16,112,264	16,112,264
in Annexure A		Holder	under section 608 (1)		
Lazard Asset Management Pacific	BNP Paribas Ltd	The Current	Registered holder & taken to	Ordinary –	Ordinary –
Co and each of its associates listed		Registered	have a relevant interest	4,767,785	4,767,785
in Annexure A		Holder	under section 608 (1)		
Lazard Asset Management Pacific	State Street	The Current	Registered holder & taken to	Ordinary –	Ordinary –
Co and each of its associates listed	Australia Ltd	Registered	have a relevant interest	2,555,507	2,555,507
in Annexure A		Holder	under section 608 (1)		
Lazard Asset Management Pacific	State Street	The Current	Registered holder & taken to	Ordinary –	Ordinary –
Co and each of its associates listed	Australia Ltd	Registered	have a relevant interest	1,080,209	1,080,209
in Annexure A		Holder	under section 608 (1)		
Lazard Asset Management Pacific	JP Morgan Chase	The Current	Registered holder & taken to	Ordinary –	Ordinary –
Co and each of its associates listed	Ltd	Registered	have a relevant interest	19,575,442	19,575,442
in Annexure A		Holder	under section 608 (1)		
Lazard Asset Management Pacific	National Australia	The Current	Registered holder & taken to	Ordinary –	Ordinary –
Co and each of its associates listed	Bank	Registered	have a relevant interest	16,745,712	16,745,712
in Annexure A		Holder	under section 608 (1)		
Lazard Asset Management Pacific	National Australia	The Current	Registered holder & taken to	Ordinary –	Ordinary –
Co and each of its associates listed	Bank	Registered	have a relevant interest	1,440,916	1,440,916
in Annexure A		Holder	under section 608 (1)		
Lazard Asset Management Pacific	National Australia	The Current	Registered holder & taken to	Ordinary –	Ordinary –
Co and each of its associates listed	Bank	Registered	have a relevant interest	2,800,677	2,800,677
in Annexure A		Holder	under section 608 (1)		
Lazard Asset Management Pacific	National Australia	The Current	Registered holder & taken to	Ordinary –	Ordinary –
Co and each of its associates listed	Bank	Registered	have a relevant interest	761,496	761,496
in Annexure A		Holder	under section 608 (1)		
Lazard Asset Management Pacific	National Australia	The Current	Registered holder & taken to	Ordinary –	Ordinary –
Co and each of its associates listed	Bank	Registered	have a relevant interest	623,035	623,035
in Annexure A		Holder	under section 608 (1)		
Lazard Asset Management Pacific	National Australia	The Current	Registered holder & taken to	Ordinary –	Ordinary –
Co and each of its associates listed	Bank	Registered	have a relevant interest	701,334	701,334
in Annexure A		Holder	under section 608 (1)		