### **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 24/05/2012

The previous notice was given to the company on 10/05/2012

The previous notice was dated 10/05/2012

#### 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	46,032,507	5.04%	56,314,224	6.17%	

#### 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 change (6)	of	Consideration given in relation to change (7)	Class number securities affected	and of	Person's affected	votes	
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	Registered	Person	Nature of	Class and	Person's		
interest	holder of	entitled	relevant interest (6)	number of	votes		
	securities	to be		securities			
		registered					
		as holder					
		(8)					
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	28 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 6 of
- (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 28 May 2012.

Apnavi Saddington Company Secretary

28 May 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 28 May 2012.

Apnavi Saddington Company Secretary

28 May 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   Buy   \$ 10,0124,79   199,299	Date of change	Person whose relevent interest changed	Nature of change		nsideration given elation to change AUD	Class and number of securities affected (All ordinary securities)	Person's votes affected
Description   Lazard Asset Management Pacific Co and its associates listed in   Description   Desc		Lazard Asset Management Pacific Co and its associates listed in					
Boy   S   10,07783   16,369	09/05/2012		Buy	\$	120,124.79	195,259	195,259
Lazard Asset Management Pacific Co and its associates listed in   Buy   \$ 8,8214.18   138,506   138,506   138,506   100,007,201   12,007,202	09/05/2012		Buy	\$	10,070.83	16,369	16,369
Lazard Asset Management Pacific Co and its associates listed in Annexuse A			•				
Annexus A	09/05/2012		Buy	\$	85,214.18	138,506	138,506
American	09/05/2012	Annexure A	Buy	\$	77,292.37	125,630	125,630
Description   Commonwer   Co	09/05/2012		Buv	\$	5 298 44	8 612	8 612
Dept.   Lazard Asset Management Pacific Co and its associates listed in   Dept.   De		Lazard Asset Management Pacific Co and its associates listed in	•				
Annexure A	09/05/2012		Buy	\$	10,294.16	16,732	16,732
99/05/2012   Annexure A   1,219   1,219   1,219   1,219   1,000   1,000   2012   Annexure A   4,189   4,189   1,000	09/05/2012	Annexure A	Buy	\$	2,798.11	4,548	4,548
	09/05/2012		Ruv	•	7/0 07	1 210	1 210
Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its associates listed in InfoS/2012   Lazard Asset Management Pacific Co and its	07/03/2012		Buy	Ψ	747.77	1,217	1,217
10/05/2012   Annexure A   Ann	09/05/2012		Buy	\$	2,577.24	4,189	4,189
1005/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Lazard Asset Management Pacific Co and its associates listed in 1005/2012   Lazard Asset Management Pacific Co and its associates listed in 1	10/05/2012	Annexure A	Buy	\$	106,862.57	175,097	175,097
Lazard Asset Management Pacific Co and its associates listed in 10/05/2012   Lazard Asset Management Pacific Co and its associates listed in 10/05/2012   Lazard Asset Management Pacific Co and its associates listed in 10/05/2012   Annexure A	10/0E/2012		Duny	¢	9 0E0 12	14 470	14 470
Lazard Asset Management Pacific Co and its associates listed in   Buy \$ 68,758.57   112,657	10/05/2012		Биу	•	8,959.12	14,079	14,079
10/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   Buy \$ 4,713.63   7,723   7,723   10/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   Buy \$ 9,157.48   15,004   15,004   10/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   Buy \$ 9,157.48   15,004   15,004   10/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   Buy \$ 2,489.55   4,079   4,079   1,093   1,093   1,093   1,093   1,093   1,093   1,093   1,093   1,093   1,093   1,095/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   Buy \$ 2,292.43   3,756   3,756   3,756   1,005/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   1,005/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   Buy \$ 1,124.47   834.582   834.582   1,105/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   Buy \$ 3,43,124.38   69,967   69,967   1,105/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   1,105/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   Buy \$ 3,04,884.68   592,006   592,006   1,105/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   1,105/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   1,105/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   1,105/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   1,105/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   1,105/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   1,105/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   1,105/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   1,105/2012   Ann	10/05/2012		Buy	\$	75,805.50	124,203	124,203
10/05/2012   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   Buy   \$ 4,713.63   7,723   7,723   10/05/2012   Annexure A   Buy   \$ 9,157.48   15,004   15,004   15,004   10/05/2012   Annexure A   Buy   \$ 2,489.55   4,079   4,079   4,079   10/05/2012   Annexure A   Buy   \$ 2,489.55   4,079   4,079   10/05/2012   Annexure A   Buy   \$ 667.09   1,093   1,095/2012   Annexure A   Buy   \$ 5,14,294.47   834,592   834,592   834,592   1,024,004   1,095/2012   Annexure A   Buy   \$ 3,48,844.68   592,006   592,006   1,096/2012   Annexure A   Buy   \$ 3,48,844.68   592,006   592,006   1,096/2012   Annexure A   Buy   \$ 3,30,944.31   530,972   536,972   1,095/2012   Annexure A   Buy   \$ 2,2687.35   36,809   36,809   36,809   1,095/2012   Annexure A   Buy   \$ 2,2687.35   36,809	10/05/2012	Annexure A	Buy	\$	68,758.57	112,657	112,657
Lazard Asset Management Pacific Co and its associates listed in   Buy   \$ 9,157.48   15,004   15,004   10/05/2012   Annexure A   Annexure A   Buy   \$ 2,489.55   4,079   4,079   4,079   10/05/2012   Annexure A   Buy   \$ 2,489.55   4,079   4,079   4,079   10/05/2012   Annexure A   Buy   \$ 2,489.55   4,079   4,079   4,079   10/05/2012   Annexure A   Buy   \$ 2,489.55   4,079   4,079   1,003   1,003   1,003   1,003   1,003   1,003   1,003   1,003   1,005/2012   Annexure A   Buy   \$ 2,292.43   3,756   3,756   3,756   1,005/2012   Annexure A   Buy   \$ 5,14,294.47   834,582   834,582   834,582   1,705/2012   Annexure A   Buy   \$ 3,30,44.31   834,582   834,582   834,582   1,705/2012   Annexure A   Buy   \$ 3,44,884.68   592,006   592,006   1,705/2012   Annexure A   Buy   \$ 3,44,884.68   592,006   592,006   1,705/2012   Annexure A   Buy   \$ 3,00,44.31   536,972   536,972   536,972   1,705/2012   Annexure A   Buy   \$ 3,00,44.31   536,972   536,972   536,972   1,705/2012   Annexure A   Buy   \$ 3,00,44.31   536,972   536,972   536,972   1,705/2012   Annexure A   Buy   \$ 3,00,44.31   536,972   536,972   536,972   1,705/2012   Annexure A   Buy   \$ 3,00,44.31   536,972   536,972   536,972   1,705/2012   Annexure A   Buy   \$ 1,091,90   1,094   1,094,90   1,094   1,094,90   1,094   1,094,90   1,094   1,094,90   1,094   1,094,90   1,094   1,094,90   1,094   1,094,90   1,094   1,094,90   1,094   1,094,90   1,094   1,094,90   1,094   1,094,90   1,094   1,094,90   1,094   1,094,90   1,094   1,094,90   1,09	10/05/2012		D		4.712.72	7 700	7 700
Lazard Asset Management Pacific Co and its associates listed in   Annexure A   Lazard Asset Management Pacific Co and its associates listed in   Buy \$ 2,489.55 \$ 4,079 \$ 1,093 \$ 1,	10/05/2012		Виу	\$	4,/13.63	1,123	1,123
10/05/2012   Annexure A   Buy   \$ 2,489.55   4,079   4,079   10/05/2012   Annexure A   Buy   \$ 667.09   1,093   1,09	10/05/2012		Buy	\$	9,157.48	15,004	15,004
Lazard Asset Management Pacific Co and its associates listed in   Buy \$ 667.09   1,093   1,0	10/05/2012		Buy	\$	2,489.55	4,079	4,079
Lazard Asset Management Pacific Co and its associates listed in 1/10/5/2012   Annexure A   Buy \$ 2,292.43   3,756   3,756   3,756   1/10/5/2012   Annexure A   Buy \$ 514,294.47   834,582   834,58							4.000
10/05/2012   Annexure A	10/05/2012		Buy	\$	667.09	1,093	1,093
11/05/2012	10/05/2012	Annexure A	Buy	\$	2,292.43	3,756	3,756
Lazard Asset Management Pacific Co and its associates listed in 11/05/2012   Annexure A   Buy   \$ 364,884.68   592,006   592,006   11/05/2012   Annexure A   Buy   \$ 364,884.68   592,006   592,006   11/05/2012   Annexure A   Buy   \$ 330,964.31   536,972   536,972   536,972   11/05/2012   Annexure A   Buy   \$ 22,687.35   36,809   36,809   11/05/2012   Annexure A   Buy   \$ 22,687.35   36,809   36,809   11/05/2012   Annexure A   Buy   \$ 244,079.73   71,517   71,517   T1,517   Annexure A   Buy   \$ 11,981.90   19,440   19,440   11/05/2012   Annexure A   Buy   \$ 3,211.82   5,211   5,211   1	11/05/2012		Buv	\$	514.294.47	834.582	834.582
Lazard Asset Management Pacific Co and its associates listed in 11/05/2012   Annexure A   Buy   \$ 364,884.68   592,006   592,006   11/05/2012   Annexure A   Buy   \$ 330,964.31   536,972   536,972   536,972   536,972   11/05/2012   Annexure A   Buy   \$ 330,964.31   536,972   536,972   536,972   11/05/2012   Annexure A   Buy   \$ 22,687.35   36,809   36,809   36,809   11/05/2012   Annexure A   Buy   \$ 44,079.73   71,517   71,517   71,517   11/05/2012   Annexure A   Buy   \$ 11,981.90   19,440   19,440   19,440   11/05/2012   Annexure A   Buy   \$ 3,211.82   5,211   5,211   11/05/2012   Annexure A   Buy   \$ 11,035.80   17,905			•				
11/05/2012	11/05/2012		Buy	\$	43,124.38	69,967	69,967
11/05/2012   Annexure A   Buy   \$ 330,964.31   536,972   536,972   11/05/2012   Lazard Asset Management Pacific Co and its associates listed in Annexure A   Buy   \$ 22,687.35   36,809   36,809   36,809   11/05/2012   Annexure A   Buy   \$ 44,079.73   71,517   71,517   71,517   11/05/2012   Annexure A   Buy   \$ 11,981.90   19,440   19,440   19,440   11/05/2012   Annexure A   Buy   \$ 3,211.82   5,211   5,211   Lazard Asset Management Pacific Co and its associates listed in Annexure A   Buy   \$ 3,211.82   5,211   5,211   11/05/2012   Annexure A   Buy   \$ 11,035.80   17,905   17,905   17,905   15/05/2012   Annexure A   Buy   \$ 998,374.19   1,697,413   1,697,413   1,697,413   1,505/2012   Annexure A   Buy   \$ 83,715.04   142,302	11/05/2012	Annexure A	Buy	\$	364,884.68	592,006	592,006
Lazard Asset Management Pacific Co and its associates listed in Annexure A   Buy \$ 22,687.35   36,809   36,809   36,809   11/05/2012   Annexure A   Buy \$ 44,079.73   71,517   71,517   71,517   11/05/2012   Annexure A   Buy \$ 11,981.90   19,440   19,440   19,440   11/05/2012   Annexure A   Buy \$ 3,211.82   5,211   5,211   11/05/2012   Annexure A   Buy \$ 3,211.82   5,211   5,211   11/05/2012   Annexure A   Buy \$ 11,035.80   17,905	11/05/2012	_	Buv	\$	330.964.31	536.972	536,972
Lazard Asset Management Pacific Co and its associates listed in   Buy \$ 44,079.73   71,517   71,517		Lazard Asset Management Pacific Co and its associates listed in	_				
11/05/2012   Annexure A	11/05/2012		Buy	\$	22,687.35	36,809	36,809
11/05/2012	11/05/2012	Annexure A	Buy	\$	44,079.73	71,517	71,517
Lazard Asset Management Pacific Co and its associates listed in Annexure A   Buy   \$ 3,211.82   5,211   5,211	11/05/2012	9	Buv	\$	11.981.90	19.440	19.440
Lazard Asset Management Pacific Co and its associates listed in Annexure A		Lazard Asset Management Pacific Co and its associates listed in	•				
11/05/2012   Annexure A	11/05/2012		Buy	\$	3,211.82	5,211	5,211
15/05/2012   Annexure A   Buy   \$ 998,374.19   1,697,413   1,697,414   1,697	11/05/2012	Annexure A	Buy	\$	11,035.80	17,905	17,905
Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A Lazard Asset Management Pacific Co and its associates listed in	15/05/2012		Buv	\$	998.374.19	1 697 413	1.697.413
Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A  Buy \$ 6,234.71  10,598  10,598  Lazard Asset Management Pacific Co and its associates listed in Annexure A  Buy \$ 21,422.64  36,415  36,415		Lazard Asset Management Pacific Co and its associates listed in	-				
15/05/2012   Annexure A   Buy   \$ 708,332.26   1,204,050   1,204,050   1,204,050   15/05/2012   Annexure A   Buy   \$ 642,483.64   1,092,118   1,092,	15/05/2012		Buy	\$	83,715.04	142,302	142,302
15/05/2012   Annexure A   Buy   \$ 642,483.64   1,092,118   1,092	15/05/2012	Annexure A	Buy	\$	708,332.26	1,204,050	1,204,050
Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 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	15/05/2012		Buv	\$	642 483 64	1 092 118	1 092 118
Lazard Asset Management Pacific Co and its associates listed in  15/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in  15/05/2012 Annexure A  Buy \$ 85,569.34  145,454  145,454  145,454  15/05/2012 Annexure A  Buy \$ 23,259.87  39,538  39,538  Lazard Asset Management Pacific Co and its associates listed in  15/05/2012 Annexure A  Buy \$ 6,234.71  10,598  10,598  Lazard Asset Management Pacific Co and its associates listed in  15/05/2012 Annexure A  Buy \$ 6,234.71  10,598  10,598  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	•				
15/05/2012   Annexure A   Buy   \$ 85,569.34   145,454	15/05/2012		Buy	\$	44,042.44	74,865	74,865
15/05/2012   Annexure A   Buy   \$ 23,259.87   39,538   39,538   39,538	15/05/2012	Annexure A	Buy	\$	85,569.34	145,454	145,454
Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A  Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 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	15/05/2012	_	Buv	\$	23.259.87	<b>39 53</b> 8	30 538
Lazard Asset Management Pacific Co and its associates listed in 15/05/2012 Annexure A Buy \$ 21,422.64 36,415 36,415 Lazard Asset Management Pacific Co and its associates listed in		Lazard Asset Management Pacific Co and its associates listed in	•				
15/05/2012   Annexure A   Buy   \$ 21,422.64   36,415   36,415   Lazard Asset Management Pacific Co and its associates listed in	15/05/2012		Buy	\$	6,234.71	10,598	10,598
	15/05/2012	Annexure A	Buy	\$	21,422.64	36,415	36,415
	24/05/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$	76,290.69	137,655	137,655

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

Date of change	Person whose relevent interest changed	Nature of change	nsideration given elation to change AUD	Class and number of securities affected (All ordinary securities)	Person's votes affected
	Lazard Asset Management Pacific Co and its associates listed in				
24/05/2012	Annexure A	Buy	\$ 647,159.29	1,167,701	1,167,701
	Lazard Asset Management Pacific Co and its associates listed in				
24/05/2012	Annexure A	Buy	\$ 554,134.01	999,851	999,851
	Lazard Asset Management Pacific Co and its associates listed in				
24/05/2012	Annexure A	Buy	\$ 47,966.33	86,548	86,548
	Lazard Asset Management Pacific Co and its associates listed in	-			
24/05/2012	Annexure A	Buy	\$ 93,235.86	168,230	168,230
	Lazard Asset Management Pacific Co and its associates listed in				
24/05/2012	Annexure A	Buy	\$ 25,350.98	45,742	45,742
	Lazard Asset Management Pacific Co and its associates listed in	-			
24/05/2012	Annexure A	Buy	\$ 20,697.22	37,345	37,345
	Lazard Asset Management Pacific Co and its associates listed in				
24/05/2012	Annexure A	Buy	\$ 23,348.03	42,128	42,128

# 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 28 May 2012.

Apnavi Saddington Company Secretary

28 May 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	State Street	The Current	Registered holder & taken to	Ordinary –	Ordinary –
Co and each of its associates listed	Australia Ltd	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	1,999,284	1,999,284
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	14,857,083	14,857,083
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	12,705,587	12,705,587
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	1,091,198	1,091,198
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	2,120,908	2,120,908
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	576,667	576,667
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	472,132	472,132
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	531,107	531,107
in Annexure A		Holder	under section 608 (1)		