Form 603

Corporations Act 2001 Section 671B

Notice of initial substantial holder

To Company Name/Scheme David Jones Ltd.

ACN/ARSN 000 074 573

1. Details of substantial holder (1)

Name BlackRock Group (BlackRock Inc. and subsidiaries named in Annexures

ACN/ARSN (if applicable) to this form)

The holder became a substantial holder on 20 /12 /13

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)		
ord	28,942,029	28,942,029	5.38		

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
see Annexure A (and D)		

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
see Annexure A			

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration	Class and number of securities	
		Cash	Non-cash	
see Annexure B				

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
see Annexure A	

7. Addresses

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

Name	Address
see Annexure C	

Signature

print name Belinda Plotkin

capacity Company Secretary

sign here

date 24 / 12 / 13

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - 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, 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.

- (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) 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.

GUIDE

This guide does not form part of the prescribed form and is included by ASIC to assist you in completing and lodging form 603.

Signature This form must be signed by either a director or a secretary of the substantial holder.

Lodging period Nil

Lodging Fee Nil

Other forms to be completed

Nil

Additionalinformation

- (a) If additional space is required to complete a question, the information may be included on a separate piece of paper annexed to the form.
- (b) This notice must be given to a listed company, or the responsible entity for a listed managed investment scheme. A copy of this notice must also be given to each relevant securities exchange.
- (c) The person must give a copy of this notice:
 - (i) within 2 business days after they become aware of the information; or
 - (ii) by 9.30 am on the next trading day of the relevant securities exchange after they become aware of the information if:
 - (A) a takeover bid is made for voting shares in the company or voting interests in the scheme; and
 - (B) the person becomes aware of the information during the bid period.

Annexures

To make any annexure conform to the regulations, you must

- 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides
- 2 show the corporation name and ACN or ARBN
- 3 number the pages consecutively
- 4 print or type in BLOCK letters in dark blue or black ink so that the document is clearly legible when photocopied
- 5 identify the annexure with a mark such as A, B, C, etc
- 6 endorse the annexure with the words:

 This is annexure (mark) of (number) pages referred to in form (form number and title)
- 7 sign and date the annexure
 The annexure must be signed by the same person(s) who signed the form.

Annexure A

24/12/13 **Date**

Belinda Plotkin, Company Secretary

3. Details of Relevant Interests
4. Details of present registered holders
6. Associates

Holder of Relevant	Nature of Relevant Interest	Registered Holder of	Person entitled to be	Class and number	
Name and ACN / ADSN		Securities	registered as holder	of Securities	Association
(Section 3, 4 and 6)	(Section 3)	(Section 4)	(Section 4)	(Sections 3 and 4)	(Section 6)
BlackRock Advisors (ÚK) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	NT-NORTHERN TRUST CO.		Ord 8,240	s E
BlackRock Advisors (UK) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-STATE STREET DUBLIN		Ord 6,369,386	6 subsidiary of BlackRock Inc.
BlackRock Asset Management Canada Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-STATE STREET SACRAMENTO		Ord 240,300	0 subsidiary of BlackRock Inc.
BlackRock Asset Management Deutschland AG		SSB-STATE STREET BANK, GERMANY		Ord 3,182,680	0 subsidiary of BlackRock Inc.
BlackRock Asset Management North Asia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.			Ord 130,169	9 subsidiary of BlackRock Inc.
BlackRock Fund Advisors		SSB-STATE STREET BANK, BOSTON		Ord 13,112,355	5 subsidiary of BlackRock Inc.
BlackRock Fund Advisors	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-STATE STREET SACRAMENTO		Ord 644,360	Subsidiary of BlackRock Inc.
BlackRock Institutional Trust Company, N.A.	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	BNYM-MELLON TRUST		Ord 113,634	4 subsidiary of BlackRock Inc.
BlackRock Institutional Trust Company, N.A.	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	GS-GOLDMAN SACHS PRIME BROKER		Ord 6,177	7 subsidiary of BlackRock Inc.
BlackRock Institutional Trust Company, N.A.	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	JPM-JP MORGAN CHASE		Ord 22,941	1 subsidiary of BlackRock Inc.
BlackRock Institutional Trust Company, N.A.	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-SSB NEW YORK INSTITUTIONAL		Ord 253,466	6 subsidiary of BlackRock Inc.
BlackRock Institutional Trust Company, N.A.	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-STATE STREET SACRAMENTO		Ord 2,303,630	0 subsidiary of BlackRock Inc.
BlackRock Investment Management (UK) Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	BNP-BNP PARIBAS		Ord 30,416	6 subsidiary of BlackRock Inc.
BlackRock Investment Management (UK) Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	CITI-CITIBANK INTERNATIONAL PLC (LUXEMBOURG BRANCH		Ord 27,116	6 subsidiary of BlackRock Inc.

Interests Name and ACN / ARSN	Nature of Relevant Interest	Registered Holder of Securities	Person entitled to be registered as holder	Class and number of Securities	number rities	Nature of Association
(Section 3, 4 and 6)	(Section 3)	(Section 4)	(Section 4)	(Sections 3 and 4)	3 and 4)	(Section 6)
BlackRock Investment	Power to control the exercise of a right to vote attached BNYM-THE BANK OF	BNYM-THE BANK OF		Ord	48,532	subsidiary of
Management, LLC	to securities and/or the power to dispose of securities	NEW YORK				BlackRock Inc.
	as investment manager or trustee.					
BlackRock Investment	Power to control the exercise of a right to vote attached JPM-JP MORGAN	JPM-JP MORGAN		Ord	24,516	subsidiary of
Management, LLC	to securities and/or the power to dispose of securities	CHASE				BlackRock Inc.
	as investment manager or trustee.					
BlackRock Investment	Power to control the exercise of a right to vote attached JPM-JPM CHASE	JPM-JPM CHASE -		Ord	673,964	subsidiary of
Management (Australia)	to securities and/or the power to dispose of securities	SYDNEY				BlackRock Inc.
Limited	held in its capacity as investment manager.					
BlackRock Investment	Power to control the exercise of a right to vote attached NAB-NATIONAL	NAB-NATIONAL		Ord	343,447	subsidiary of
Management (Australia) Limited	to securities and/or the power to dispose of securities held in its capacity as investment manager.	AUSTRALIA BANK LIMITED				BlackRock Inc.
BlackRock Investment	Power to control the exercise of a right to vote attached JPM-JPM CHASE -	JPM-JPM CHASE -		Ord	1,406,700	subsidiary of
Management (Australia) Limited	to securities and/or the power to dispose of securities held in its capacity as responsible entity.	SYDNEY				BlackRock Inc.

24/12/13

Belinda Plotkin, Company Secretary

Date

5. Consideration

BlackRock Institutional Trust Company, N.A. 23-Aug-13 Yes 2.72 ord 6,177 BlackRock Irund Advisors 26-Aug-13 No in specie ord 7,014 BlackRock Irund Advisors 27-Aug-13 No in specie ord 3,445 Imited BlackRock Fund Advisors 27-Aug-13 No ordinated ord 27,02 BlackRock Fund Advisors 27-Aug-13 No ordinated ord 27,1433 Imited Search Searc	DAVID JONES LTD. (DJS)						
BlackRock Asset Management North Asia 20-Aug-13 No In specie ord 3,361	Holder of Polevant Interest	Date of Acquisi	tion / Trans	Consi	deration	Class an	d number of
Limited	Holder of Relevant Interest	on a prescribe	d fin'l mkt	Cash	Non-cash	securiti	es affected
BlackRock Fund Advisors 22-Aug-13		20-Aug-13	No			ord	3,361
BlackRock Fund Advisors 22-Aug-13 Yes 2.72 ord 1.080 BlackRock Fund Advisors 23-Aug-13 Yes 2.69 ord 5.376 BlackRock Fund Advisors 23-Aug-13 Yes 2.69 ord 5.376 BlackRock Fund Advisors 26-Aug-13 No in specie ord 7.014 BlackRock Fund Advisors 26-Aug-13 No in specie ord 7.014 BlackRock Fund Advisors 26-Aug-13 No in specie ord 7.014 BlackRock Fund Advisors 27-Aug-13 No ord ord 27-Aug-13 BlackRock Fund Advisors 27-Aug-13 No collateral ord 27-Aug-13 Limited StackBook Fund Advisors 29-Aug-13 No collateral ord 27-Aug-13 BlackRock Fund Advisors 29-Aug-13 No collateral ord 192.828 BlackRock Fund Advisors 29-Aug-13 No collateral ord 192.828 BlackRock Fund Advisors 30-Aug-13 No collateral ord 192.828 BlackRock Saset Management North Asia 30-Aug-13 No collateral ord 4.053 BlackRock Fund Advisors 30-Aug-13 No collateral ord 171,124 Limited StackBook Fund Advisors 30-Aug-13 No collateral ord 171,124 Limited StackBook Fund Advisors 30-Aug-13 No collateral ord 171,124 Limited StackBook Fund Advisors 30-Sep-13 No collateral ord 86,425 BlackRock Fund Advisors 03-Sep-13 No collateral ord 86,425 BlackRock Fund Advisors 04-Sep-13 No in specie ord 7.014 BlackRock Fund Advisors 04-Sep-13 No in specie ord 7.014 BlackRock Fund Advisors 04-Sep-13 No in specie ord 7.014 BlackRock Fund Advisors 04-Sep-13 No in specie ord 1.351 BlackRock Fund Advisors 04-Sep-13 No in specie ord 1.361 BlackRock Fund Advisors 04-Sep-13 No in specie ord 1.361 BlackRock Fund Advisors 04-Sep-13 No in specie ord 1.361 BlackRock Fund Advisors 11-Sep-13 No in specie ord 1.361 BlackRock Fund Advisors 11-Sep-13 No in specie ord 1.361 BlackRock Fund Advisors 11-Sep-13 No in specie ord 1.361 BlackRock Fund Advisors 11-Sep-13 N		22-Aug-13	No			ord	17,535
BlackRock Fund Advisors 22-Aug-13 Yes 2.69 ord 5,376 BlackRock Intelled Trust Company, N.A. 23-Aug-13 Yes 2.69 ord 5,376 BlackRock Institutional Trust Company, N.A. 23-Aug-13 Yes 2.72 ord 6,177 BlackRock Investment Management (Australia) 26-Aug-13 No in specie ord 7,014 BlackRock Investment Management (Australia) 26-Aug-13 No in specie ord 3,445 Limited			No			ord	
BlackRock Fund Advisors			Yes	2.72	•	ord	1,080
BlackRock Fund Advisors	BlackRock Fund Advisors		Yes	2.69		ord	5,376
BlackRock Investment Management (Australia) 26-Aug-13			Yes	2.72		ord	6,177
BlackRock Fund Advisors	BlackRock Fund Advisors		No		in specie	ord	7,014
BlackRock Asset Management North Asia 27-Aug-13 No collateral ord 271,433	• , ,		No			ord	3,445
BlackRock Asset Management North Asia 27-Aug-13 No collateral ord 271,433	BlackRock Fund Advisors	27-Aug-13	No		in specie	ord	2,702
BlackRock Fund Advisors	BlackRock Asset Management North Asia		No			ord	
BlackRock Asset Management North Asia 29-Aug-13 No collateral ord 192,828 Limited Imited Imit		29-Aug-13	Nο			ord	16.212
Limited StackRock Fund Advisors 30-Aug-13 No in specie ord 4,053 BlackRock Asset Management North Asia 30-Aug-13 No collateral ord 171,124 Limited ElackRock Fund Advisors 03-Sep-13 No in specie ord 1,351 BlackRock Asset Management North Asia 03-Sep-13 No collateral ord 88,425 Limited ElackRock Asset Management North Asia 03-Sep-13 No collateral ord 88,425 Limited ElackRock Fund Advisors 04-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 04-Sep-13 No in specie ord 1,361 BlackRock Fund Advisors 04-Sep-13 No in specie ord 1,361 BlackRock Fund Advisors 04-Sep-13 No in specie ord 1,361 BlackRock Fund Advisors 06-Sep-13 No in specie ord 1,351 BlackRock Fund Advisors 06-Sep-13 No in specie ord 1,351 BlackRock Fund Advisors 11-Sep-13 No in specie ord 28,056 BlackRock Fund Advisors 11-Sep-13 No in specie ord 28,056 BlackRock Fund Advisors 11-Sep-13 No in specie ord 28,056 BlackRock Fund Advisors 11-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 11-Sep-13 No in specie ord 9,457 BlackRock Fund Advisors 11-Sep-13 No in specie ord 61,755 BlackRock Asset Management Deutschland 11-Sep-13 Yes 2,91 ord 61,176 AG BlackRock Fund Advisors 12-Sep-13 No in specie ord 3,507 BlackRock Fund Advisors 12-Sep-13 No in specie ord 3,507 BlackRock Fund Advisors 12-Sep-13 No in specie ord 3,507 BlackRock Fund Advisors 12-Sep-13 No in specie ord 3,507 BlackRock Fund Advisors 12-Sep-13 No in specie ord 3,507 BlackRock Fund Advisors 12-Sep-13 No in specie ord 3,507 BlackRock Fund Advisors 14-Sep-13 No in specie ord 3,507 BlackRock Fund Advisors 14-Sep-13 No in specie ord 3,507 BlackRock Fund Advisors 14-Sep-13 No in specie ord 3,507 BlackRock Fund Advisors 14-Sep-13 No in specie ord 3,507 Bl							
BlackRock Fund Advisors 30-Aug-13 No in specie ord 4,053	<u> </u>	_0 / tag . 0				0.0	.02,020
BlackRock Asset Management North Asia 30-Aug-13 No collateral ord 171,124 Limited		30-Aug-13	Nο			ord	4.053
Limited BlackRock Fund Advisors 03-Sep-13 No in specie ord 1,351 BlackRock Asset Management North Asia 03-Sep-13 No collateral ord 88,425 Limited transfer BlackRock Fund Advisors 04-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 04-Sep-13 No in specie ord 10,808 BlackRock Fund Advisors 04-Sep-13 No in specie ord 10,808 BlackRock Fund Advisors 06-Sep-13 No in specie ord 1,351 BlackRock Fund Advisors 06-Sep-13 No in specie ord 1,351 BlackRock Fund Advisors 10-Sep-13 No in specie ord 1,351 BlackRock Fund Advisors 10-Sep-13 No in specie ord 1,351 BlackRock Fund Advisors 11-Sep-13 No in specie ord 28,056 BlackRock Fund Advisors 11-Sep-13 No in specie ord 28,056 BlackRock Fund Advisors 11-Sep-13 No in specie ord 9,457 BlackRock Fund Advisors 11-Sep-13 No in specie ord 67,755 BlackRock Fund Advisors 11-Sep-13 No in specie ord 67,755 BlackRock Fund Advisors 11-Sep-13 No in specie ord 61,176 AG							
BlackRock Fund Advisors							,
BlackRock Asset Management North Asia		03-Sep-13	No			ord	1.351
Limited BlackRock Fund Advisors 04-Sep-13 No In specie ord 7,014 BlackRock Fund Advisors 04-Sep-13 No In specie ord 10,808 BlackRock Fund Advisors 06-Sep-13 No In specie ord 1,351 BlackRock Fund Advisors 06-Sep-13 No In specie ord 1,351 BlackRock Fund Advisors 06-Sep-13 No In specie ord 16,212 BlackRock Fund Advisors 10-Sep-13 No In specie ord 1,351 BlackRock Fund Advisors 11-Sep-13 No In specie ord 28,056 BlackRock Fund Advisors 11-Sep-13 No In specie ord 28,056 BlackRock Fund Advisors 11-Sep-13 No In specie ord 7,014 BlackRock Fund Advisors 11-Sep-13 No In specie ord 6,755 BlackRock Fund Advisors 11-Sep-13 No In specie ord 6,755 BlackRock Fund Advisors 11-Sep-13 No In specie ord 6,755 BlackRock Fund Advisors 11-Sep-13 No In specie ord 6,755 BlackRock Asset Management Deutschland 11-Sep-13 Yes 2.91 ord 118,662 Limited L							
BlackRock Fund Advisors Q4-Sep-13 No in specie ord 7,014							,
BlackRock Fund Advisors 04-Sep-13 No in specie ord 10,808 BlackRock Fund Advisors 06-Sep-13 No in specie ord 1,351 BlackRock Fund Advisors 06-Sep-13 No in specie ord 1,351 BlackRock Fund Advisors 10-Sep-13 No in specie ord 1,351 BlackRock Fund Advisors 11-Sep-13 No in specie ord 28,056 BlackRock Fund Advisors 11-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 11-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 11-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 11-Sep-13 No in specie ord 6,755 BlackRock Fund Advisors 11-Sep-13 No in specie ord 6,755 BlackRock Asset Management Deutschland 11-Sep-13 Yes 2.91 ord 61,176 AG BlackRock Asset Management Australia 11-Sep-13 Yes 2.91 ord 118,662 BlackRock Fund Advisors 12-Sep-13 No in specie ord 3,507 BlackRock Fund Advisors 12-Sep-13 No in specie ord 30,605 BlackRock Fund Advisors 12-Sep-13 No in specie ord 30,605 BlackRock Fund Advisors 12-Sep-13 No in specie ord 30,605 BlackRock Fund Advisors 16-Sep-13 Yes 2.90 ord 11,170 BlackRock Fund Advisors 16-Sep-13 Yes 2.90 ord 217,100 BlackRock Fund Advisors 17-Sep-13 No ord ord 217,100 BlackRock Fund Advisors 17-Sep-13 No ord 17,505 BlackRock Fund Advisors 17-Sep-13 No ord 17,505 BlackRock Fund Advisors 18-Sep-13 No ord 17,535 BlackRock Fund Advisors 18-Sep-13 No ord 17,535 BlackRock Fund Advisors 18-Sep-13 No ord 17,535 BlackRock Fund Advisors 25-Sep-13 No ord 17,606 BlackRock Fund Advisors 25-Sep-13 No ord 17,006 BlackRock Fund Advisors 25-Sep-13 No ord 17,007 BlackRock Fund Advisors 25-Sep-13 No ord 17,007 BlackRock Fund Advisors 25-Sep-13 No ord 17,007 BlackRock Fund Advisors 25-Sep-13 No ord 17,014 BlackRock Fund Advisors 25-Sep-13 No ord 17,007 BlackRock Fun		04-Sep-13	No			ord	7.014
BlackRock Fund Advisors 06-Sep-13 No in specie ord 1,351							
BlackRock Fund Advisors 10-Sep-13 No in specie ord 16,212	BlackRock Fund Advisors		No			ord	1,351
BlackRock Fund Advisors	BlackRock Fund Advisors		No			ord	
BlackRock Fund Advisors	BlackRock Fund Advisors					ord	
BlackRock Fund Advisors	BlackRock Fund Advisors	11-Sep-13	No		in specie	ord	28,056
BlackRock Fund Advisors	BlackRock Fund Advisors	11-Sep-13	No		in specie	ord	7,014
BlackRock Asset Management Deutschland 11-Sep-13 Yes 2.91 ord 61,176	BlackRock Fund Advisors		No		in specie	ord	9,457
AG BlackRock Asset Management Australia 11-Sep-13 Yes 2.91 ord 118,662 Limited SlackRock Fund Advisors 12-Sep-13 No in specie ord 3,507 BlackRock Fund Advisors 12-Sep-13 No in specie ord 12,159 BlackRock Asset Management Deutschland 12-Sep-13 Yes 2.89 ord 30,605 AG BlackRock Asset Management North Asia 16-Sep-13 Yes 2.90 ord 1,170 BlackRock Asset Management North Asia 16-Sep-13 No collateral ord 217,100 Limited transfer BlackRock Fund Advisors 17-Sep-13 No in specie ord 3,507 BlackRock Asset Management Deutschland 17-Sep-13 Yes 2.87 ord 30,434 AG BlackRock Fund Advisors 18-Sep-13 No in specie ord 17,535 BlackRock Fund Advisors 18-Sep-13 No in specie ord 13,510 BlackRock Fund Advisors 24-Sep-13 No in specie ord 4,053 BlackRock Fund Advisors 25-Sep-13 No in specie ord 14,028 BlackRock Fund Advisors 25-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 25-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 25-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 25-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 25-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 26-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 26-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 26-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 26-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 26-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 26-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 26-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 26-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 26-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 26-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 26-Sep-13 No in specie ord 7,014	BlackRock Fund Advisors	11-Sep-13	No		in specie	ord	6,755
Limited BlackRock Fund Advisors 12-Sep-13 No in specie ord 3,507 BlackRock Fund Advisors 12-Sep-13 No in specie ord 12,159 BlackRock Asset Management Deutschland 12-Sep-13 Yes 2.89 ord 30,605 AG BlackRock Fund Advisors 16-Sep-13 Yes 2.90 ord 1,170 BlackRock Asset Management North Asia 16-Sep-13 No collateral ord 217,100 Limited transfer blackRock Fund Advisors 17-Sep-13 No in specie ord 3,507 BlackRock Asset Management Deutschland 17-Sep-13 Yes 2.87 ord 30,434 AG BlackRock Fund Advisors 18-Sep-13 No in specie ord 17,535 BlackRock Fund Advisors 18-Sep-13 No in specie ord 13,510 BlackRock Fund Advisors 24-Sep-13 No in specie ord 14,028 BlackRock Fund Advisors 25-Sep-13 No <t< td=""><td></td><td>11-Sep-13</td><td>Yes</td><td>2.91</td><td></td><td>ord</td><td>61,176</td></t<>		11-Sep-13	Yes	2.91		ord	61,176
BlackRock Fund Advisors 12-Sep-13 No in specie ord 12,159 BlackRock Asset Management Deutschland 12-Sep-13 Yes 2.89 ord 30,605 AG BlackRock Fund Advisors 16-Sep-13 Yes 2.90 ord 1,170 BlackRock Asset Management North Asia 16-Sep-13 No collateral ord 217,100 Limited BlackRock Fund Advisors 17-Sep-13 No in specie ord 3,507 BlackRock Asset Management Deutschland 17-Sep-13 Yes 2.87 ord 30,434 AG BlackRock Fund Advisors 18-Sep-13 No in specie ord 17,535 BlackRock Fund Advisors 18-Sep-13 No in specie ord 13,510 BlackRock Fund Advisors 24-Sep-13 No in specie ord 4,053 BlackRock Fund Advisors 25-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 25-Sep-13 No in specie		11-Sep-13	Yes	2.91		ord	118,662
BlackRock Asset Management Deutschland AG	BlackRock Fund Advisors		No		in specie	ord	3,507
BlackRock Fund Advisors 16-Sep-13 Yes 2.90 ord 1,170	BlackRock Fund Advisors		No		in specie	ord	12,159
BlackRock Asset Management North Asia 16-Sep-13 No collateral transfer BlackRock Fund Advisors 17-Sep-13 No in specie ord 3,507 BlackRock Asset Management Deutschland AG 17-Sep-13 Yes 2.87 ord 30,434 BlackRock Fund Advisors 18-Sep-13 No in specie ord 17,535 BlackRock Fund Advisors 18-Sep-13 No in specie ord 13,510 BlackRock Fund Advisors 24-Sep-13 No in specie ord 4,053 BlackRock Fund Advisors 25-Sep-13 No in specie ord 14,028 BlackRock Fund Advisors 25-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 25-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 26-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 30-Sep-13 No in specie ord 7,014 BlackRock Institutional Trust Company, N.A. 30-Sep		12-Sep-13	Yes	2.89		ord	30,605
Limited transfer BlackRock Fund Advisors 17-Sep-13 No in specie ord 3,507 BlackRock Asset Management Deutschland 17-Sep-13 Yes 2.87 ord 30,434 AG BlackRock Fund Advisors 18-Sep-13 No in specie ord 17,535 BlackRock Fund Advisors 18-Sep-13 No in specie ord 13,510 BlackRock Fund Advisors 24-Sep-13 No in specie ord 4,053 BlackRock Fund Advisors 25-Sep-13 No in specie ord 14,028 BlackRock Fund Advisors 25-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 25-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 26-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 30-Sep-13 No in specie ord 7,014 BlackRock Institutional Trust Company, N.A. 30-Sep-13 Yes 2.89		16-Sep-13	Yes	2.90		ord	
BlackRock Fund Advisors 17-Sep-13 No in specie ord 3,507 BlackRock Asset Management Deutschland AG 17-Sep-13 Yes 2.87 ord 30,434 BlackRock Fund Advisors 18-Sep-13 No in specie ord 17,535 BlackRock Fund Advisors 18-Sep-13 No in specie ord 13,510 BlackRock Fund Advisors 24-Sep-13 No in specie ord 4,053 BlackRock Fund Advisors 25-Sep-13 No in specie ord 14,028 BlackRock Fund Advisors 25-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 25-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 26-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 30-Sep-13 No in specie ord 7,014 BlackRock Institutional Trust Company, N.A. 30-Sep-13 Yes 2.89 ord 17,990			No			ord	217,100
BlackRock Asset Management Deutschland AG BlackRock Fund Advisors 18-Sep-13 No in specie ord 17,535 BlackRock Fund Advisors 18-Sep-13 No in specie ord 13,510 BlackRock Fund Advisors 24-Sep-13 No in specie ord 4,053 BlackRock Fund Advisors 25-Sep-13 No in specie ord 14,028 BlackRock Fund Advisors 25-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 25-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 25-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 26-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 26-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 26-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 26-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 30-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 30-Sep-13 No in specie ord 7,014		17-Sep-13	No			ord	3.507
BlackRock Fund Advisors 18-Sep-13 No in specie ord 17,535 BlackRock Fund Advisors 18-Sep-13 No in specie ord 13,510 BlackRock Fund Advisors 24-Sep-13 No in specie ord 4,053 BlackRock Fund Advisors 25-Sep-13 No in specie ord 14,028 BlackRock Fund Advisors 25-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 25-Sep-13 No in specie ord 8,106 BlackRock Fund Advisors 26-Sep-13 No in specie ord 7,014 BlackRock Fund Advisors 30-Sep-13 No in specie ord 5,336 BlackRock Institutional Trust Company, N.A. 30-Sep-13 Yes 2.89 ord 17,990	BlackRock Asset Management Deutschland			2.87	-,		
BlackRock Fund Advisors18-Sep-13Noin specieord13,510BlackRock Fund Advisors24-Sep-13Noin specieord4,053BlackRock Fund Advisors25-Sep-13Noin specieord14,028BlackRock Fund Advisors25-Sep-13Noin specieord7,014BlackRock Fund Advisors25-Sep-13Noin specieord8,106BlackRock Fund Advisors26-Sep-13Noin specieord7,014BlackRock Fund Advisors30-Sep-13Noin specieord5,336BlackRock Institutional Trust Company, N.A.30-Sep-13Yes2.89ord17,990		18-Sep-13	No		in specie	ord	17.535
BlackRock Fund Advisors24-Sep-13Noin specieord4,053BlackRock Fund Advisors25-Sep-13Noin specieord14,028BlackRock Fund Advisors25-Sep-13Noin specieord7,014BlackRock Fund Advisors25-Sep-13Noin specieord8,106BlackRock Fund Advisors26-Sep-13Noin specieord7,014BlackRock Fund Advisors30-Sep-13Noin specieord5,336BlackRock Institutional Trust Company, N.A.30-Sep-13Yes2.89ord17,990							
BlackRock Fund Advisors25-Sep-13Noin specieord14,028BlackRock Fund Advisors25-Sep-13Noin specieord7,014BlackRock Fund Advisors25-Sep-13Noin specieord8,106BlackRock Fund Advisors26-Sep-13Noin specieord7,014BlackRock Fund Advisors30-Sep-13Noin specieord5,336BlackRock Institutional Trust Company, N.A.30-Sep-13Yes2.89ord17,990							
BlackRock Fund Advisors25-Sep-13Noin specieord7,014BlackRock Fund Advisors25-Sep-13Noin specieord8,106BlackRock Fund Advisors26-Sep-13Noin specieord7,014BlackRock Fund Advisors30-Sep-13Noin specieord5,336BlackRock Institutional Trust Company, N.A.30-Sep-13Yes2.89ord17,990							
BlackRock Fund Advisors25-Sep-13Noin specieord8,106BlackRock Fund Advisors26-Sep-13Noin specieord7,014BlackRock Fund Advisors30-Sep-13Noin specieord5,336BlackRock Institutional Trust Company, N.A.30-Sep-13Yes2.89ord17,990							
BlackRock Fund Advisors26-Sep-13Noin specieord7,014BlackRock Fund Advisors30-Sep-13Noin specieord5,336BlackRock Institutional Trust Company, N.A.30-Sep-13Yes2.89ord17,990							8,106
BlackRock Fund Advisors30-Sep-13Noin specieord5,336BlackRock Institutional Trust Company, N.A.30-Sep-13Yes2.89ord17,990							7,014
BlackRock Institutional Trust Company, N.A. 30-Sep-13 Yes 2.89 ord 17,990							5,336
				2.89			17,990
	BlackRock Fund Advisors				in specie	ord	14,674

DJS page 1 of 3

Holden of Delevent Interest	Date of Acquisi	tion / Trans	Consi	deration	Class an	d number of
Holder of Relevant Interest	on a prescribe	_	Cash	Non-cash	securit	ies affected
BlackRock Advisors (UK) Limited	01-Oct-13	Yes	2.93		ord	29,193
BlackRock Investment Management (UK) Ltd	01-Oct-13	Yes	2.93		ord	27,116
BlackRock Asset Management North Asia Limited	01-Oct-13	No		collateral transfer	ord	1,070,705
BlackRock Fund Advisors	02-Oct-13	No		in specie	ord	7,014
BlackRock Fund Advisors	02-Oct-13	Yes	2.95	0,000.0	ord	420
BlackRock Fund Advisors	03-Oct-13	Yes	2.87		ord	705
BlackRock Fund Advisors	04-Oct-13	No		in specie	ord	10,672
BlackRock Fund Advisors	04-Oct-13	Yes	2.84	•	ord	660
BlackRock Advisors (UK) Limited	07-Oct-13	Yes	2.85		ord	18,596
BlackRock Fund Advisors	07-Oct-13	Yes	2.85		ord	4,341
BlackRock Fund Advisors	08-Oct-13	Yes	2.77		ord	480
BlackRock Fund Advisors	09-Oct-13	Yes	2.79		ord	1,695
BlackRock Fund Advisors	10-Oct-13	No		in specie	ord	18,718
BlackRock Fund Advisors	10-Oct-13	No		in specie	ord	9,359
BlackRock Fund Advisors	15-Oct-13	No		in specie	ord	3,507
BlackRock Fund Advisors	16-Oct-13	No		in specie	ord	13,370
BlackRock Institutional Trust Company, N.A.	18-Oct-13	Yes	2.83		ord	22,896
BlackRock Fund Advisors	21-Oct-13	No		in specie	ord	13,370
BlackRock Fund Advisors BlackRock Fund Advisors	22-Oct-13 24-Oct-13	No No		in specie in specie	ord ord	8,022 6,685
BlackRock Fund Advisors	24-Oct-13	No		in specie	ord	29,414
BlackRock Fund Advisors	24-Oct-13	Yes	2.77	iii specie	ord	3,877
BlackRock Fund Advisors	25-Oct-13	No	2.11	in specie	ord	1,463
BlackRock Fund Advisors	30-Oct-13	No		in specie	ord	42,535
BlackRock Advisors (UK) Limited	30-Oct-13	Yes	2.69	птороско	ord	25,196
BlackRock Asset Management Canada Limited		Yes	2.68		ord	40,037
BlackRock Fund Advisors	31-Oct-13	No		in specie	ord	21,392
BlackRock Fund Advisors	31-Oct-13	No		in specie	ord	10,696
BlackRock Institutional Trust Company, N.A.	31-Oct-13	Yes	2.72	•	ord	39,310
BlackRock Asset Management North Asia	31-Oct-13	No		collateral	ord	208,689
Limited	04.1140			transfer		2 222
BlackRock Fund Advisors	01-Nov-13 06-Nov-13	No		in specie	ord	8,022
BlackRock Asset Management North Asia	06-NOV-13	No		collateral	ord	203,269
Limited BlackRock Asset Management North Asia Limited	07-Nov-13	No		transfer collateral transfer	ord	78,077
BlackRock Fund Advisors	08-Nov-13	No		in specie	ord	35,070
BlackRock Fund Advisors	08-Nov-13	No		in specie	ord	29,414
BlackRock Fund Advisors	08-Nov-13	No		in specie	ord	438
BlackRock Investment Management (Australia)		No		in specie	ord	3,445
Limited BlackRock Asset Management Deutschland	12-Nov-13	Yes	2.99		ord	61,390
AG BlackRock Fund Advisors	12-Nov-13	Yes	3.03		ord	784
BlackRock Asset Management Deutschland	13-Nov-13	Yes	2.91		ord	30,718
AG						
BlackRock Fund Advisors	14-Nov-13	No		in specie	ord	8,022
BlackRock Asset Management North Asia	15-Nov-13	No		collateral	ord	99,838
Limited				transfer		
BlackRock Fund Advisors	18-Nov-13	Yes	3.10		ord	4,737
BlackRock Fund Advisors	18-Nov-13	Yes	3.02		ord	4,590
BlackRock Asset Management North Asia Limited	19-Nov-13	No		collateral transfer	ord	104,366
BlackRock Asset Management Deutschland AG	20-Nov-13	Yes	2.98		ord	30,778
BlackRock Asset Management North Asia Limited	20-Nov-13	No		collateral transfer	ord	6,137
BlackRock Fund Advisors	21-Nov-13	No		in specie	ord	21,440
BlackRock Fund Advisors	22-Nov-13	Yes	2.96	3,550,0	ord	3,331
BlackRock Asset Management North Asia	25-Nov-13	No		collateral	ord	154,248
Limited				transfer		
BlackRock Institutional Trust Company, N.A.	26-Nov-13	Yes	3.05	la an! -	ord	18,643
BlackRock Fund Advisors	27-Nov-13	No		in specie	ord	9,380
BlackRock Asset Management North Asia <u>Limited</u>	28-Nov-13	No		collateral transfer	ord	23,127

DJS page 2 of 3

Holder of Relevant Interest	Date of Acquisi	tion / Trans	Consi	deration	Class and number of	
Holder of Relevant Interest	on a prescribe		Cash	Non-cash	securiti	es affected
BlackRock Institutional Trust Company, N.A.	29-Nov-13	Yes	2.97		ord	23,546
BlackRock Investment Management (Australia)	02-Dec-13	Yes	2.91		ord	17,889
Limited						
BlackRock Asset Management North Asia	02-Dec-13	No		collateral	ord	39,647
Limited				transfer		
BlackRock Asset Management North Asia	03-Dec-13	No		collateral	ord	161
Limited				transfer		
BlackRock Fund Advisors	04-Dec-13	No		in specie	ord	8,058
BlackRock Fund Advisors	04-Dec-13	Yes	2.87		ord	4,806
BlackRock Fund Advisors	04-Dec-13	Yes	2.87		ord	1,328
BlackRock Asset Management North Asia	04-Dec-13	No		collateral	ord	975
Limited				transfer		
BlackRock Fund Advisors	06-Dec-13	No		in specie	ord	5,372
BlackRock Fund Advisors	06-Dec-13	No		in specie	ord	4,029
BlackRock Investment Management (Australia)	06-Dec-13	No		in specie	ord	1,378
Limited				-		
BlackRock Fund Advisors	09-Dec-13	No		in specie	ord	8,058
BlackRock Advisors (UK) Limited	09-Dec-13	Yes	2.73		ord	51,318
BlackRock Fund Advisors	10-Dec-13	No		in specie	ord	836
BlackRock Institutional Trust Company, N.A.	12-Dec-13	Yes	2.71		ord	7,047
BlackRock Fund Advisors	13-Dec-13	No		in specie	ord	8,058
BlackRock Fund Advisors	16-Dec-13	No		in specie	ord	14,028
BlackRock Fund Advisors	16-Dec-13	No		in specie	ord	5,372
BlackRock Fund Advisors	16-Dec-13	No		in specie	ord	8,058
BlackRock Institutional Trust Company, N.A.	17-Dec-13	No		in specie	ord	116,085
BlackRock Fund Advisors	18-Dec-13	No		in specie	ord	10,656
BlackRock Fund Advisors	18-Dec-13	No		in specie	ord	5,328
BlackRock Fund Advisors	19-Dec-13	Yes	2.88		ord	412,182
BlackRock Asset Management North Asia	19-Dec-13	No		collateral	ord	126,984
Limited				transfer		
BlackRock Fund Advisors	20-Dec-13	Yes	2.91		ord	9,405,964
BlackRock Asset Management Canada Limited	20-Dec-13	Yes	2.91		ord	191,605
	20-Dec-13	Yes	2.91			

DJS page 3 of 3

Annexure C

This is Annexure C of 1 page referred to in form 603 Notice of initial substantial shareholder

24/12/13 Belinda Plotkin, Date **Company Secretary**

7. AddressesThe addresses of persons named in this form are as follows:

Name	Address
BlackRock Group	
BlackRock Inc.	55 East 52nd Street New York NY 10055 USA
BlackRock Advisors (UK) Ltd.	Murray House 1Royal Mint Court London, EC3N 4HH, UK
BlackRock Asset Management Canada Limited	161 Bay Street, Suite 2500 Toronto. Ontario M5J 2S1
BlackRock Asset Management Deutschland AG	Max-Joseph-Straße 6 80333 Munich, Germany
BlackRock Asset Management North Asia Limited	16/F, 2 Queen's Road Cheung Kong Center Hong Kong
BlackRock Fund Advisors	400 Howard Street San Francisco, CA, 94105
BlackRock Institutional Trust Company, N.A.	400 Howard Street San Francisco, CA, 94105
BlackRock Investment Management (Aust) Ltd (ACN 006 165 975)	Level 26, 101 Collins St Melbourne Australia
BlackRock Investment Management (UK) Ltd	12 Throgmorton Avenue London EC2N 2DL UK
BlackRock Investment Management, LLC BlackRock Asset Management Australia Limited (ACN 001 804 566)	1 University Square Drive, Princeton, NJ 08540 Level 43, Grosvenor Place 225 George Street Sydney NSW 2000 Australia

DJS page 1 of 1 This is Annexure D of 1 page referred to in form 603 Notice of initial substantial shareholder.

	24/12/13
Belinda Plotkin, Company Secretary	Date

Type of agreement: Parties to agreement: Transfer date: Holder of voting rights: Are there any restrictions on voting rights? If yes, detail Scheduled return date (if any): Does the borrower have the right to return early? If yes, detail	Global Master Securities Lending Agreement Party A - Citigroup Global Markets Limited Party B - HSBC Institutional Trust Services (Asia) Limited Refer to Annexure B (transactions identified as collateral transfers) BlackRock Asset Management North Asia Limited (as investment manager for the funds) Yes. Unless otherwise agreed between the parties, the Registered Owner will not exercise any voting rights. Not applicable. Yes. Upon an Event of Default under the GMSLA, the GMSLA
Transfer date: Holder of voting rights: Are there any restrictions on voting rights? If yes, detail Scheduled return date (if any): Does the borrower have the right to return early? If yes, detail	Party B - HSBC Institutional Trust Services (Asia) Limited Refer to Annexure B (transactions identified as collateral transfers) BlackRock Asset Management North Asia Limited (as investment manager for the funds) Yes. Unless otherwise agreed between the parties, the Registered Owner will not exercise any voting rights. Not applicable. Yes. Upon an Event of Default under the GMSLA, the GMSLA
Holder of voting rights: Are there any restrictions on voting rights? If yes, detail Scheduled return date (if any): Does the borrower have the right to return early? If yes, detail	Refer to Annexure B (transactions identified as collateral transfers) BlackRock Asset Management North Asia Limited (as investment manager for the funds) Yes. Unless otherwise agreed between the parties, the Registered Owner will not exercise any voting rights. Not applicable. Yes. Upon an Event of Default under the GMSLA, the GMSLA
Holder of voting rights: Are there any restrictions on voting rights? If yes, detail Scheduled return date (if any): Does the borrower have the right to return early? If yes, detail	transfers) BlackRock Asset Management North Asia Limited (as investment manager for the funds) Yes. Unless otherwise agreed between the parties, the Registered Owner will not exercise any voting rights. Not applicable. Yes. Upon an Event of Default under the GMSLA, the GMSLA
Are there any restrictions on voting rights? If yes, detail Scheduled return date (if any): Does the borrower have the right to return early? If yes, detail	investment manager for the funds) Yes. Unless otherwise agreed between the parties, the Registered Owner will not exercise any voting rights. Not applicable. Yes. Upon an Event of Default under the GMSLA, the GMSLA
If yes, detail Scheduled return date (if any): Does the borrower have the right to return early? If yes, detail	Registered Owner will not exercise any voting rights. Not applicable. Yes. Upon an Event of Default under the GMSLA, the GMSLA
Scheduled return date (if any): Does the borrower have the right to return early? If yes, detail	Not applicable. Yes. Upon an Event of Default under the GMSLA, the GMSLA
Does the borrower have the right to return early?	Yes. Upon an Event of Default under the GMSLA, the GMSLA
If yes, detail	Upon an Event of Default under the GMSLA, the GMSLA
	provides, broadly, that both parties payment and delivery obligations will be accelerated and replaced with an obligation of one party to pay a single cash sum to the other determined in accordance with the provisions of the GMSLA (as modified by the Annex). The GMSLA provides that the parties' right to terminate the Agreement upon notice will not affect the parties' existing obligations in respect of any outstanding loans of securities. The Annex amended and restricted the Borrower's termination rights – i.e. Borrower may not have the right to terminate and return the borrowed securities - as the Borrower was to borrow the securities issued by it (or its sister company) to provide protection against the insolvency of the issuer and so usual rights of termination in a GMSLA were restricted. Subject to the terms of the relevant Loan, the Borrower, may early terminate a Loan and return Equivalent Securities at any time provided that it "shall cease to have such entitlement if an Act of Insolvency with respect to any Security Issuer or any of the Borrower's or any Security Issuer's affiliates has occurred, or any such person takes any steps preparatory to any of the matters which would constitute an Act of Insolvency
Does the lender have the right to recall early?	Yes, at notice.
lf yes, detail	
Will the securities be returned on settlement?	Yes.
If yes, detail any exceptions	

A copy of this agreement will be provided to David Jones Ltd. or the Australian Securities and Investments Commission upon request.