

## Form 604

### Corporations Law Section 671B

#### Notice of change of interests of substantial holder

To Company Name/Scheme DuluxGroup Limited

ACN/ARSN 133 404 065

#### 1. Details of substantial holder (1)

Name Schroder Investment Management Australia Limited

ACN/ARSN (if applicable) 000 443 274

There was a change in the interests of the substantial holder on 20/05/2013

The previous notice was given to the company on 22/04/2013

The previous notice was dated 18/04/2013

#### 2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

| Class of securities (4) | Previous notice |                  | Present notice |                  |
|-------------------------|-----------------|------------------|----------------|------------------|
|                         | Person's votes  | Voting power (5) | Person's votes | Voting power (5) |
| Ordinary Shares         | 27,699,984      | 7.40%            | 22,012,782     | 5.88%            |

#### 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 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 |
|-------------------------------|--|----------------------|---|---|-------------------------|
| 19/04/2013<br>-<br>20/05/2013 | SIMAL                                  | Purchase             | 539,073.76                                    | 113,936                                 | 113,936                 |
| 19/04/2013<br>-<br>20/05/2013 | SIMAL                                  | Sale                 | 26,606,536.97                                 | 5,670,781                               | 5,670,781               |
| 19/04/2013<br>-<br>20/05/2013 | SIMSL                                  | Sale                 | 586,384.89                                    | 130,357                                 | 130,357                 |

#### 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              | Beneficial Owner                             | Nature of relevant interest (6) | Class and number of securities | Person's votes |
|-----------------------------|--|--|---------------------------------|--------------------------------|----------------|
| SIMAL                       | BNP Paribas Securities Services              | BNP Paribas Securities Services              | Power to dispose of securities  | 550,373                        | 550,373        |
| SIMAL                       | JP Morgan Custodial Services                 | JP Morgan Custodial Services                 | Power to dispose of securities  | 2,309,744                      | 2,309,744      |
| SIMAL                       | Citicorp Nominees Ltd HK                     | Citicorp Nominees Ltd HK                     | Power to dispose of securities  | 1,333,358                      | 1,333,358      |
| SIMAL                       | HSBC Custody Nominees (Australia) Ltd        | HSBC Custody Nominees (Australia) Ltd        | Power to dispose of securities  | 450,472                        | 450,472        |
| SIMAL                       | National Nominees Ltd - Melbourne            | National Nominees Ltd - Melbourne            | Power to dispose of securities  | 1,277,057                      | 1,277,057      |
| SIMAL                       | State Street Australia Limited               | State Street Australia Limited               | Power to dispose of securities  | 459,397                        | 459,397        |
| SIMSL                       | JP Morgan Chase Bank, London                 | JP Morgan Chase Bank, London                 | Power to dispose of securities  | 13,068,854                     | 13,068,854     |
| SIMSL                       | The Northern Trust Company, Singapore        | The Northern Trust Company, Singapore        | Power to dispose of securities  | 483,151                        | 483,151        |
| SIMSL                       | Citibank, London                             | Citibank, London                             | Power to dispose of securities  | 643,121                        | 643,121        |
| SIMSL                       | ABN Amro Mellon                              | ABN Amro Mellon                              | Power to dispose of securities  | 342,888                        | 342,888        |
| SIMSL                       | Nikkociti Trust N Banking Corporation        | Nikkociti Trust N Banking Corporation        | Power to dispose of securities  | 159,743                        | 159,743        |
| SIMSL                       | State Street Bank & Trust Company            | State Street Bank & Trust Company            | Power to dispose of securities  | 19,378                         | 19,378         |
| SIMSL                       | The Bank of New York Mellon                  | The Bank of New York Mellon                  | Power to dispose of securities  | 148,612                        | 148,612        |
| SIMSL                       | HSBC Institutional Trust Services Limited    | HSBC Institutional Trust Services Limited    | Power to dispose of securities  | 583,061                        | 583,061        |
| SIMHK                       | HSBC Institutional Trust Services (Asia) Ltd | HSBC Institutional Trust Services (Asia) Ltd | Power to dispose of securities  | 183,573                        | 183,573        |

## 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 |
|--|-----------------------|
| Schroder Investment Management Australia Limited ("SIMAL")   | Related Fund Manager  |
| Schroder Investment (Singapore) Limited ("SIMSL")            | Related Fund Manager  |
| Schroder Investment Management (Hong Kong) Limited ("SIMHK") | Related Fund Manager  |

## 6. Addresses

The addresses of persons named in this form are:

| Name   | Address  |
|--|--|
| Schroder Investment Management (Australia) Limited ("SIMAL") | Level 20, Angel Place, 123 Pitt Street, Sydney, 2000, Australia  |
| Schroder Investment (Singapore) Limited ("SIMSL")            | 65 Chulia Street, #46-00, OCBC Centre, Singapore 049513          |
| Schroder Investment Management (Hong Kong) Limited ("SIMHK") | Suite 3301, Level 33, Two Pacific Place, 88 Queensway, Hong Kong |