
Notice of change of interests of substantial holder

Form 604
Corporations Law 2001
Section 671B

To: Beyond Sportswear International Limited
ACN 108 042 593

1. Details of substantial shareholder
Rod Butterss and his associated entities.

There was a change in the interests of the substantial holder in January 2011.
The previous notice was given to the Company in January 2010.
The previous notice was dated January 2010.

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 had a relevant interest when last required, and when now required, to give a substantial holding notice to the Company or scheme, are as follows:

Class of securities	Previous notice		Present notice	
	Person's votes	Voting power	Person's votes	Voting power
ORDINARY FULLY PAID	75,627,978	21.61%	1,578,515,452	49.04%

3. Details of 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	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
18 January 2010	Rod Butterss	On market purchase	\$0.001 per share	10,000	Rod Butterss
27 January 2010	Rod Butterss	On market purchase	\$0.001 per share	33,333	Rod Butterss
22 February 2010	Rod Butterss	On market purchase	\$0.001 per share	30,000	Rod Butterss

10 May 2010	Rod Butterss	On market purchase	\$0.001 per share	75,125	Rod Butterss
14 January 2011	Rod Butterss	Participation in Rights Issue	\$0.001 per share	58,821,450	Rod Butterss
14 January 2011	Rod Butterss	Participation in Rights Issue	\$0.001 per share	386,117,166	Rod Butterss
20 January 2011	Rod Butterss	Participation in Rights Issue	\$0.001 per share	155,531,230	Rod Butterss
20 January 2011	Rod Butterss	Underwriting of Shortfall for Rights Issue	\$0.001 per share	133,128,710	Rod Butterss
28 February 2011	Rod Butterss	Shares issued as consideration for underwriting services rendered	\$0.001 per share	769,140,460	Rod Butterss

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	Class and number of securities
ROD BUTTERSS	LIGHTHOUSE PROPERTY GROUP PTY LTD AS TRUSTEE OF THE ROD BUTTERSS FAMILY GROWTH ACCOUNT	1,620,000 ORDINARY FULLY PAID
ROD BUTTERSS	BUTTERSS MANAGEMENT SERVICES PTY LTD AS TRUSTEE OF THE CAMASH SUPER FUND	68,625,025 ORDINARY FULLY PAID
ROD BUTTERSS	LIGHTHOUSE PROPERTY GROUP PTY LTD AS TRUSTEE OF THE ROD BUTTERSS FAMILY ACCOUNT	606,001,257 ORDINARY FULLY PAID
ROD BUTTERSS	ROCKET CAPTAIN PTY LTD	902,269,170 ORDINARY FULLY PAID

5. CHANGES IN ASSOCIATION

The persons who have become associates of, ceased to be associates of, or have changes the nature of their association 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
	N/A

6. Addresses

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

ROD BUTTERSS, BUTTERSS MANAGEMENT SERVICES PTY LTD, LIGHTHOUSE PROPERTY
GROUP PTY LTD AND ROCKET CAPTAIN PTY LTD C/- WHK ARMITAGE DOWNIE PO BOX
7132 DANDENONG VICTORIA 3175

Dated 15 April 2011

Authorised for lodgement by Rod Butterss