

**ENTRUST**

ENTRUST PRIVATE WEALTH MANAGEMENT PTY LTD
ABN 80 100 088 168 AFS LICENSE NUMBER 222 152
LEVEL 17/140 ST GEORGES TCE, PERTH WA 6000
PO BOX Z5034 ST. GEORGES TCE PERTH WA 6831
TELEPHONE +618 9476 3900 FACSIMILE +618 9321

EMAIL info@entrustpwm.com.au

COMPANY: ASX

FAX NO: ~~1900 999 279~~ 1300 135 638.

DATE: 10 DECEMBER 2009

FROM: MARK ROBERTS
COMPLIANCE MANAGER

FAX NO: (08) 9321 6333

TEL NO: (08) 9476 3900

RE: NOTICE OF CHANGE OF INTERESTS OF
SUBSTANTIAL HOLDER
GREENCAP LIMITED

No of pages (incl. header) 3

To Whom It May Concern:

Please find attached Form 604 - Notice of change of interests of substantial holder for Entrust Private Wealth Managements' holding in Greencap Limited (GCG).

Please note that a copy of the form has been sent to the company today.

Yours faithfully

Mark Roberts
Compliance Manager

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme GREENCAP LIMITED

ACN/ARSN 006 631 769

1. Details of substantial holder(1)

Name Entrust Private Wealth Management Pty Ltd

ACN/ARSN (if applicable) 100 088 168

There was a change in the interests of the substantial holder on 2 / 12 / 2009

The previous notice was given to the company on 2 / 2 / 2009

The previous notice was dated 3 / 2 / 2009

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)
Fully Paid Ordinary Shares	18,567,242	7.21%	14,641,069	5.58%

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
2/12/09	Entrust Private Wealth Management Pty Ltd and Entrust Funds Management Limited	On Market Sales	\$608,556 approximately	3,926,173 fully paid ordinary shares	3,926,173

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
Entrust Private Wealth Management Pty Ltd	Current clients of Entrust Private Wealth Management Pty Ltd	Current clients of Entrust Private Wealth Management Pty Ltd	Entrust Private Wealth Management Pty Ltd has entered into Managed Discretionary Account contracts with its clients.	14,641,069 fully paid ordinary shares	5.58%

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
N/A	

6. Addresses

The addresses of persons named in this form are:

Name	Address
Entrust Private Wealth Management Pty Ltd	L17, 140 St Georges Terrace, PERTH WA 6000
Entrust Funds Management Ltd (as Responsible Entity for the Entrust Investment Fund)	L17, 140 St Georges Terrace, PERTH WA 6000

Signature

print name

ANDREW FRAY

capacity

sign here

[Handwritten Signature]

date 10/12/09.

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.