



ING Australia Holdings Limited
ACN 008 459 596

GPO Box 3938 Sydney 2001
DX 10110 S.S.E.

347 Kent Street
Sydney NSW 2000

Telephone (02) 9234 8111
Facsimile (02) 9299 1446

Company Sydney Stock Exchange
Facsimile Number 1900 999 279
Attention Manager Companies
From Steve Rouvray
Date 21 November 2007
Number of pages including this page 8
If all pages are not received please telephone 02 9234 8401
Subject FORM 604

Dear Sir

Attached please find Form 604 Notice of change in interests of substantial holder in relation to Campbell Brothers Limited.

Yours faithfully

A handwritten signature in black ink, appearing to be 'S.S. Rouvray', written in a cursive style.

S.S. Rouvray
Secretary



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21 November 2007

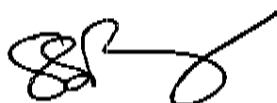
The Secretary
Campbell Brothers Limited
Level 2
299 Coronation Drive
MILTON QLD 4064

Fax: 07 3367 8156

Dear Sir

Enclosed please find Form 604 notice of change in interests or entitlements of Substantial Holder.

Yours faithfully



S.S. Rouvray
Secretary

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To: Company Name/Scheme Campbell Brothers Limited

ACN/ARSN _____

1. Details of substantial holder(1)Name ING Australia Holdings Limited (and its related companies)ACN/ARSN (if applicable) 008 459 596There was a change in the interests of the
substantial holder on 19 /11 /2007The previous notice was given to the company on 05 /11 /2007The previous notice was dated 09 /11 /2007**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 which 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 (b) | Person's votes | Voting power (5) |
| Ordinary shares | 2632296 | 5.07% | 3160912 | 6.09% |
| | | | | |

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 of change (6) | Consideration given in relation to change (7) | Class and number of securities affected | Person's votes affected |
|----------------|--|----------------------|---|---|-------------------------|
| | Refer 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 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 |
|-----------------------------|---------------------------------|--|---------------------------------|--------------------------------|----------------|
| | Refer 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 |
|-----------------------------------|-----------------------|
| | |
| | |

6. Addresses

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

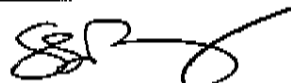
| Name | Address |
|------|------------------|
| | Refer Annexure C |
| | |

Signature

print name S S ROUVRAY

capacity SECRETARY

sign here



date 21 / 11 / 2007

DIRECTIONS

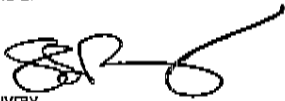
- (1) If there are a number of substantial holders with similar or related relevant interests (eg, a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially 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 606 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 'B'

Changes in relevant interests

This is the annexure marked 'B' of 2 pages referred to in form 604 Notice of a Change of Interests of Substantial shareholder signed by me on 21-11-2007


S S Rouvray
Secretary, ING Australia Holdings Limited

| 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 |
|----------------|--|----------------------|---|---|-------------------------|
| | | | n/a | 3,853 | 3,853 |
| 12/11/2007 | ING NZ | Sale of Units on ASX | n/a | 199 | 199 |
| 9/11/2007 | ING NZ | Sale of Units on ASX | n/a | 649 | 649 |
| 12/11/2007 | INGL | Buy of Units on ASX | \$ 21,461 | 811 | 811 |
| 12/11/2007 | INGL | Buy of Units on ASX | \$ 20,192 | 1,088 | 1,088 |
| 12/11/2007 | INGL | Buy of Units on ASX | \$ 35,975 | 799 | 799 |
| 13/11/2007 | INGL | Buy of Units on ASX | \$ 26,381 | 556 | 556 |
| 14/11/2007 | INGL | Buy of Units on ASX | \$ 18,330 | 199 | 199 |
| 15/11/2007 | INGL | Buy of Units on ASX | \$ 6,560 | 1,471 | 1,471 |
| 15/11/2007 | INGL | Buy of Units on ASX | \$ 48,643 | 1,386 | 1,386 |
| 12/11/2007 | INGL | Buy of Units on ASX | \$ 45,804 | 2,467 | 2,467 |
| 12/11/2007 | INGL | Buy of Units on ASX | \$ 81,573 | 1,810 | 1,810 |
| 13/11/2007 | INGL | Buy of Units on ASX | \$ 59,761 | 1,261 | 1,261 |
| 14/11/2007 | INGL | Buy of Units on ASX | \$ 41,572 | 451 | 451 |
| 15/11/2007 | INGL | Buy of Units on ASX | \$ 14,868 | 28,999 | 28,999 |
| 15/11/2007 | INGL | Buy of Units on ASX | \$ 958,929 | 27,325 | 27,325 |
| 12/11/2007 | INGL | Buy of Units on ASX | \$ 903,031 | 48,619 | 48,619 |
| 12/11/2007 | INGL | Buy of Units on ASX | \$ 1,607,619 | 35,685 | 35,685 |
| 13/11/2007 | INGL | Buy of Units on ASX | \$ 1,178,210 | 24,872 | 24,872 |
| 14/11/2007 | INGL | Buy of Units on ASX | \$ 819,956 | 8,888 | 8,888 |
| 15/11/2007 | INGL | Buy of Units on ASX | \$ 293,004 | 7,253 | 7,253 |
| 12/11/2007 | INGL | Buy of Units on ASX | \$ 239,840 | 6,836 | 6,836 |
| 12/11/2007 | INGL | Buy of Units on ASX | \$ 225,915 | 12,160 | 12,160 |
| 13/11/2007 | INGL | Buy of Units on ASX | \$ 402,078 | 8,925 | 8,925 |
| 14/11/2007 | INGL | Buy of Units on ASX | \$ 294,876 | 6,221 | 6,221 |
| 15/11/2007 | INGL | Buy of Units on ASX | \$ 205,090 | 2,224 | 2,224 |
| 15/11/2007 | INGL | Buy of Units on ASX | \$ 73,317 | 2,700 | 2,700 |
| 8/11/2007 | INGIM | Buy of Units on ASX | \$ 89,272 | 2,100 | 2,100 |
| 19/11/2007 | INGIM | Buy of Units on ASX | \$ 70,491 | 1,003 | 1,003 |
| 6/11/2007 | INGIM | Buy of Units on ASX | \$ 33,064 | 9,454 | 9,454 |
| 6/11/2007 | INGIM | Buy of Units on ASX | \$ 311,887 | 15,200 | 15,200 |
| 7/11/2007 | INGIM | Sale of Units on ASX | \$ 501,296 | 15,200 | 15,200 |
| 7/11/2007 | INGIM | Buy of Units on ASX | \$ 501,296 | 3,223 | 3,223 |
| 7/11/2007 | INGIM | Buy of Units on ASX | \$ 106,244 | 79 | 79 |
| 6/11/2007 | INGIM | Buy of Units on ASX | \$ 2,604 | 746 | 746 |
| 6/11/2007 | INGIM | Buy of Units on ASX | \$ 24,611 | 3,107 | 3,107 |
| 6/11/2007 | INGIM | Buy of Units on ASX | \$ 102,729 | 102 | 102 |
| 8/11/2007 | INGIM | Buy of Units on ASX | \$ 3,371 | 600 | 600 |
| 9/11/2007 | INGIM | Sale of Units on ASX | \$ 19,830 | 2,191 | 2,191 |
| 6/11/2007 | INGIM | Buy of Units on ASX | \$ 72,409 | 3,212 | 3,212 |
| 19/11/2007 | INGIM | Buy of Units on ASX | \$ 107,818 | 4,486 | 4,486 |
| 12/11/2007 | INGIM | Buy of Units on ASX | \$ 148,341 | 4,226 | 4,226 |
| 12/11/2007 | INGIM | Buy of Units on ASX | \$ 139,660 | 7,518 | 7,518 |
| 13/11/2007 | INGIM | Buy of Units on ASX | \$ 248,588 | 5,519 | 5,519 |
| 14/11/2007 | INGIM | Buy of Units on ASX | \$ 182,221 | 3,846 | 3,846 |
| 15/11/2007 | INGIM | Buy of Units on ASX | \$ 126,795 | 1,374 | 1,374 |
| 15/11/2007 | INGIM | Buy of Units on ASX | \$ 45,296 | 4,167 | 4,167 |
| 12/11/2007 | INGIM | Buy of Units on ASX | \$ 137,793 | 3,927 | 3,927 |
| 12/11/2007 | INGIM | Buy of Units on ASX | \$ 129,779 | 6,987 | 6,987 |
| 13/11/2007 | INGIM | Buy of Units on ASX | \$ 231,030 | 5,128 | 5,128 |
| 14/11/2007 | INGIM | Buy of Units on ASX | \$ 189,311 | 3,575 | 3,575 |
| 15/11/2007 | INGIM | Buy of Units on ASX | \$ 117,859 | 1,277 | 1,277 |
| 15/11/2007 | INGIM | Buy of Units on ASX | \$ 42,098 | 9,330 | 9,330 |
| 12/11/2007 | INGFML | Buy of Units on ASX | \$ 308,521 | 8,791 | 8,791 |
| 12/11/2007 | INGFML | Buy of Units on ASX | \$ 290,523 | 15,642 | 15,642 |
| 13/11/2007 | INGFML | Buy of Units on ASX | \$ 517,213 | 11,481 | 11,481 |
| 14/11/2007 | INGFML | Buy of Units on ASX | \$ 379,068 | 8,003 | 8,003 |
| 15/11/2007 | INGFML | Buy of Units on ASX | \$ 283,838 | 2,859 | 2,859 |
| 15/11/2007 | INGFML | Buy of Units on ASX | \$ 94,250 | 10,200 | 10,200 |
| 6/11/2007 | INGFML | Sale of Units on ASX | \$ 336,498 | 11,740 | 11,740 |
| 8/11/2007 | INGFML | Buy of Units on ASX | \$ 388,186 | 365 | 365 |
| 9/11/2007 | INGFML | Buy of Units on ASX | \$ 12,724 | 8,275 | 8,275 |
| 12/11/2007 | INGFML | Buy of Units on ASX | \$ 273,486 | 7,493 | 7,493 |
| 19/11/2007 | INGFML | Buy of Units on ASX | \$ 251,531 | 3,453 | 3,453 |
| 8/11/2007 | INGFML | Buy of Units on ASX | \$ 114,174 | 113 | 113 |
| 9/11/2007 | INGFML | Buy of Units on ASX | \$ 3,735 | 2,434 | 2,434 |
| 12/11/2007 | INGFML | Buy of Units on ASX | \$ 80,443 | 1,384 | 1,384 |
| 12/11/2007 | INGFML | Buy of Units on ASX | \$ 45,766 | 1,304 | 1,304 |
| 12/11/2007 | INGFML | Buy of Units on ASX | \$ 43,094 | 2,321 | 2,321 |
| 13/11/2007 | INGFML | Buy of Units on ASX | \$ 76,745 | 1,704 | 1,704 |
| 14/11/2007 | INGFML | Buy of Units on ASX | \$ 56,261 | 1,188 | 1,188 |
| 15/11/2007 | INGFML | Buy of Units on ASX | \$ 39,165 | | |

| | | | | | | | |
|------------|--------|---------------------|--|----|-----------|--------|--------|
| | | | | \$ | 13,978 | 424 | 424 |
| 15/11/2007 | INGFML | Buy of Units on ASX | | \$ | 149,255 | 4,500 | 4,500 |
| 16/11/2007 | INGFML | Buy of Units on ASX | | \$ | 669,984 | 20,261 | 20,261 |
| 12/11/2007 | INGFML | Buy of Units on ASX | | \$ | 630,916 | 19,091 | 19,091 |
| 12/11/2007 | INGFML | Buy of Units on ASX | | \$ | 1,123,174 | 33,968 | 33,968 |
| 13/11/2007 | INGFML | Buy of Units on ASX | | \$ | 823,179 | 24,932 | 24,932 |
| 14/11/2007 | INGFML | Buy of Units on ASX | | \$ | 572,875 | 17,377 | 17,377 |
| 15/11/2007 | INGFML | Buy of Units on ASX | | \$ | 204,687 | 6,209 | 6,209 |
| 15/11/2007 | INGFML | Buy of Units on ASX | | \$ | | | |

ANNEXURE 'C'

Present relevant interests

This is the annexure marked 'C' of 2 pages referred to in the Notice of 504 a Change of Interests of Substantial shareholder signed by me on: *24-11-2007*


S S Rouvray
Secretary, ING Australia Holdings Limited

| Holder of relevant interest | Registered holder of securities | Person entitled to be registered as holder | Nature of relevant interest | Class and number of securities | Person's votes |
|-----------------------------|---------------------------------------|--|--|--------------------------------|------------------|
| ING Group | ANZ Nominees Limited | ING Life Limited | Relevant interest arising pursuant to section 608(1) of the Corporations Act | 1,355,599 | 1,355,599 |
| ING Group | ANZ Nominees Limited | ING Funds Management Limited as Responsible Entity | As above | 487,871 | 487,871 |
| ING Group | J P Morgan Nominees Australia Limited | ING Funds Management Limited as Responsible Entity | As above | 621,462 | 621,462 |
| ING Group | Cogent Nominees Pty Limited | ING Investment Management Limited as Fund Manager | As above | 288,488 | 288,488 |
| ING Group | J P Morgan Nominees Australia Limited | ING Investment Management Limited as Fund Manager | As above | 43,223 | 43,223 |
| ING Group | Citicorp Nominees Pty Limited | ING Investment Management Limited as Fund Manager | As above | 138,821 | 138,821 |
| ING Group | J P Morgan Nominees Australia Limited | ING Investment Management Limited as Fund Manager | As above | 2,700 | 2,700 |
| ING Group | Cogent Nominees Pty Limited | ING Investment Management Limited as Fund Manager | As above | 152,310 | 152,310 |
| ING Group | J P Morgan Nominees Australia Limited | ING Investment Management Limited as Fund Manager | As above | 32,100 | 32,100 |
| ING Group | ING (NZ) Limited | ING (NZ) Limited | As above | 38,318 | 38,318 |
| | | | | <u>3,160,912</u> | <u>3,160,912</u> |

ANNEXURE 'C'

ING Group

| Name | Address | Abbreviation* |
|--|--|---|
| ING Groep N.V. and its related bodies corporate | ING House, Amstelveenseweg 500 1081 KL Amsterdam Netherlands | ING Group |
| ING Australia Holdings Limited | Level 1, 347 Kent Street Sydney NSW 2000 | ING Holdings |
| ING Investment Management Limited (Formerly Mercantile Mutual Investment Management Limited) | Level 1, 347 Kent Street Sydney NSW 2000 | ING Investment Management |
| ING Management Limited | Level 6, 345 George Street, Sydney NSW 2000 | ING Management Limited |
| ING Real Estate International Investments III BV | ING Real Estate International Schenkwaard 85 The Netherlands | ING Real Estate Investment Management Australia Pty Limited |
| ANZ Managed Investments C/- ANZ Nominees Limited | GPO Box 2842AA, Melbourne VIC 3001 | ANZ Nominees |
| ANZ Nominees Limited | GPO Box 2842AA, Melbourne VIC 3001 | ANZ Nominees Limited |
| Cogent Nominees Pty Limited | Cogent Nominees Pty Limited PO Box R209 Royal Exchange NSW 1225 | Cogent Nominees Pty Limited (BNP Nominees) |
| Citicorp Nominees Pty Limited | GPO Box 764G Melbourne VIC 3001 | Citicorp Nominees |
| J P Morgan Nominees Australia Limited | Locked Bag 7 Royal Exchange Sydney NSW 2001 | J P Morgan Nominees Australia Limited |
| National Nominees Limited | Level 5 South 271 Collins Street Melbourne VIC 3000 | National Nominees Limited |
| Premier Nominees NO 1 Account Limited | No.1 Account C/- Armstrong Jones (New Zealand Limited PO Box 7149 Wellesley Street Auckland 1036 New Zealand | Premier Nominees Limited |
| RBC Global Services Australia Nominees Pty Limited | GPO Box 5430 Sydney NSW 2000 | RBC Global Services |