

# **S. LEW CUSTODIANS PTY. LTD.**

A.C.N. 006 259 954

Level 53, 101 Collins Street  
Melbourne Vic 3000

Tel: 61 3 9650 6500  
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## **FACSIMILE TRANSMISSION**

**TO:** Companies Announcements Office

**COMPANY:** Australian Stock Exchange

**FAX NO.:** 1300 300 021

**FROM:** Kim Davis

**PAGES:** 7 (INCLUDING THIS PAGE)

**DATE:** 3 June 2003

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Form 604 attached.

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**Form 604**

Corporations Law  
Section 671B

**Notice of Change of Interests of Substantial Holder**

To: Company Name / Scheme **Housewares International Limited**

ACN/ARSN **086 933 431**

**1. Details of Substantial Holder(1)**

Name **S. Lew Custodians Pty Limited on its own behalf and on behalf of the companies set in Annexure "A"**

ACN (if applicable) **006 259 954**

There was a change in the interests of the substantial holder on **30 May 2003**

The previous notice was given to the company on **18 January 2002**

The previous notice was dated **18 January 2002**

**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                | 28,912,917      | 27.253%          | 33,157,111     | 29.042%          |

**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 |
|----------------|---------------------------------------------------------------------|--------------------------------------------------|-----------------------------------------------|-----------------------------------------|-------------------------|
| 17.4.2002      | S. Lew Custodians Pty. Ltd. and each of the companies in Annexure A | Acquisition by way of Dividend Reinvestment Plan | \$1,308,883                                   | 739,482 Ordinary Shares                 | 0.647%                  |
| 16.10.2002     | As Above                                                            | Acquisition by way of Dividend Reinvestment Plan | \$796,596                                     | 412,744 Ordinary Shares                 | 0.361%                  |
| 10.12.2002     | As Above                                                            | On market acquisition                            | \$185,745                                     | 100,405 Ordinary Shares                 | 0.088%                  |
|                |                                                                     |                                                  |                                               |                                         |                         |

| 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 |
|----------------|---------------------------------------------------------------------|--------------------------------------------------|-----------------------------------------------|-----------------------------------------|-------------------------|
| 08.01.2003     | S. Lew Custodians Pty. Ltd. and each of the companies in Annexure A | On market acquisition                            | \$33,577                                      | 17,672 Ordinary Shares                  | 0.015%                  |
| 10.01.2003     | As Above                                                            | On market acquisition                            | \$9,500                                       | 5,000 Ordinary Shares                   | 0.004%                  |
| 17.01.2003     | As Above                                                            | On market acquisition                            | \$46,075                                      | 24,250 Ordinary Shares                  | 0.021%                  |
| 23.01.2003     | As Above                                                            | On market acquisition                            | \$11,005                                      | 5,792 Ordinary Shares                   | 0.005%                  |
| 24.01.2003     | As Above                                                            | On market acquisition                            | \$51,300                                      | 27,000 Ordinary Shares                  | 0.024%                  |
| 28.01.2003     | As Above                                                            | On market acquisition                            | \$45,045                                      | 23,708 Ordinary Shares                  | 0.021%                  |
| 19.02.2003     | As Above                                                            | On market acquisition                            | \$13,870                                      | 7,300 Ordinary Shares                   | 0.006%                  |
| 10.04.2003     | As Above                                                            | Acquisition by way of Dividend Reinvestment Plan | \$3,762                                       | 2,322 Ordinary Shares                   | 0.002%                  |
| 29.05.2003     | As Above                                                            | On market acquisition                            | \$3,497,497                                   | 1,840,800 Ordinary Shares               | 1.612%                  |
| 30.05.2003     | As Above                                                            | On market acquisition                            | \$1,966,916                                   | 1,035,219 Ordinary Shares               | 0.907%                  |

#### 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 |
|---------------------------------------------------------------------|----------------------------------------------|------------------------------------------------|---------------------------------|--------------------------------|----------------|
| S. Lew Custodians Pty. Ltd. and each of the companies in Annexure A | Merrill Lynch (Australia) Nominees Pty. Ltd. | Lew Family Investments Pty. Ltd.               |                                 | 211,127 Ordinary               | 0.185%         |
| S. Lew Custodians Pty. Ltd. and each of the companies in Annexure A | Invia Custodians Pty. Ltd.                   | Lew Family Investments Pty. Ltd.               |                                 | 1,260,431 Ordinary             | 1.104%         |
| S. Lew Custodians Pty. Ltd. and each of The companies in Annexure A | Lew Family Investments Pty. Ltd.             | Lew Family Investments Pty. Ltd.               |                                 | 1,838,850 Ordinary             | 1.611%         |
| S. Lew Custodians Pty. Ltd. and S.L. Nominees Pty. Ltd.             | Premier Investments Ltd.                     | Premier Investments Ltd.                       |                                 | 26,903,207 Ordinary            | 23.565%        |
| S. Lew Custodians Pty. Ltd. and S.L. Nominees Pty. Ltd.             | Berne No.132 Nominees Pty. Ltd.              | S.L. Nominees Pty. Ltd.                        |                                 | 1,840,800 Ordinary             | 1.612%         |
| S. Lew Custodians Pty. Ltd. and S.L. Nominees Pty. Ltd.             | S.L. Nominees Pty. Ltd.                      | S.L. Nominees Pty. Ltd.                        |                                 | 1,035,219 Ordinary             | 0.907%         |
| Frank Jones                                                         | Bahm Pty. Ltd.                               | Bahm Pty. Ltd.                                 |                                 | 21,659 Ordinary                | 0.019%         |
| Frank Jones                                                         | Jaserfold Pty. Ltd.                          | Jaserfold Pty. Ltd.                            |                                 | 43,318 Ordinary                | 0.038%         |
| Kim Davis                                                           | Kim Davis                                    | Kim Davis Superannuation Fund                  |                                 | 2,500 Ordinary                 | 0.002%         |

#### 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 area as follows:

| Name and ACN (if applicable) | Nature of Association                               |
|------------------------------|-----------------------------------------------------|
| Kim Davis                    | Company Secretary of companies listed in Annexure A |

## 6. Addresses

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

| Name                                                                | Address                                           |
|---------------------------------------------------------------------|---------------------------------------------------|
| S. Lew Custodians Pty. Ltd. and the companies set out in Annexure A | Level 14, 600 St. Kilda Road, Melbourne, Victoria |
| Premier Investments Limited                                         | Level 53, 101 Collins Street, Melbourne, Victoria |
| Invia Custodians Pty. Ltd.                                          | Level 17, 101 Collins Street, Melbourne, Victoria |
| Berne No. 132 Nominees Pty. Ltd.                                    | GPO Box 202, Brisbane, Queensland                 |
| Bahm Pty. Ltd.                                                      | 15 Linckens Crescent, Balwyn, Victoria            |
| Merrill Lynch (Australia) Nominees Pty. Ltd.                        | Level 41, 120 Collins Street, Melbourne, Victoria |
| Jaserfold Pty. Ltd.                                                 | 15 Linckens Crescent, Balwyn, Victoria            |
| Kim Davis                                                           | Level 53, 101 Collins Street, Melbourne, Victoria |

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### Signature

print name

KIM DAVIS

capacity: COMPANY SECRETARY

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sign here



date 03 / 06 / 2003

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## 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 Law.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Law.
- (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 Law.
- (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 "A"**

S.L. Nominees Pty. Ltd. ACN 004 932 094  
S.L. Holdings Pty. Ltd. ACN 005 542 192  
S.L. Corporation Pty. Ltd. ACN 005 545 764  
S.L. Family Enterprises Pty. Ltd. ACN 004 707 359  
Lew Family Investments Pty. Ltd. ACN 087 671 369

This is the Annexure of one page marked "A" referred to in the Form 604 signed by me and dated 03/06/2003



Kim Francis Davis  
03/06/2003