



4 July 2012

The Manager  
Company Notice Section  
ASX Limited  
Level 4, Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

*Via electronic lodgement*

**NOT FOR RELEASE OR DISTRIBUTION IN THE UNITED STATES**

Dear Sir/Madam

**Brambles Limited (ASX code: BXB) - pro rata renounceable entitlement offer – completion of Retail Entitlement Offer**

Brambles Limited ("Brambles") today announced the completion of the retail component of its fully underwritten 1-for-20 pro rata accelerated renounceable entitlement offer ("Retail Entitlement Offer").

On Monday 4 June 2012, Brambles announced a renounceable entitlement offer of new Brambles ordinary shares ("New Shares") at an offer price of \$6.05 per New Share to raise approximately \$448 million ("Entitlement Offer"). The institutional component of the Entitlement Offer was successfully completed on Monday 18 June 2012, raising \$332.8 million.

The Retail Entitlement Offer closed on Friday 29 June 2012. Eligible retail shareholders and purchasers of entitlements subscribed for approximately 11.2 million New Shares (approximately \$68.0 million), representing approximately 61% take-up by eligible retail shareholders under the Retail Entitlement Offer.

Approximately 7.8 million entitlements, comprising entitlements that eligible retail shareholders did not take up by the close of the Retail Entitlement Offer, as well as entitlements that ineligible retail shareholders were not eligible to take up, will now be offered for sale for the benefit of those shareholders under a retail shortfall bookbuild ("Retail Bookbuild").

The Retail Bookbuild will commence after the market closes on Wednesday 4 July 2012.

The settlement date for New Shares under the Retail Entitlement Offer and the Retail Bookbuild is Monday 9 July 2012. Brambles expects these New Shares to be issued on Tuesday 10 July 2012 and to commence normal settlement trading on the ASX on Wednesday 11 July 2012.

**Shareholder enquiries**

Retail shareholders that have any questions relating to the Entitlement Offer, should call the Brambles Offer Information Line on 1300 883 073 (within Australia) or +61 2 8280 7143 (outside of Australia), or consult your stockbroker, accountant or other professional adviser. The Brambles Offer Information Line will be open from 8.30am to 5.30pm (Sydney time), Monday to Friday until 11 July 2012. Alternatively, you can access information about the Retail Entitlement Offer online at [www.brambles.com](http://www.brambles.com)

Yours faithfully

**Brambles Limited**

**Sally Palmer**

Assistant Company Secretary

**IMPORTANT INFORMATION**

This release does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States. No action has been or will be taken to register, qualify or otherwise permit a public offering of New Shares in any jurisdiction outside Australia. In particular, neither the entitlements nor the New Shares have been, or will be, registered under the US Securities Act of 1933 (the "Securities Act") or the securities laws of any state or other jurisdiction of the United States. Accordingly, the entitlements may not be taken up by, and the New Shares may not be offered or sold to, directly or indirectly, persons in the United States, except in a transaction exempt from, or not subject to, the registration requirements of the Securities Act and applicable U.S. state securities laws.