tilbrookrasheed
Chartered Accountants

fax transmission advice

Tilbrook Rasheed Pty Ltd ACN 064 905 255
street • 13 Greenhill Road Wayville SA 5034
post • GPO Box 1243 Adelaide SA 5001
phone • (08) 8378 9500 **fax** • (08) 8378 9599
email • admin@trca.com.au
web • www.trca.com.au

date:	19 July 2012	**fax no:**	1300 135 638
to:	ASX Market Announcements Office	**attention:**	
from:	Brendan Hall	**# of pages:**	15 (including this page)

Dear Sir / Madam

Please see letter from Wallmans Lawyers in relation to Codan Limited (A.C.N. 007 590 605) and associated forms 604, 605 and 603 (x4).

Yours faithfully
TILBROOK RASHEED PTY LTD

Street Address
Level 5
400 King William St
Adelaide SA 5000

Postal Address
GPO BOX 1018
Adelaide SA 5001

Tel (08) 8235 3000
Fax (08) 8232 0926
general@wallmans.com.au

www.wallmans.com.au
ABN 98 802 494 422

WALLMANS
LAWYERS

Our Ref: SJH:kmk:110745

18 July 2012

Australian Securities Exchange
Market Announcements Office
Fax Number: 1300 135 638

Dear Sir/Madam

LODGEMENT OF FORMS 604, 605 AND 603 (x4)

We act for the Wood family and their related entities in relation to their shareholding in Codan Limited ACN 007 590 605 (**"Codan"**).

Please find enclosed[1] the following forms:

1. **Form 604**

   The Form 604 notifies of Edal Nominees Pty Ltd ACN 007 851 916 reducing its shareholding in Codan from 42,534,728 shares to 39,385,120 shares. The shares were transferred off-market to the following for a price of $1.27 per share:

   - Griffina Pty Ltd – 787,402 shares
   - Otterpaw Pty Ltd – 787,402 shares
   - JP Morgan Trust Company <A J Wood Account> - 88,858 shares
   - Alexander John Wood – 698,544 shares
   - JP Morgan Trust Company < S J Wood Account> - 787,402 shares

   All transfers occurred on 22 March 2012. The market price of Codan shares on that date was $1.27 per share.

   We are instructed non-lodgement of the Form 604 was an oversight, which has only come to light given the more recent transaction (described below).

   It was an "internal" transfer within the Wood family group and Edal Nominees Pty Ltd retained its substantial holding.

   The buyers of the shares still hold the shares acquired in this transaction.

   Accordingly, we submit no harm has been caused by the late notification.

2. **Form 605 and Forms 603 (x4)**

   The Form 605 notifies of Edal Nominees Pty Ltd's cessation as a substantial holder.

The four Form 603's notifies of the following entities respectively commencing as a substantial holder in Codan:

- Griffinna Pty Ltd (A.C.N 135 204 974) – 10,623,682 shares
- Otterpaw Pty Ltd (A.C.N 135 204 992) – 10,623,682 shares
- Alexander John Wood – 9,433,682 shares and JP Morgan Trust Company <A J Wood Account> - 1,190,000 shares. Totaling 10,623,682 shares.
- JP Morgan Trust Company < S J Wood Account> - 10,620,951 shares

The above forms relate to the transfer of shares within the Wood family group to occur on 17 July 2012 and these forms are being lodged within the notification period required.

Should you have any queries, please do not hesitate to contact us.

Yours faithfully
WALLMANS LAWYERS

NATALIE LLOYD
Partner
Direct Line: 08 8235 3035
Email: natalie.lloyd@wallmans.com.au

Enc
[1] Forms 604,605 & 603 (x4)

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme: Codan Limited

ACN/ARSN: 007 590 605

1. Details of substantial holder(1)

Name: Edal Nominees Pty Ltd

ACN/ARSN (if applicable): 007 851 916

There was a change in the interests of the substantial holder on: 22/3/12

The previous notice was given to the company on: 21/2/12

The previous notice was dated: 21/2/12

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)
ORD	42,534,728	25.91%	0%	0%

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
	Edal Nominees P/L	Sale	$4,000,000	ORD	3,149,608

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
Edal	Edal	Edal	Registered	ORD	39,385,120
Nominees Pty Ltd	Nominees Pty Ltd	Nominees Pty Ltd			

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
EDAL NOMINEES P/L	G.P.O BOX 1243, ADELAIDE SA 5001

Signature

print name ANNA KIRSTEN WOOD capacity DIRECTOR

sign here [signature] date 22/03/12

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, becom'e 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.

Form 605

Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme Codan Ltd

ACN/ARSN 007 590 605

1. Details of substantial holder(1)

Name Edal Nominees Pty Ltd

ACN/ARSN (if applicable) 007 851 916

The holder ceased to be a substantial holder on 17/7/12

The previous notice was given to the company on 17/7/12

The previous notice was dated 22/3/12

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change(5)	Class (6) and number of securities affected	Person's votes affected
	Edal Nominees Pty Ltd	Share Sale	$57,305,349	39385120	39385120

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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

4. Addresses

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

Name	Address
Edal Nominees Pty Ltd	GPO Box 1243, Adelaide SA 5001

Signature

print name Kathrynn Melanie Rose Wood capacity Director

sign here KAHWood date 17 / 7 / 2012

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 4 of the form.

(2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.

(3) See the definition of "associate" in section 9 of the Corporations Act 2001.

(4) 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.

(5) 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.

(6) The voting shares of a company constitute one class unless divided into separate classes.

(7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme Codan Ltd

ACN/ARSN 007 590 605

1. Details of substantial holder (1)

Name Otterpaw Pty Ltd

ACN/ARSN (if applicable) 135 204 992

The holder became a substantial holder on 17/7/12

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
ORD	10,623,682	10,623,682	6.48%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Otterpaw P/L	Registered Holder	10,623,682

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Otterpaw P/L	Otterpaw P/L	Otterpaw P/L	10,623,682

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Otterpaw P/L		15,313,637		10,623,682

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

7. Addresses

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

Name	Address
Otterpaw Pty Ltd	GPO Box 1243, Adelaide SA 5001

Signature

print name Kathrynn Melanie Rose Wood capacity Director

sign here KMR Wood date 17 / 7 / 2012

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.

(6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.

(7) Include details of:

(a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.

(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) 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.

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme Codan Ltd

ACN/ARSN 007 590 605

1. Details of substantial holder (1)

Name Griffinna Pty Ltd

ACN/ARSN (if applicable) 135 204 974

The holder became a substantial holder on 17/7/12

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
ORD	10,623,682	10,623,682	6.48%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Griffinna P/L	Registered Holder	10,623,682

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Griffinna P/L	Griffinna P/L	Griffinna P/L	10,623,682

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Griffinna P/L		15,313,637		10,623,682

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

7. Addresses

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

Name	Address
Griffinna Pty Ltd	GPO Box 1243, Adelaide SA 5001

Signature

print name ANNA KIRSTEN WOOD capacity DIRECTOR

sign here date 17 / 7 / 2012

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.

(6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.

(7) Include details of:

(a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.

(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) 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.

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme: Codan Ltd

ACN/ARSN: 007 590 605

1. Details of substantial holder (1)

Name: Alexander John Wood

ACN/ARSN (if applicable):

The holder became a substantial holder on 17/7/12

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
ORD	10,623,682	10,623,682	6.48%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Alexander John Wood	Registered Holder	9,433,682
JP Morgan <AJ Wood Family AC>	Registered Holder	1,190,000

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Alexander John Wood	Alexander John Wood	Alexander John Wood	9,433,682
JP Morgan <AJ Wood Family AC>	JP Morgan <AJ Wood Family AC>	JP Morgan <AJ Wood Family AC>	1,190,000

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Alexander John Wood		13,596,776		9,433,682
JP Morgan <AK Wood Family AC>		1,716,861		1,190,000

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
JP Morgan <AR Wood Family AC>	Is an associated Trust of A J Wood

7. Addresses

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

Name	Address
Alexander John Wood	GPO Box 1243, Adelaide SA 5001
JP Morgan <AR Wood Family AC>	500 Stanton Christiana Road DE3 - 1640 Newark DE19713 USA

Signature

print name ALEXANDER JOHN WOOD capacity

sign here date 17 / 7 / 2012

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.

(6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.

(7) Include details of:

(a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.

(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) 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.

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme: Codan Ltd

ACN/ARSN: 007 590 605

1. Details of substantial holder (1)

Name: JP Morgan <S R Wood Family AC>

ACN/ARSN (if applicable)

The holder became a substantial holder on 17/7/12

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
ORD	10,620,951	10,620,951	6.47%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
JP Morgan	Registered Holder	10,620,951
<SR Wood Family AC>		

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
JP Morgan	JP Morgan	JP Morgan	10,620,951
<SR Wood Family AC>	<SR Wood Family AC>	<SR Wood Family AC>	

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
J P Morgan		15,310,169		10,620,951
<SR Wood Family AC>				

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

7. Addresses

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

Name	Address
JP Morgan	500 Stanton Christiana Road DE3 - 1640 Newark DE19713 USA

Signature

print name Jillian K Williams Vice President capacity Vice President

sign here *[signature] date 17 July 2012

* J. P. Morgan Trust Company of Delaware, as Trustee

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.

(6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.

(7) Include details of:

(a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.

(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) 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.