



Baillie Gifford & Co
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Facsimile Transmittal Cover Sheet

To
Company
Fax No

Company Announcements Office
Australian Securities Exchange
+61 2 9778 0999
+61 2 9347 0005 (Alt fax)

From
Date
Time

Margarita Zhang
02 October 2012

Total No. of pages (including this sheet) 10

If any pages are not clearly received, please call Baillie Gifford on 0131 275 3136 immediately.

Please find faxed a Form 604 in respect of Baillie Gifford's holdings in Cochlear Limited. If you require any further information please do not hesitate to contact me.

Kind regards

Margarita Zhang
Legal & Regulatory Reporting Analyst
Baillie Gifford & Co

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Cochlear LimitedACN/ARSN ACN 022 618 073

1. Details of substantial holder (1)

Name Baillie Gifford & Co and its Affiliated Companies (See Annexure 1)ACN/ARSN (if applicable) N/AThere was a change in the interests of the
substantial holder on01/10/2012

The previous notice was given to the company on

02/02/2012

The previous notice was dated

02/02/2012

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 shares	4,775,816	8.39%	5,453,331	9.57%

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
	See Annexure 2				

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
	See Annexure 3				

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
Baillie Gifford & Co	Calton Square, 1 Greenside Row, Edinburgh, Scotland, EH1 3AN
Baillie Gifford Overseas Limited	Calton Square, 1 Greenside Row, Edinburgh, Scotland, EH1 3AN
Guardian Baillie Gifford Limited	Calton Square, 1 Greenside Row, Edinburgh, Scotland, EH1 3AN
Baillie Gifford Life Limited	Calton Square, 1 Greenside Row, Edinburgh, Scotland, EH1 3AN
Baillie Gifford & Co Limited	Calton Square, 1 Greenside Row, Edinburgh, Scotland, EH1 3AN
Baillie Gifford Savings Management Limited	Calton Square, 1 Greenside Row, Edinburgh, Scotland, EH1 3AN
Baillie Gifford International LLC	Calton Square, 1 Greenside Row, Edinburgh, Scotland, EH1 3AN
Mitsubishi UFJ Baillie Gifford Asset Management Limited	Calton Square, 1 Greenside Row, Edinburgh, Scotland, EH1 3AN
Baillie Gifford Investment Consulting (Shanghai) Co., Ltd	Calton Square, 1 Greenside Row, Edinburgh, Scotland, EH1 3AN

Signature

print name Allison Warden

Capacity: Partner

sign here 

date 02/10/2012

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 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.

Annexure 1

Cochlear Limited – ACN 022 618 073

Details of substantial holder

Baillie Gifford & Co is the parent undertaking of an investment management group based in Edinburgh, Scotland. Baillie Gifford & Co is a partnership founded under Scottish Law and is registered with the Financial Services Authority in the UK. Baillie Gifford Overseas Limited is a wholly-owned subsidiary of Baillie Gifford & Co.

We act as discretionary fund managers on behalf of, mainly, institutional clients under the umbrella of Baillie Gifford Overseas Limited for our clients based outside the UK and Baillie Gifford & Co for our clients in the UK.

More details can be found at our website www.bailliegifford.com.

The following companies are Affiliated Companies of Baillie Gifford & Co

Subsidiary	Control
Baillie Gifford Overseas Ltd	100%
Guardian Baillie Gifford Ltd	49%
Baillie Gifford Life Limited	100%
Baillie Gifford & Co Limited	100%
Baillie Gifford Savings Management Limited	100%
Baillie Gifford International LLC	100%
Mitsubishi UFJ Baillie Gifford Asset Management Limited	49%
Baillie Gifford Investment Consulting (Shanghai) Co. Ltd	100%

This is annexure 1 of 1 page referred to in Form 604 – Notice of change of interests of substantial holder

Signature

print name Alison Warden

capacity Partner

sign here



date 02/10/12

Annexure 2

Cochlear Limited – ACN 022 618 073

Details of changes in relevant interest

Date of change	Person whose relevant interest changed	Nature of change	Considerations given in relation to change (GBP)	Class and number of securities affected	Person's votes affected
02/02/2012	Baillie Gifford & Co	Sale	-42,103	Ordinary shares -1,053	National Nominees Limited
02/02/2012	Baillie Gifford & Co	Sale	-511,672	Ordinary shares -12,797	HSBC Custody Nominees (Australia) Limited
15/02/2012	Baillie Gifford Overseas Limited	Securities Introduced	549,106	Ordinary shares 13,349	HSBC Custody Nominees (Australia) Limited
17/02/2012	Baillie Gifford Overseas Limited	Securities Withdrawn	-5,948,601	Ordinary shares -148,865	HSBC Custody Nominees (Australia) Limited
22/02/2012	Baillie Gifford Overseas Limited	Purchase	317,016	Ordinary shares 7,733	HSBC Custody Nominees (Australia) Limited
22/02/2012	Baillie Gifford & Co	Purchase	55,251	Ordinary shares 1,345	National Nominees Limited
23/02/2012	Baillie Gifford Overseas Limited	Purchase	2,190,701	Ordinary shares 53,444	National Nominees Limited
24/02/2012	Baillie Gifford Overseas Limited	Sale	-20,181	Ordinary shares -491	HSBC Custody Nominees (Australia) Limited
27/02/2012	Baillie Gifford Overseas Limited	Sale	-287,123	Ordinary shares -7,098	National Nominees Limited
29/02/2012	Baillie Gifford Overseas Limited	Purchase	143,700	Ordinary shares 3,500	National Nominees Limited
01/03/2012	Baillie Gifford Overseas Limited	Securities Introduced	2,966,390	Ordinary shares 71,600	HSBC Custody Nominees (Australia) Limited
01/03/2012	Baillie Gifford & Co	Purchase	173,978	Ordinary shares 4,300	National Nominees Limited
01/03/2012	Baillie Gifford Overseas Limited	Purchase	145,773	Ordinary shares 3,605	National Nominees Limited
02/03/2012	Baillie Gifford & Co	Purchase	185,950	Ordinary shares 4,683	National Nominees Limited
02/03/2012	Baillie Gifford Overseas Limited	Purchase	95,240	Ordinary shares 2,400	National Nominees Limited
15/03/2012	Baillie Gifford Overseas Limited	Purchase	366,725	Ordinary shares 9,433	HSBC Custody Nominees (Australia) Limited
16/03/2012	Baillie Gifford Overseas Limited	Securities Introduced	1,152,457	Ordinary shares 29,346	National Nominees Limited
21/03/2012	Baillie Gifford Overseas Limited	Sale	-21,945	Ordinary shares -578	HSBC Custody Nominees (Australia) Limited
22/03/2012	Baillie Gifford Overseas Limited	Purchase	22,056	Ordinary shares 566	HSBC Custody Nominees (Australia) Limited
26/03/2012	Baillie Gifford & Co	Securities Withdrawn	-151,457	Ordinary shares -3,986	HSBC Custody Nominees (Australia) Limited
26/03/2012	Baillie Gifford & Co	Securities Introduced	161,457	Ordinary shares 3,986	HSBC Custody Nominees (Australia) Limited
27/03/2012	Baillie Gifford Overseas Limited	Purchase	370,205	Ordinary shares 9,464	HSBC Custody Nominees (Australia) Limited
29/03/2012	Baillie Gifford & Co	Sale	-157,225	Ordinary shares -3,986	HSBC Custody Nominees (Australia) Limited
02/04/2012	Baillie Gifford Overseas Limited	Securities Withdrawn	-1,594,328	Ordinary shares -39,768	HSBC Custody Nominees (Australia) Limited
02/04/2012	Baillie Gifford Overseas Limited	Securities Introduced	1,234,151	Ordinary shares 30,784	HSBC Custody Nominees (Australia) Limited
02/04/2012	Baillie Gifford Overseas Limited	Purchase	87,753	Ordinary shares 2,204	National Nominees Limited
02/04/2012	Baillie Gifford Overseas Limited	Securities Introduced	360,175	Ordinary shares 8,984	HSBC Custody Nominees (Australia) Limited
02/04/2012	Baillie Gifford Overseas Limited	Securities Withdrawn	-88,440	Ordinary shares -2,206	HSBC Custody Nominees (Australia) Limited
04/04/2012	Baillie Gifford Overseas Limited	Securities Introduced	1,875,927	Ordinary shares 47,690	HSBC Custody Nominees (Australia) Limited
10/04/2012	Baillie Gifford Overseas Limited	Sale	-45,590	Ordinary shares -1,145	JP Morgan Nominees Australia Limited
12/04/2012	Baillie Gifford Overseas Limited	Sale	-10,867	Ordinary shares -272	HSBC Custody Nominees (Australia) Limited

This is annexure 2 of 4 pages referred to in Form 804 – Notice of change of interests of substantial holder

Date of change	Person whose relevant interest changed	Nature of change	Considerations given in relation to change (GBP)	Class and number of securities affected	Person's votes affected
16/04/2012	Baillie Gifford Overseas Limited	Purchase	109,212	Ordinary shares 2,693	HSBC Custody Nominees (Australia) Limited
19/04/2012	Baillie Gifford Overseas Limited	Sale	-58,811	Ordinary shares -1,459	National Nominees Limited
26/04/2012	Baillie Gifford Overseas Limited	Sale	-57,272	Ordinary shares -1,401	HSBC Custody Nominees (Australia) Limited
27/04/2012	Baillie Gifford Overseas Limited	Purchase	1,645,618	Ordinary shares 41,159	HSBC Custody Nominees (Australia) Limited
27/04/2012	Baillie Gifford Overseas Limited	Sale	-6,606	Ordinary shares -160	HSBC Custody Nominees (Australia) Limited
27/04/2012	Baillie Gifford Overseas Limited	Purchase	427,293	Ordinary shares 10,340	National Nominees Limited
27/04/2012	Baillie Gifford Overseas Limited	Purchase	17,976	Ordinary shares 435	National Nominees Limited
30/04/2012	Baillie Gifford Overseas Limited	Sale	-114,524	Ordinary shares -2,745	National Nominees Limited
30/04/2012	Baillie Gifford Overseas Limited	Purchase	1,969,103	Ordinary shares 48,541	HSBC Custody Nominees (Australia) Limited
01/05/2012	Baillie Gifford Overseas Limited	Purchase	202,843	Ordinary shares 4,900	National Nominees Limited
03/05/2012	Baillie Gifford Overseas Limited	Securities Introduced	84,066	Ordinary shares 2,076	HSBC Custody Nominees (Australia) Limited
03/05/2012	Baillie Gifford Overseas Limited	Sale	-261,905	Ordinary shares -6,301	National Nominees Limited
04/05/2012	Baillie Gifford Overseas Limited	Securities Introduced	3,626,064	Ordinary shares 89,700	HSBC Custody Nominees (Australia) Limited
04/05/2012	Baillie Gifford Overseas Limited	Securities Withdrawn	-3,626,064	Ordinary shares -89,700	HSBC Custody Nominees (Australia) Limited
04/05/2012	Baillie Gifford Overseas Limited	Purchase	55,116	Ordinary shares 1,329	National Nominees Limited
04/05/2012	Baillie Gifford Overseas Limited	Sale	-27,130	Ordinary shares -655	HSBC Custody Nominees (Australia) Limited
07/05/2012	Baillie Gifford & Co	Purchase	252,074	Ordinary shares 6,233	National Nominees Limited
10/05/2012	Baillie Gifford & Co	Purchase	223,415	Ordinary shares 5,462	National Nominees Limited
10/05/2012	Baillie Gifford & Co	Purchase	284,771	Ordinary shares 6,962	National Nominees Limited
17/05/2012	Baillie Gifford Overseas Limited	Securities Introduced	965,769	Ordinary shares 23,700	HSBC Custody Nominees (Australia) Limited
18/05/2012	Baillie Gifford Overseas Limited	Sale	-13,240	Ordinary shares -331	JP Morgan Nominees Australia Limited
22/05/2012	Baillie Gifford Overseas Limited	Securities Introduced	2,297,932	Ordinary shares 58,900	JP Morgan Nominees Australia Limited
22/05/2012	Baillie Gifford Overseas Limited	Securities Introduced	269,812	Ordinary shares 7,000	National Nominees Limited
23/05/2012	Baillie Gifford & Co	Securities Withdrawn	-138,426	Ordinary shares -3,595	National Nominees Limited
23/05/2012	Baillie Gifford & Co	Purchase	138,426	Ordinary shares 3,595	National Nominees Limited
29/05/2012	Baillie Gifford Overseas Limited	Purchase	653,198	Ordinary shares 16,610	National Nominees Limited
01/06/2012	Baillie Gifford & Co	Purchase	142,527	Ordinary shares 3,552	HSBC Custody Nominees (Australia) Limited
07/06/2012	Baillie Gifford & Co	Securities Withdrawn	-113,256	Ordinary shares -2,715	JP Morgan Nominees Australia Limited
07/06/2012	Baillie Gifford Overseas Limited	Sale	-98,445	Ordinary shares -2,316	National Nominees Limited
18/06/2012	Baillie Gifford Overseas Limited	Purchase	7,724	Ordinary shares 188	HSBC Custody Nominees (Australia) Limited
18/06/2012	Baillie Gifford Overseas Limited	Sale	-17,810	Ordinary shares -434	HSBC Custody Nominees (Australia) Limited
19/06/2012	Baillie Gifford Overseas Limited	Purchase	55,109	Ordinary shares 1,310	National Nominees Limited
21/06/2012	Baillie Gifford Overseas Limited	Purchase	74,751	Ordinary shares 1,801	HSBC Custody Nominees (Australia) Limited
21/06/2012	Baillie Gifford Overseas Limited	Purchase	92,972	Ordinary shares 2,240	HSBC Custody Nominees (Australia) Limited

This is annexure 2 of 4 pages referred to in Form 804 – Notice of change of interests of substantial holder

Date of change	Person whose relevant interest changed	Nature of change	Considerations given in relation to change (GBP)	Class and number of securities affected	Person's votes affected
21/06/2012	Baillie Gifford Overseas Limited	Purchase	80,106	Ordinary shares 1,930	National Nominees Limited
21/06/2012	Baillie Gifford Overseas Limited	Purchase	111,110	Ordinary shares 2,677	HSBC Custody Nominees (Australia) Limited
26/06/2012	Baillie Gifford & Co	Purchase	71,634	Ordinary shares 1,755	National Nominees Limited
29/06/2012	Baillie Gifford Overseas Limited	Securities Withdrawn	-648,065	Ordinary shares -14,787	National Nominees Limited
29/06/2012	Baillie Gifford Overseas Limited	Securities Introduced	642,044	Ordinary shares 14,787	National Nominees Limited
02/07/2012	Baillie Gifford Overseas Limited	Securities Introduced	2,173,810	Ordinary shares 50,446	HSBC Custody Nominees (Australia) Limited
03/07/2012	Baillie Gifford & Co	Purchase	389,621	Ordinary shares 8,679	National Nominees Limited
03/07/2012	Baillie Gifford & Co	Purchase	113,284	Ordinary shares 2,660	National Nominees Limited
09/07/2012	Baillie Gifford Overseas Limited	Purchase	23,355	Ordinary shares 548	HSBC Custody Nominees (Australia) Limited
09/07/2012	Baillie Gifford Overseas Limited	Sale	-46,809	Ordinary shares -1,099	HSBC Custody Nominees (Australia) Limited
11/07/2012	Baillie Gifford & Co	Securities Introduced	900,391	Ordinary shares 21,068	HSBC Custody Nominees (Australia) Limited
12/07/2012	Baillie Gifford Overseas Limited	Securities Introduced	868,141	Ordinary shares 19,984	National Nominees Limited
12/07/2012	Baillie Gifford Overseas Limited	Securities Introduced	193,620	Ordinary shares 4,457	National Nominees Limited
13/07/2012	Baillie Gifford Overseas Limited	Securities Withdrawn	-478,068	Ordinary shares -11,336	National Nominees Limited
13/07/2012	Baillie Gifford Overseas Limited	Securities Withdrawn	-181,426	Ordinary shares -4,302	National Nominees Limited
18/07/2012	Baillie Gifford Overseas Limited	Purchase	18,913	Ordinary shares 445	HSBC Custody Nominees (Australia) Limited
27/07/2012	Baillie Gifford Overseas Limited	Sale	-48,571	Ordinary shares -1,130	JP Morgan Nominees Australia Limited
31/07/2012	Baillie Gifford Overseas Limited	Securities Introduced	192,282	Ordinary shares 4,346	National Nominees Limited
31/07/2012	Baillie Gifford Overseas Limited	Securities Introduced	72,957	Ordinary shares 1,649	National Nominees Limited
01/08/2012	Baillie Gifford Overseas Limited	Securities Introduced	466,797	Ordinary shares 10,487	JP Morgan Nominees Australia Limited
02/08/2012	Baillie Gifford Overseas Limited	Securities Introduced	1,314,615	Ordinary shares 30,100	HSBC Custody Nominees (Australia) Limited
06/08/2012	Baillie Gifford Overseas Limited	Purchase	97,266	Ordinary shares 2,161	HSBC Custody Nominees (Australia) Limited
10/08/2012	Baillie Gifford & Co	Purchase	115,657	Ordinary shares 2,723	National Nominees Limited
14/08/2012	Baillie Gifford & Co	Purchase	150,953	Ordinary shares 3,500	National Nominees Limited
24/08/2012	Baillie Gifford Overseas Limited	Purchase	111,442	Ordinary shares 2,500	National Nominees Limited
31/08/2012	Baillie Gifford & Co	Sale	-64,878	Ordinary shares -1,468	National Nominees Limited
06/09/2012	Baillie Gifford Overseas Limited	Purchase	162,445	Ordinary shares 3,692	HSBC Custody Nominees (Australia) Limited
13/09/2012	Baillie Gifford Overseas Limited	Purchase	33,045	Ordinary shares 752	JP Morgan Nominees Australia Limited
18/09/2012	Baillie Gifford Overseas Limited	Purchase	17,564	Ordinary shares 406	HSBC Custody Nominees (Australia) Limited
21/09/2012	Baillie Gifford & Co	Purchase	136,839	Ordinary shares 3,140	National Nominees Limited
24/09/2012	Baillie Gifford Overseas Limited	Sale	-106,635	Ordinary shares -2,470	National Nominees Limited
25/09/2012	Baillie Gifford Overseas Limited	Sale	-41,693	Ordinary shares -970	National Nominees Limited
25/09/2012	Baillie Gifford Overseas Limited	Purchase	192,303	Ordinary shares 4,472	National Nominees Limited
25/09/2012	Baillie Gifford Overseas Limited	Sale	-175,679	Ordinary shares -4,087	HSBC Custody Nominees (Australia) Limited

This is annexure 2 of 4 pages referred to in Form 604 – Notice of change of interests of substantial holder

Date of change	Person whose relevant interest changed	Nature of change	Considerations given in relation to change (GBP)	Class and number of securities affected	Person's votes affected
26/09/2012	Baillie Gifford Overseas Limited	Sale	-42,402	Ordinary shares -997	HSBC Custody Nominees (Australia) Limited
27/09/2012	Baillie Gifford Overseas Limited	Purchase	463,485	Ordinary shares 10,718	National Nominees Limited
27/09/2012	Baillie Gifford Overseas Limited	Purchase	2,001,272	Ordinary shares 46,279	JP Morgan Nominees Australia Limited
27/09/2012	Baillie Gifford Overseas Limited	Purchase	216,910	Ordinary shares 5,016	HSBC Custody Nominees (Australia) Limited
28/09/2012	Baillie Gifford Overseas Limited	Purchase	293,202	Ordinary shares 6,768	National Nominees Limited
28/09/2012	Baillie Gifford Overseas Limited	Purchase	1,266,165	Ordinary shares 29,227	JP Morgan Nominees Australia Limited
28/09/2012	Baillie Gifford Overseas Limited	Purchase	137,243	Ordinary shares 3,168	HSBC Custody Nominees (Australia) Limited
01/10/2012	Baillie Gifford & Co	Securities Introduced	2,375,220	Ordinary shares 55,028	HSBC Custody Nominees (Australia) Limited
01/10/2012	Baillie Gifford Overseas Limited	Purchase	390,228	Ordinary shares 8,914	National Nominees Limited
01/10/2012	Baillie Gifford Overseas Limited	Purchase	1,885,067	Ordinary shares 38,492	JP Morgan Nominees Australia Limited
01/10/2012	Baillie Gifford Overseas Limited	Purchase	182,638	Ordinary shares 4,172	HSBC Custody Nominees (Australia) Limited

This is annexure 2 of 4 pages referred to in Form 604 – Notice of change of interests of substantial holder

Signature

print name Alison Warden

capacity Partner

sign here

A. Warden

date 02/10/12

Annexure 3
Cochlear Limited – ACN 022 618 073

Details of present registered holders

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
Baillie Gifford & Co	HSBC Custody Nominees (Australia) Limited	-	Baillie Gifford & Co and Baillie Gifford Overseas Limited have power to (or to control) exercise vote and/or dispose of the securities as discretionary investment managers	Ordinary shares	678,159	678,159
Baillie Gifford & Co	JP Morgan Nominees Australia Limited	-		Ordinary shares	110,222	110,222
Baillie Gifford & Co	National Nominees Limited	-		Ordinary shares	619,582	619,582
Baillie Gifford Overseas Limited	HSBC Custody Nominees (Australia) Limited	-		Ordinary shares	1,340,004	1,340,004
Baillie Gifford Overseas Limited	JP Morgan Nominees Australia Limited	-		Ordinary shares	694,795	694,795
Baillie Gifford Overseas Limited	National Nominees Limited	-		Ordinary shares	2,010,569	2,010,569

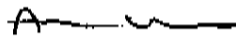
This is annexure 3 of 1 page referred to in Form 604 – Notice of change in interests of substantial holder

Signature

print name Allson Warden

capacity Partner

sign here



date 02/10/12

GUIDE

This guide does not form part of the prescribed form and is included by ASIC to assist you in completing and lodging form 604.

Signature

This form must be signed by either a director or a secretary of the substantial holder.

Lodging Period

Nil

Lodging Fee

Nil

Other forms to be completed

Nil

Additional Information

- (a) If additional space is required to complete a question, the information may be included on a separate piece of paper annexed to the form.
- (b) This notice must be given to a listed company, or the responsible entity for a listed managed investment scheme. A copy of this notice must also be given to each relevant securities exchange.
- (c) The person must give a copy of this notice:
 - (i) within 2 business days after they become aware of the information; or
 - (ii) by 9.30 am on the next trading day of the relevant securities exchange after they become aware of the information if:
 - (A) a takeover bid is made for voting shares in the company or voting interests in the scheme; and
 - (B) the person becomes aware of the information during the bid period.

Annexures

- To make any annexure conform to the regulations, you must
- 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides
 - 2 show the corporation name and ACN or ARBN
 - 3 number the pages consecutively
 - 4 print or type in BLOCK letters in dark blue or black ink so that the document is clearly legible when photocopied
 - 5 identify the annexure with the mark such as A, B, C, etc
 - 6 endorse the annexure with the words:
This is annexure (mark) of (number) pages referred to in form (form number and title)
 - 7 sign and date the annexure
The annexure must be signed by the same person(s) who signed the form.

Information in this guide is intended as a guide only. Please consult your accountant or solicitor for further advice