

MALLESONS STEPHEN JAQUES

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Confidential communication

14 March 2003

Company Announcements Office
Australian Stock Exchange Limited
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Sydney NSW 2000
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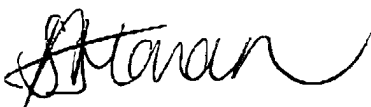
Company Secretary
Computershare Limited
18-62 Trenerry Crescent
Abbotsford VIC 3067
Fax +61 3 9235 5600

Dear Sir/Madam

Computershare Limited - Notice of change of interests of substantial holder

Please find attached Notice of change of interests of substantial holder of Computershare Limited (Form 604 with attachments).

Yours sincerely



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Tim Blue
Partner

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14. Mar. 2003 13:00

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Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Computershare Limited

ACN/ARSN 006 465 625

1. Details of substantial holder (1)

Name See Item 1 of Attachment A

ACN/ARSN (if applicable) Not applicable

There was a change in the interests of the substantial holder on

12/3/2003

The previous notice was given to the company on

17/1/2003

The previous notice was dated

16/1/2003

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: **See Item 2 of Attachment A**

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (6)

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: **See Item 3 of Attachment A**

Date of change	Person whose relevant interest changed	Nature of change (a)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows: **See Item 4 of Attachment A**

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (9)	Class and number of securities	Person's votes

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 (3) with, the substantial holder in relation to voting interests in the company or scheme are as follows: See item 5 of Attachment A

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

6. Addresses

The addresses of persons named in this form are as follows: See item 6 of Attachment A

Name	Address

Signature

See signatures included in Attachment A

print name _____ capacity _____

sign here _____ date / / _____

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.

Attachment A to Form 604
Corporations Act 2001
Section 671B
Notice of change of interests of substantial holder

1 Details of substantial holder

The substantial holders are General Atlantic Partners, LLC, a Delaware limited liability company ("GAP"), General Atlantic Partners 76, L.P., a Delaware limited partnership ("GAP LP"), GAP Coinvestment Partners II, L.P., a Delaware limited partnership ("GAPCO II"), GapStar, LLC, a Delaware limited liability company ("GapStar"), GAPCO GmbH & Co. KG, a German limited partnership ("KG"), GAPCO Management GmbH, a German corporation ("GmbH Management"), Steven A. Denning ("Denning") and David C. Hodgson ("Hodgson", and together with GAP, GAP LP, GAPCO II, GapStar, KG, GmbH Management and Denning, the "Substantial Holders").

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 each Substantial Holder or an associate had a relevant interest 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	Previous notice		Present notice	
	Person's votes	Voting power	Person's votes	Voting power
Ordinary shares	27,172,010	5.04%	53,000,705	9.9%

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	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
12/3/03	GAP LP	Acquisition of additional shares	See Annexure A	23,874,109 ordinary shares	23,874,109
12/3/03	GAP	Acquisition of additional shares through GAP LP and GapStar	See Annexure A	23,874,109 ordinary shares through GAP LP and 322,859 ordinary shares through GapStar	23,874,109 322,859

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
12/3/03	GAPCO II	Acquisition of additional shares	See Annexure A	1,595,567 ordinary shares	1,595,567
12/3/03	GapStar	Acquisition of additional shares	See Annexure A	322,859 ordinary shares	322,859
12/3/03	KG	Acquisition of additional shares	See Annexure A	36,160 ordinary shares	36,160
12/3/03	GmbH Management	Acquisition of additional shares through KG	See Annexure A	36,160 ordinary shares through KG	36,160
12/3/03	Denning and Hodgson	Acquisition of additional shares through KG	See Annexure A	36,160 ordinary shares through KG	36,160

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	Nature of relevant interest	Class and number of securities	Person's votes
GAP LP	GAP LP	GAP LP	GAP LP is the holder of the relevant securities.	48,989,876 ordinary shares	48,989,876
GAP	GAP LP and GapStar	GAP LP and GapStar	GAP is the general partner of GAP LP and the managing member of GapStar, and controls the disposition of and right to vote associated with the ordinary shares held by GAP LP and GapStar.	48,989,876 ordinary shares held by GAP LP 662,509 ordinary shares held by GapStar	48,989,876 622,509
GAPCO II	GAPCO II	GAPCO II	GAPCO II is the holder of the relevant securities. The GAP Managing Members (as hereinafter defined) control the disposition of and right to vote	3,274,117 ordinary shares	3,274,117

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
			associated with the ordinary shares held by GAPCO II.		
GapStar	GapStar	GapStar	GapStar is the holder of the relevant securities.	662,509 ordinary shares	662,509
KG	KG	KG	KG is the holder of the relevant securities.	74,203 ordinary shares	74,203
GmbH Management	KG	KG	GmbH Management is the general partner of KG. The GAP Managing Members control the disposition of and right to vote associated with the ordinary shares held by KG.	74,203 ordinary shares	74,203
Denning and Hodgson	KG	KG	Denning and Hodgson each hold 50% of the voting shares in GmbH Management.	74,203 ordinary shares	74,203

The GAP Managing Members are Steven A. Denning, Peter L. Bloom, Peter Currie, Mark F. Dzialga, Erik Engstrom, Klaus Esser, William E. Ford, William O. Grabe, David C. Hodgson, Braden R. Kelly, Rene M. Kern, William J. Lansing, Matthew Nimetz, Clifton S. Robbins, Franchon M. Smithson, Tom C. Tinsely, Florian Wendelstadt and John Wong

5 Changes in association

The persons who have become associates 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: Not applicable

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

6 Addresses

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

Name	Address
GAP, GAP LP, GAPCO II and GapStar	3 Pickwick Plaza, Greenwich, Connecticut 06830 USA
KG and GmbH Management	c/o General Atlantic Partners GmbH, Koenigsallee 62, 40212 Duesseldorf, Germany
GAP Managing Members (other than Messrs. Esser, Currie, Kelly, Lansing, Tinsley, Wendelstadt and Wong)	3 Pickwick Plaza, Greenwich, Connecticut 06830 USA (business address)
Mr. Esser	Koenigsallee 62, 40212, Duesseldorf, Germany (business address)

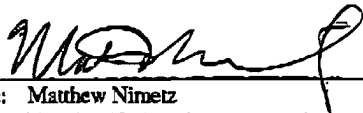
	address)
Mr. Wendelstadt	83 Pall Mall, Sixth Floor, London SW1Y 5ES, United Kingdom (business address)
Messrs. Currie, Kelly and Lansing	228 Hamilton Avenue, Palo Alto, California 94301 USA (business address)
Mr. Tinsley	11600 Sunrise Valley Drive, Reston, Virginia USA 20191 (business address)
Mr. Wong	24 Raffles Place, 29-04 Clifford Center, Singapore 048621 (business address)

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13th day of March 2003

General Atlantic Partners 76, L.P.

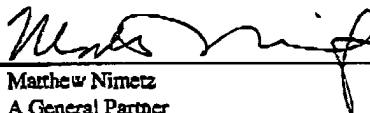
By: General Atlantic Partners, LLC, its general partner

By: 
Name: Matthew Nimetz
Title: A Managing Member

General Atlantic Partners, LLC

By: 
Name: Matthew Nimetz
Title: A Managing Member

GAP Coinvestment Partners II, L.P.

By: 
Name: Matthew Nimetz
Title: A General Partner

GapStar, LLC

By: General Atlantic Partners, LLC, its managing member

By: 
Name: Matthew Nimetz
Title: A Managing Member

GAPCO GmbH & Co. KG

By: GAPCO Management GmbH, its general partner

By: 
Name: Matthew Nimetz
Title: Managing Director

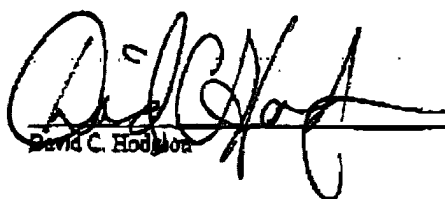
GAPCO Management GmbH

By: 
Name: Matthew Nimetz
Title: Managing Director


Steven A. Denning

David C. Hodgson

Steven A. Denalog



David C. Hodgson

