



LAZARD ASSET MANAGEMENT PACIFIC CO
LEVEL 39 GATEWAY
1 MACQUARIE PLACE
SYDNEY NSW 2000
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FACSIMILE TRANSMISSION

TO: Company Announcements
CC:
COMPANY: ASX
FAX NUMBER: 1300 135 638
DATE: 28 August 2009
FROM: Apnavi Saddington

NO. OF PAGES (INCL. THIS PAGE):

12

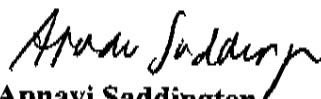
MESSAGE:

Flight Centre Limited

Form 604 - Notice of change of interests of substantial holder

If you have any queries in relation to any of the content please contact Apnavi Saddington, details above.

Kind regards.


Apnavi Saddington
Company Secretary

Confidentiality Notice

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Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme Flight Centre Limited
Level 2, 545 Queen Street
BRISBANE QLD 4000
ACN/ARSN 003 377 188

1. Details of substantial holder (1)

Name Lazard Asset Management Pacific Co
ACN/ARSN (if applicable) ACN 064 523 619

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

26/08/2009

The previous notice was given to the company on

13/08/2009

The previous notice was dated

13/08/2009

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	11,182,565	11.22%	10,187,135	10.22%

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 B					

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 C					

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
Annexure A	Related bodies corporate

6. Addresses

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

Name	Address
Lazard Asset Management Pacific Co and its associates listed in Annexure A	Level 39, Gateway 1 Macquarie Place SYDNEY NSW 2000

Signature

print name **Apnavi Saddington**

capacity

Company Secretary

sign here



date

28 August 2009

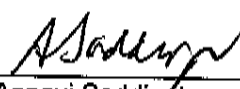
DIRECTIONS

- (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 'A'

This is Annexure A of 1 page referred to in Form 604 Notice of change of interests of substantial holder signed by me and dated 28 August 2009.



Apnavi Saddington
Company Secretary

28 August 2009
Dated

**Associates of Lazard Asset Management Pacific Co.
ACN 064 523 619**

Lazard Ltd
Lazard Group LLC
Lazard Frères & Co LLC
Lazard Asset Management LLC
Lazard Brothers & Co., Ltd.
Lazard Asset Management (Canada), Inc.
Lazard Pension Management, Inc
Lazard Asset Management Limited, London
Lazard Japan Asset Management KK
Deutsche Lazard Asset Management Holding GmbH
Lazard Asset Management (Deutschland) GmbH
Lazard Funds Marketing GmbH, Frankfurt
Lazard Alternatives LLC
Lazard Investment Funds Limited, Dublin
Lazard Fund Managers (Ireland) Limited
Lazard Fund Managers Limited, London
Lazard Debt Recovery Management LLC
LAMP Administration Pty Ltd
Lazard Pty Ltd
LCW Private Equity Pty Ltd
Lazard Asset Management (Hong Kong) Limited
Lazard Korea Asset Management Co. Ltd
Lazard Asset Management Securities LLC
Lazard Asset Management, Milan

Annexure 'B'

This is Annexure B of 6 pages referred to in Form 604, Notice of change of interests of substantial holder, signed by me and dated 28 August 2009.



Apnavi Saddington
Company Secretary

28 August 2009
Dated

Lazard Asset Management Pacific Co
ACN: 064 523 619

Form 604
Annexure B - Changes in Relevant Interests

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change AUD	Class and number of securities affected (All ordinary securities)	Person's votes affected
17/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 86,394.76	6,696	6,696
17/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 19,078.90	1,479	1,479
17/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 45,871.89	3,556	3,556
17/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 26,135.11	2,026	2,026
17/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 19,723.89	1,529	1,529
17/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 4,901.94	380	380
17/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 296,309.72	22,970	22,970
17/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 31,127.36	2,413	2,413
17/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 24,045.33	1,864	1,864
17/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 72,742.29	5,639	5,639
17/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 82,236.58	6,375	6,375
17/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 5,211.54	404	404
17/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 21,078.36	1,634	1,634
17/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 22,061.20	1,719	1,719
17/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 46,362.09	3,594	3,594
17/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 7,830.22	607	607
17/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 12,048.46	934	934
17/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 21,426.66	1,661	1,661
18/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 178,083.02	13,808	13,808
18/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 39,319.29	3,049	3,049
18/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 94,564.89	7,333	7,333
18/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 53,865.75	4,177	4,177
18/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 40,660.45	3,153	3,153
18/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 10,110.31	784	784
18/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 610,796.62	47,364	47,364
18/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 64,169.50	4,976	4,976
18/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 49,558.55	3,843	3,843
18/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 149,965.25	11,629	11,629
18/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 169,528.18	13,146	13,146
18/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 10,755.09	834	834
18/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 43,458.84	3,370	3,370
18/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 92,475.77	7,171	7,171
18/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 16,145.54	1,252	1,252

Form 604
Annexure B - Changes in Relevant Interests

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change AUD	Class and number of securities affected (All ordinary securities)	Person's votes affected
18/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 122,528.51	9,566	9,566
18/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 7,608.52	590	590
18/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 44,181.01	3,426	3,426
19/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 136,212.37	10,666	10,666
19/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 30,068.99	2,355	2,355
19/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 72,318.78	5,664	5,664
19/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 41,202.81	3,227	3,227
19/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 31,090.44	2,435	2,435
19/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 7,737.50	606	606
19/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 467,173.77	36,589	36,589
19/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 49,080.76	3,844	3,844
19/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 37,895.86	2,968	2,968
19/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 114,696.27	8,983	8,983
19/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 129,660.55	10,155	10,155
19/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 8,222.69	644	644
19/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 33,235.49	2,603	2,603
19/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 70,722.77	5,539	5,539
19/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 12,346.79	967	967
19/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 5,822.27	456	456
19/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 33,797.30	2,647	2,647
20/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 33,755.96	2,657	2,657
20/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 38,880.93	3,066	3,066
20/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 7,456.06	587	587
20/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 17,922.52	1,411	1,411
20/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 719,332.34	56,777	56,777
20/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 10,212.40	804	804
20/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 7,710.11	607	607
20/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,918.01	151	151
20/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 115,778.67	9,115	9,115
20/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 12,155.80	957	957
20/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 9,399.48	740	740
20/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 28,427.06	2,238	2,238
20/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 32,136.05	2,530	2,530
20/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 2,032.32	160	160
20/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 117,817.43	9,279	9,279

Form 604
Annexure B - Changes in Relevant Interests

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change AUD	Class and number of securities affected (All ordinary securities)	Person's votes affected
20/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 8,243.60	649	649
20/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 17,528.76	1,380	1,380
20/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 3,061.18	241	241
20/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,448.03	114	114
20/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 8,370.61	659	659
21/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 33,227.81	2,623	2,623
21/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 5,915.59	467	467
21/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 17,645.45	1,393	1,393
21/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 10,057.78	794	794
21/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 7,587.67	599	599
21/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,887.43	149	149
21/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 113,992.39	8,999	8,999
21/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 11,970.53	945	945
21/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 9,247.08	730	730
21/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 27,981.91	2,209	2,209
21/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 31,642.74	2,498	2,498
21/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 2,001.42	158	158
21/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 3,812.83	301	301
21/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 17,252.77	1,362	1,362
21/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 3,014.80	238	238
21/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,418.73	112	112
21/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 8,246.36	651	651
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 65,263.16	4,931	4,931
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 437,358.53	32,950	32,950
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 11,620.00	878	878
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 77,872.70	5,868	5,868
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 34,661.47	2,619	2,619
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 232,211.40	17,498	17,498
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 19,746.04	1,492	1,492
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 132,269.47	9,967	9,967
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 14,902.17	1,126	1,126
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 99,835.78	7,523	7,523
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 3,705.69	280	280
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 24,816.29	1,870	1,870
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 223,837.07	16,913	16,913

Form 604

Annexure B - Changes in Relevant Interests

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change AUD	Class and number of securities affected (All ordinary securities)	Person's votes affected
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,499,912.12	113,024	113,024
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 23,517.91	1,777	1,777
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 157,576.76	11,874	11,874
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 18,157.90	1,372	1,372
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 121,692.69	9,170	9,170
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 54,963.36	4,153	4,153
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 368,276.30	27,751	27,751
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 62,123.29	4,694	4,694
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 416,329.65	31,372	31,372
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 3,943.92	298	298
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 26,408.78	1,990	1,990
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 7,490.80	566	566
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 50,176.67	3,781	3,781
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 33,893.85	2,561	2,561
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 227,102.17	17,113	17,113
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 5,915.87	447	447
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 39,652.97	2,988	2,988
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 2,792.50	211	211
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 18,685.20	1,408	1,408
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 16,199.18	1,224	1,224
24/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 108,501.57	8,176	8,176
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 186,625.47	14,028	14,028
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 86,449.66	6,513	6,513
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 46,332.44	3,483	3,483
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 21,458.78	1,617	1,617
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 99,715.17	7,496	7,496
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 46,182.17	3,480	3,480
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 70,582.80	5,306	5,306
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 32,685.82	2,463	2,463
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 42,873.81	3,223	3,223
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 19,853.03	1,496	1,496
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 15,361.82	1,157	1,157
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 11,280.48	848	848
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 5,228.67	394	394
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 595,697.07	44,781	44,781

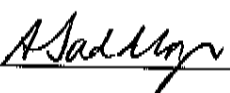
Form 604

Annexure B - Changes in Relevant Interests

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change AUD	Class and number of securities affected (All ordinary securities)	Person's votes affected
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 275,911.96	20,791	20,791
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 9,692.42	730	730
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 67,589.74	5,081	5,081
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 31,305.67	2,359	2,359
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 63,918.28	4,805	4,805
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 29,620.29	2,232	2,232
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 192,366.74	14,461	14,461
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 89,099.74	6,714	6,714
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 218,466.15	16,423	16,423
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 101,189.39	7,625	7,625
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 13,834.55	1,040	1,040
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 6,409.77	483	483
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 80,008.96	6,026	6,026
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 40,599.08	3,052	3,052
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 18,804.65	1,417	1,417
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 115,558.38	8,687	8,687
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 53,520.90	4,033	4,033
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 19,434.88	1,461	1,461
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 9,010.83	679	679
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 20,366.06	1,531	1,531
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 9,435.49	711	711
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 57,120.73	4,294	4,294
25/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 26,448.59	1,993	1,993
26/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 88,756.48	6,583	6,583
26/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 3,532.46	262	262
26/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 29,095.63	2,158	2,158

Annexure 'C'

This is Annexure C of 2 pages referred to in Form 604, Notice of change of interests of substantial holder, signed by me and dated 28 August 2009.



Apnavi Saddington
Company Secretary

28 August 2009

Dated

Lazard Asset Management Pacific Co
ACN: 064 523 619

Form 604
Annexure C - Present relevant interests

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
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	JP Morgan Chase Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary - 1,263,148	Ordinary - 1,263,148
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	BNP Paribas	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary - 267,089	Ordinary - 267,089
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	JP Morgan Chase Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary - 670,687	Ordinary - 670,687
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary - 305,834	Ordinary - 305,834
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	JP Morgan Chase Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary - 288,057	Ordinary - 288,057
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary - 79,425	Ordinary - 79,425
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	National Australia Bank Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary - 2,742,780	Ordinary - 2,742,780
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Citibank Pty Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary - 447,194	Ordinary - 447,194
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	National Australia Bank Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary - 339,327	Ordinary - 339,327
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	JP Morgan Chase Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary - 1,016,245	Ordinary - 1,016,245
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	National Australia Bank Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary - 1,161,699	Ordinary - 1,161,699
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	National Australia Bank Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary - 73,755	Ordinary - 73,755
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	National Australia Bank Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary - 291,331	Ordinary - 291,331
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	National Australia Bank Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary - 659,231	Ordinary - 659,231
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	National Australia Bank Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary - 109,216	Ordinary - 109,216
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	National Australia Bank Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary - 169,342	Ordinary - 169,342
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	HSBC Custody Nominees (Australia) Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary - 302,775	Ordinary - 302,775