



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: 29 October 2009
FROM: Apnavi Saddington

NO. OF PAGES (INCL. THIS PAGE): 13

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.

A handwritten signature in cursive script, appearing to read 'Apnavi Saddington'.
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 27/10/2009

The previous notice was given to the company on 28/08/2009

The previous notice was dated 28/08/2009

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	10,187,135	10.22%	8,855,198	8.88%

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

29 October 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 29 October 2009.


Apnavi Saddington
Company Secretary

29 October 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 7 pages referred to in Form 604, Notice of change of interests of substantial holder, signed by me and dated 29 October 2009.



Apnavi Saddington
Company Secretary

29 October 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
27/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$83,349.59	6,217	6,217
27/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$778,103.68	57,496	57,496
27/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$167,195.98	12,357	12,357
27/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$329,101.56	24,323	24,323
27/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$191,415.54	14,147	14,147
27/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$178,669.83	13,205	13,205
27/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$27,277.41	2,016	2,016
27/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$2,046,875.58	151,279	151,279
27/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$182,485.41	13,487	13,487
27/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$217,678.16	16,088	16,088
27/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$694,978.91	51,364	51,364
27/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$782,358.69	57,822	57,822
27/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$50,008.60	3,696	3,696
27/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$81,818.73	6,047	6,047
27/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$425,763.21	31,467	31,467
27/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$43,256.91	3,197	3,197
27/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$84,335.41	6,233	6,233
27/08/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$201,062.74	14,860	14,860
01/09/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$258,486.13	17,726	17,726
01/09/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$45,098.95	3,118	3,118
01/09/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$8,374.27	579	579
01/09/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$24,081.46	1,665	1,665
01/09/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$10,283.44	711	711
01/09/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$2,748.04	190	190
01/09/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$93,722.44	6,480	6,480
01/09/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$16,256.80	1,124	1,124
01/09/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$10,500.38	726	726
01/09/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$32,585.91	2,253	2,253
01/09/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$35,550.88	2,458	2,458
01/09/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$2,458.77	170	170
01/09/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$9,487.95	656	656
01/09/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$21,261.11	1,470	1,470
01/09/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$3,543.52	245	245

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
01/09/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$5,481.61	379	379
01/09/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$9,386.70	649	649
28/09/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$5,409,790.50	373,089	373,089
08/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$119,418.34	7,903	7,903
09/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$225,542.63	15,083	15,083
09/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$22,694.76	1,518	1,518
09/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$119,528.74	7,995	7,995
09/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$45,912.79	3,071	3,071
09/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$51,160.39	3,422	3,422
09/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$388,113.32	25,960	25,960
09/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$82,451.65	5,515	5,515
09/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$33,354.42	2,231	2,231
09/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$153,047.62	10,237	10,237
09/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$116,523.70	7,794	7,794
09/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$9,179.57	614	614
09/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$33,100.27	2,214	2,214
09/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$75,320.30	5,038	5,038
09/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$12,857.37	860	860
09/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$9,059.96	606	606
09/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$30,618.49	2,048	2,048
12/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$50,554.90	3,363	3,363
12/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$5,081.05	338	338
12/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$26,786.90	1,782	1,782
12/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$10,296.88	685	685
12/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$11,469.36	763	763
12/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$87,004.80	5,788	5,788
12/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$18,489.28	1,230	1,230
12/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$7,471.24	497	497
12/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$34,302.87	2,282	2,282
12/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$26,110.47	1,737	1,737
12/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$2,059.48	137	137
12/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$7,426.14	494	494
12/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$16,880.85	1,123	1,123
12/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$2,886.28	192	192
12/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$2,029.41	135	135

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
12/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$6,854.90	456	456
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$119,697.68	7,874	7,874
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$12,037.28	792	792
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$63,438.91	4,174	4,174
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$24,363.35	1,603	1,603
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$14,134.69	930	930
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$205,956.09	13,551	13,551
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$43,756.74	2,879	2,879
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$17,706.36	1,165	1,165
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$81,221.26	5,344	5,344
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$61,827.86	4,068	4,068
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$17,569.57	1,156	1,156
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$39,972.29	2,630	2,630
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$6,824.16	449	449
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$4,802.75	316	316
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$16,247.28	1,069	1,069
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$75,291.75	4,930	4,930
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$7,574.61	496	496
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$39,904.16	2,613	2,613
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$15,317.21	1,003	1,003
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$41,057.59	2,714	2,714
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$8,887.95	582	582
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$129,562.52	8,484	8,484
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$27,519.05	1,802	1,802
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$11,132.84	729	729
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$51,098.09	3,346	3,346
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$38,896.24	2,547	2,547
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$15,339.87	1,014	1,014
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$11,056.50	724	724
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$25,136.71	1,646	1,646
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$4,291.26	281	281
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$3,023.74	198	198
13/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$10,216.57	669	669
14/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$51,674.59	3,358	3,358
14/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$5,201.06	338	338

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
14/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$27,390.17	1,780	1,780
14/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$10,525.20	684	684
14/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$6,093.55	396	396
14/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$88,941.10	5,780	5,780
14/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$18,896.13	1,228	1,228
14/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$7,647.70	497	497
14/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$35,068.65	2,279	2,279
14/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$26,697.71	1,735	1,735
14/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$7,586.15	493	493
14/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$17,265.04	1,122	1,122
14/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$2,954.44	192	192
14/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$2,077.35	135	135
14/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$7,016.81	456	456
15/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$90,912.15	5,891	5,891
15/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$9,150.94	593	593
15/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$48,192.91	3,123	3,123
15/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$18,502.49	1,199	1,199
15/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$10,740.40	696	696
15/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$156,461.07	10,139	10,139
15/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$33,239.69	2,154	2,154
15/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$13,456.37	872	872
15/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$61,711.00	3,999	3,999
15/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$46,989.24	3,045	3,045
15/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$13,348.34	865	865
15/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$30,369.41	1,968	1,968
15/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$5,185.02	336	336
15/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$3,657.29	237	237
15/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$12,345.28	800	800
16/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$184,401.66	12,156	12,156
16/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$27,572.80	1,818	1,818
16/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$97,475.48	6,427	6,427
16/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$49,670.48	3,275	3,275
16/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$29,453.46	1,942	1,942
16/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$21,372.28	1,404	1,404
16/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$395,210.22	26,058	26,058

Form 604

Annexure B - Changes in Relevant Interests

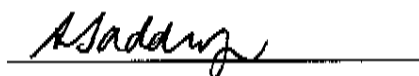
Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change AUD	Class and number of securities affected (All ordinary securities)	Person's votes affected
16/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$67,460.86	4,448	4,448
16/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$96,616.72	6,347	6,347
16/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$193,585.97	12,764	12,764
16/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$157,019.40	10,353	10,353
16/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$17,490.56	1,149	1,149
16/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$40,995.21	2,703	2,703
16/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$90,241.03	5,950	5,950
16/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$15,272.73	1,007	1,007
16/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$24,084.49	1,588	1,588
16/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$41,753.54	2,753	2,753
21/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$2,258,821.80	143,874	143,874
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$1,018,641.68	62,838	62,838
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$207,949.58	12,828	12,828
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$540,785.62	33,360	33,360
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$275,645.04	17,004	17,004
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$100,619.19	6,207	6,207
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$56,899.21	3,510	3,510
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$2,257,731.32	139,275	139,275
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$367,332.20	22,660	22,660
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$243,029.32	14,992	14,992
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$854,882.20	52,736	52,736
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$948,482.21	58,510	58,510
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$50,382.54	3,108	3,108
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$250,113.35	15,429	15,429
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$550,058.08	33,932	33,932
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$92,627.37	5,714	5,714
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$150,985.53	9,314	9,314
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$247,795.23	15,286	15,286
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$231,037.04	14,262	14,262
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$47,151.98	2,911	2,911
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$122,634.01	7,571	7,571
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$62,507.55	3,859	3,859
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$22,822.79	1,409	1,409
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$12,909.70	797	797
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$511,998.24	31,609	31,609

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
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$83,289.41	5,142	5,142
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$55,105.12	3,402	3,402
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$193,872.21	11,969	11,969
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$215,107.63	13,280	13,280
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$11,419.50	705	705
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$56,708.72	3,501	3,501
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$124,755.94	7,702	7,702
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$21,008.63	1,297	1,297
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$34,242.28	2,114	2,114
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$56,206.58	3,470	3,470
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$204,190.24	12,573	12,573
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$41,686.95	2,567	2,567
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$108,399.09	6,675	6,675
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$55,263.23	3,403	3,403
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$20,169.54	1,242	1,242
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$11,400.18	702	702
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$452,547.91	27,867	27,867
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$73,630.18	4,534	4,534
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$48,718.69	3,000	3,000
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$171,359.87	10,552	10,552
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$190,116.57	11,707	11,707
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$10,101.01	622	622
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$50,131.53	3,087	3,087
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$110,250.40	6,789	6,789
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$18,561.82	1,143	1,143
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$30,270.55	1,864	1,864
27/10/2009	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$49,676.82	3,059	3,059

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 29 October 2009.



29 October 2009

Apnavi Saddington
Company Secretary

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 – 1,060,206	Ordinary – 1,060,206
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 – 229,954	Ordinary – 229,954
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 – 562,982	Ordinary – 562,982
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 – 373,089	Ordinary – 373,089
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 – 273,627	Ordinary – 273,627
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 – 108,560	Ordinary – 108,560
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 – 72,210	Ordinary – 72,210
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 – 2,290,510	Ordinary – 2,290,510
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 – 380,991	Ordinary – 380,991
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 – 288,781	Ordinary – 288,781
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 – 847,120	Ordinary – 847,120
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 – 986,643	Ordinary – 986,643
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 – 62,540	Ordinary – 62,540
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 – 253,962	Ordinary – 253,962
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 – 558,394	Ordinary – 558,394
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 – 94,303	Ordinary – 94,303
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 – 154,126	Ordinary – 154,126
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 – 257,200	Ordinary – 257,200