

24 May 2013

Announcements Platform
Australian Securities Exchange
20 Bridge Street
SYDNEY NSW 2000
Fax: 1300 135 638

Peet Limited
Level 7
200 St Georges Terrace
PERTH WA 6000
Fax: +61 8 9481 4712

Dear Sir/Madam

PEET LIMITED ("PPC") – NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL HOLDER

In accordance with the Corporations Act 2001 (Cwlth), we attach an ASIC Form 604 (Notice of change of interests of substantial holder) issued in relation to the shares in PPC.

Yours faithfully
SCORPIO NOMINEES PTY LIMITED



**TONY LENNON
DIRECTOR**

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme **Peet Limited**
ACN/ARSN **ACN 008 665 834**

1. Details of substantial holder (1)

Name **Scorpio Nominees Pty Ltd and Associates**
ACN/ARSN (if applicable) **ACN 008 801 821**

There was a change in the interests of the substantial holder on 24 / 05 /2013
The previous notice was given to the company on 17 / 05 /2013
The previous notice was dated 17 / 05 /2013

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)
Fully paid ordinary shares	84,830,011	20.10%	91,786,533	21.40%

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
24/05/2013	See ANNEXURE A	Issue of shares under a Conditional Placement announced 10 April 2013	\$8,000,000.30	6,956,522	6,956,522

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
REFER TO ANNEXURE B					

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
N/A	N/A

6. Addresses

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

Name	Address
REFER TO ANNEXURE C	

Signature

print name **ANTHONY WAYNE LENNON**

DIRECTOR

sign here



date 24 / 05 / 2013

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 606 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.

THIS IS ANNEXURE A OF 1 PAGE REFERRED TO IN FORM 604

SCORPIO NOMINEES PTY LIMITED & ASSOCIATES

Date of Change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class of securities affected	Number of securities affected	Person's votes affected
24/05/2013	Golden Years Holdings Pty Ltd <Peet Super Fund>	Acquisition	\$8,000,000	Ordinary shares	6,956,522	6,956,522

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SCORPIO NOMINEES PTY LIMITED & ASSOCIATES

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class of securities	Number of securities	Person's votes
Scorpio Nominees Pty Ltd	Scorpio Nominees Pty Ltd		Registered holder	Ordinary shares	82,041,019	82,041,019
Scorpio Nominees Pty Ltd	Gwenyth Lennon		Registered holder	Ordinary shares	1,658,227	1,658,227
Scorpio Nominees Pty Ltd	Rebecca Lennon and Anthony Wayne Lennon		Registered holder	Ordinary shares	50,033	50,033
Scorpio Nominees Pty Ltd	Anthony Wayne Lennon		Registered holder	Ordinary shares	26,845	26,845
Scorpio Nominees Pty Ltd	Golden Years Holdings Pty Ltd		Registered holder	Ordinary shares	7,983,742	7,983,742
	Golden Years Holdings Pty Ltd		Registered holder	Convertible Notes	600	600

THIS IS ANNEXURE C OF 1 PAGE REFERRED TO IN FORM 604

SCORPIO NOMINEES PTY LIMITED & ASSOCIATES

Name	Address
Scorpio Nominees Pty Ltd	7 Southport Street WEST LEEDERVILLE WA 6007
Gwenyth Lennon	7 Southport Street WEST LEEDERVILLE WA 6007
Rebecca Lennon and Anthony Wayne Lennon	7 Southport Street WEST LEEDERVILLE WA 6007
Anthony Wayne Lennon	7 Southport Street WEST LEEDERVILLE WA 6007
Golden Years Holdings Pty Ltd	7 Southport Street WEST LEEDERVILLE WA 6007