

**MMC ASSET MANAGEMENT LIMITED**

A.C.N. 071 807 684

LEVEL 8, 34 HUNTER STREET

GPO Box 4964

SYDNEY NSW 2001

TELEPHONE: (02) 9233 2250 FACSIMILE: (02) 9233 2275

E-MAIL: lisa@mmcfunds.com.au

FACSIMILE TRANSMITTAL SHEET

To:	Announcements	From:	Lisa Bassett
Company:	Australian Stock Exchange Limited	Date:	5 March 2004
Fax:	1900 999 279	Pages (Incl. Cover):	27
Re:	Form 604 x 2 and Form 605 x 1 - CHQ		

 URGENT FOR REVIEW PLEASE COMMENT PLEASE REPLY

Please find following two Form 604 Notice of change of interests of substantial holder and one Form 604 Notice of ceasing to be a substantial holder for Chiquita Brands South Pacific Limited.

Please ensure to recognise as an announcement for HGL Limited (ACN 009 657 961).

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holderTo Company Name/Scheme Chiquita Brands South Pacific LimitedACN/ARSN 002 687 961**1. Details of substantial holder (1)**

Name

1. HGL Ltd (ACN 009 657 961) and each body corporate it controls listed in Annexure A

ACN/ARSN (if applicable)

2. MMC Asset Management Ltd (ACN 071 807 684) and each body corporate it controls listed in Annexure B3. MMC Small Companies Fund Ltd (ACN 085 045 852)4. Evanalex Holdings Pty Ltd (ACN 057 133 356) (as trustee of a family discretionary trust)5. Jarnah Metanowski

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

05 / 09 / 2003The previous notice was given to the company on 29/08 / 2003The previous notice was dated 29/08 / 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:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary fully paid shares	8,494,078	5.90%	10,008,491	6.95%

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 (ordinary fully paid shares in each case)	Person's votes affected
See Annexure C					

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 D					

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 (if applicable)	Nature of association
Not applicable	Not applicable

6. Addresses

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

Name	Address
HGL Ltd	Level 5, 34 Hunter St, Sydney NSW 2000
MMC Asset Management Ltd	Level 1, 450 Pulteney St, Adelaide SA 5000
Evanalex Holdings Pty Ltd	106 Cheltenham St, Malvern SA 5061
Jannah Metanowski	106 Cheltenham St, Malvern SA 5061
Permanent Trustee Australia Ltd	GPO Box 4270, Sydney NSW 2001

Signature

print name Lisa Bassett capacity Secretary MMC Asset Management Ltd
 sign here _____ date 05 / 03 / 2004

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.

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- (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.
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ANNEXURE A

Entity	ACN	Address
HGL Group Superannuation Fund Pty Ltd	003 185 993	Level 5, 34 Hunter St, Sydney NSW 2000
Kinsale Pty Ltd	003 516 452	as above
Garnet Producers Pty Ltd	008 471 832	as above
Garnet Millers Australia Pty Ltd	008 908 227	as above
Hancock & Gore Superannuation Fund Pty Ltd	008 367 771	as above
Martin Wells Holdings Pty Ltd	008 435 167	as above
Martin Wells Pty Ltd	000 116 905	as above
Solander Holdings Pty Ltd	002 786 281	as above
Anitech Pty Ltd	000 118 212	as above
Aarque Reprographics Systems Pty Ltd	000 100 265	as above
RKM Pty Ltd	077 401 275	as above
Optical Investment Fund of Australia Pty Ltd	075 483 662	as above
TJB Finance Pty Ltd	085 663 921	as above
Eycon Imaging Pty Ltd	072 023 208	as above
BOC Ophthalmic Instruments Pty Ltd	065 092 248	as above
OP's Optical Products Pty Ltd	071 601 664	as above
Leutenegger Pty Ltd	056 512 031	as above
Craigie Securities Pty Ltd	009 950 181	as above
Mountcastle Holdings Pty Ltd	009 950 190	as above
Mountcastle Pty Ltd	009 661 643	as above
Charmant Australia Pty Ltd	080 395 722	as above
J. Leutenegger Pty Ltd	056 414 647	as above
Radda Pty Ltd	094 263 555	as above
HGL Company Six Pty Ltd	079 744 166	as above
HGL Group Pty Ltd	079 732 068	as above
Hancock & Gore Pty Ltd	091 712 104	as above
HGL Company Two Pty Ltd	091 712 159	as above
Createc Pty Ltd	094 263 537	as above
HGL Company Four Pty Ltd	094 263 546	as above
HGL Company Seven Pty Ltd	103 939 420	as above
HGL Company Eight Pty Ltd	103 939 439	as above
HGL Company Nine Pty Ltd	103 939 466	as above
HGL Company Ten Pty Ltd	103 939 457	as above
Neltaro Pty Ltd	002 994 149	as above
BLC Cosmetics Pty Ltd	001 213 529	as above
Minimbah Enterprises Pty Ltd	004 009 474	as above
Hamlon Pty Ltd	002 489 214	as above

Entity	ACN	Address
The Point-of-Sale Centre New Zealand Ltd	N/A	483 Rosebank Road, Avondale, Auckland New Zealand
Aarque Graphics New Zealand Ltd	N/A	8 Te Pai Place, Henderson, Auckland, New Zealand
Ace Graphic Systems Ltd	N/A	as above
Aarcato Properties Ltd	N/A	as above
Digital Management Ltd	N/A	800 Victoria Street, Hamilton, New Zealand
Digital Filing Solutions 2000 Ltd	N/A	as above
Laser Colour Copy Centres Ltd	N/A	as above

This is Annexure A of 2 pages referred to in Form 604 - Notice of change of interests of substantial holder signed and dated 5 March 2004.

Secretary, MMC Asset Management Ltd

ANNEXURE B

Name of body corporate	ACN	Address
AM Constable Ltd	098 416 507	Level 8, 34 Hunter St, Sydney NSW 2000
AMC Investment Management Pty Ltd	098 482 216	Level 8, 34 Hunter St, Sydney NSW 2000

This is Annexure B referred to in Form 604 - Notice of change of interests of substantial holder signed and dated 5 March 2004.

Secretary, MMC Asset Management Ltd

ANNEXURE C

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 (ordinary fully paid shares in each case)	Person's votes affected
23/08/2002	MMC Small Companies Fund Ltd	On-market purchase	\$3,049.12	8,000	8,000
20/09/2002	MMC Asset Management Ltd	On-market purchase	\$22,066.00	50,000	50,000
07/10/2002	MMC Asset Management Ltd	On-market purchase	\$57,028.52	126,414	126,414
10/10/2002	MMC Asset Management Ltd	On-market purchase	\$33,198.70	73,586	73,586
16/10/2002	MMC Asset Management Ltd	On-market purchase	\$20,751.75	45,000	45,000
24/10/2002	MMC Asset Management Ltd	On-market purchase	\$78,202.52	173,350	173,350
29/10/2002	MMC Asset Management Ltd	On-market purchase	\$12,022.48	26,650	26,650
04/11/2002	MMC Asset Management Ltd	On-market purchase	\$1,770.00	4,000	4,000
04/11/2002	MMC Asset Management Ltd	On-market purchase	\$34,500.00	80,000	80,000
06/11/2002	MMC Asset Management Ltd	On-market purchase	\$32,346.75	75,000	75,000
06/11/2002	MMC Asset Management Ltd	On-market purchase	\$6,930.00	16,000	16,000
11/11/2002	MMC Asset Management Ltd	On-market purchase	\$31,594.50	75,000	75,000
14/11/2002	MMC Asset Management Ltd	On-market purchase	\$40,120.00	100,000	100,000
18/11/2002	MMC Asset Management Ltd	On-market purchase	\$16,407.07	40,895	40,895
18/11/2002	MMC Asset Management Ltd	On-market purchase	\$25,762.89	62,629	62,629
25/11/2002	MMC Asset Management Ltd	On-market purchase	\$3,280.00	8,000	8,000
28/11/2002	MMC Asset Management Ltd	On-market purchase	\$21,085.00	50,000	50,000
01/12/2002	MMC Asset Management Ltd	On-market purchase	\$2,004.80	4,714	4,714
04/12/2002	MMC Asset Management Ltd	On-market purchase	\$7,134.76	16,928	16,928
31/12/2002	MMC Asset Management Ltd	On-market purchase	\$2,375.00	5,000	5,000
26/02/2003	MMC Asset Management Ltd	On-market purchase	\$23,505.75	41,849	41,849

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 (ordinary fully paid shares in each case)	Person's votes affected
28/02/2003	MMC Asset Management Ltd	On-market purchase	\$4,578.25	8,151	8,151
26/03/2003	MMC Asset Management Ltd	On-market purchase	\$26,659.60	48,472	48,472
26/03/2003	MMC Asset Management Ltd	On-market purchase	\$38,625.00	70,000	70,000
27/05/2003	MMC Asset Management Ltd	On-market purchase	\$44,512.50	67,275	67,275
04/06/2003	MMC Asset Management Ltd	On-market sale	\$37,796.28	(51,133)	(51,133)
05/06/2003	MMC Asset Management Ltd	On-market sale	\$8,494.67	(11,367)	(11,367)
03/09/2003	MMC Small Companies Fund Limited	On-market sale	\$94,715.00	(100,000)	(100,000)
05/09/2003	MMC Asset Management Ltd	On-market purchase	\$340,927.27	400,000	400,000
On each date as shown above	Each other person identified as a substantial holder	Relevant interest under section 608(3) ceased/acquired when on-market sale/purchase effected	Nil	Each number shown above	Each number shown above

This is Annexure C of 2 pages referred to in Form 604 - Notice of change of interests of substantial holder signed and dated 5 March 2004.

Secretary, MMC Asset Management Ltd

ANNEXURE D

	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 (ordinary fully paid shares in each case)	Person's votes
1.1	HGL Ltd and bodies corporate in Annexure A	MMC Small Companies Fund Limited	MMC Small Companies Fund Limited	HGL Ltd has voting power greater than 20% in MMC Asset Management Ltd which, as the contracted investment manager for MMC Small Companies Fund Ltd, has the power to vote or dispose of the shares	165,500	165,500
1.2	HGL Ltd and bodies corporate in Annexure A	Permanent Trustee Australia Ltd (MMC 0001)	Permanent Trustee Australia Ltd	voting power greater than 20% in MMC Asset Management Ltd which, as the responsible entity of the MMC Asset Management Value Growth Trust (ARSN 087 380 765), has the power to vote or dispose of the shares	2,847,991	2,847,991
1.3	HGL Ltd and bodies corporate in Annexure A	Permanent Trustee Australia Ltd (MMC 0002)	Permanent Trustee Australia Ltd	voting power greater than 20% in MMC Asset Management Ltd which, as the responsible entity of the MMC Wholesale Australian Share Fund (ARSN 090 750 253), has the power to vote or dispose of the shares	6,995,000	6,995,000
2.1	MMC Asset Management Ltd and bodies corporate in Annexure B	Permanent Trustee Australia Ltd (CDL 0001)	Permanent Trustee Australia Ltd	as the contracted manager for MMC Small Companies Fund Ltd, has the power to vote or dispose of the shares	165,500	165,500
2.2	MMC Asset Management Ltd and bodies corporate in Annexure B	Permanent Trustee Australia Ltd (MMC 0001)	Permanent Trustee Australia Ltd	as the responsible entity of the MMC Management Value Growth Trust (ARSN 087 380 765), has the power to vote or dispose of the shares	2,847,991	2,847,991
2.3	MMC Asset Management Ltd and bodies corporate in Annexure B	Permanent Trustee Australia Ltd (MMC 0002)	Permanent Trustee Australia Ltd	as the responsible entity of the MMC Wholesale Australian Share Fund (ARSN 090 750 253), has the power to vote or dispose of the shares	6,995,000	6,995,000

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holderTo Company Name/Scheme Chiquita Brands South Pacific LimitedACN/ARSN 002 687 961**1. Details of substantial holder (1)**

Name

1. HGL Ltd (ACN 009 657 961) and each body corporate it controls listed in Annexure A

ACN/ARSN (if applicable)

2. MMC Asset Management Ltd (ACN 071 807 684) and each body corporate it controls listed in Annexure B3. MMC Small Companies Fund Ltd (ACN 085 045 852)4. Evanalex Holdings Pty Ltd (ACN 057 133 356) (as trustee of a family discretionary trust)5. Jarnah Metanowski

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

24 / 12 / 2003The previous notice was given to the company on 05 / 03 / 2004

The previous notice was dated

05 / 03 / 2004**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 fully paid shares	10,008,491	6.95%	7,500,000	5.21%

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 (ordinary fully paid shares in each case)	Person's votes affected
See Annexure C					

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 D					

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 (if applicable)	Nature of association
Not applicable	Not applicable

6. Addresses

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

Name	Address
HGL Ltd	Level 5, 34 Hunter St, Sydney NSW 2000
MMC Asset Management Ltd	Level 1, 450 Pulteney St, Adelaide SA 5000
MMC Small Companies Fund Ltd	Level 1, 450 Pulteney St, Adelaide SA 5000
Evanalex Holdings Pty Ltd	106 Cheltenham St, Malvern SA 5061
Jarnah Metanowski	106 Cheltenham St, Malvern SA 5061
Permanent Trustee Australia Ltd	GPO Box 4270, Sydney NSW 2001

Signature

print name Lisa Bassett capacity Secretary, MMC Asset Management Ltd
 sign here _____ date 05 / 03 / 2004

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

Entity	ACN	Address
HGL Group Superannuation Fund Pty Ltd	003 185 993	Level 5, 34 Hunter St, Sydney NSW 2000
Kinsole Pty Ltd	003 516 452	as above
Garnet Producers Pty Ltd	008 471 832	as above
Garnet Millers Australia Pty Ltd	008 908 227	as above
Hancock & Gore Superannuation Fund Pty Ltd	008 367 771	as above
Martin Wells Holdings Pty Ltd	008 435 167	as above
Martin Wells Pty Ltd	000 116 905	as above
Solander Holdings Pty Ltd	002 786 281	as above
Aritech Pty Ltd	000 118 212	as above
Aarque Reprographics Systems Pty Ltd	000 100 265	as above
RKM Pty Ltd	077 401 275	as above
Optical Investment Fund of Australia Pty Ltd	075 483 662	as above
TJB Finance Pty Ltd	085 663 921	as above
Eycon Imaging Pty Ltd	072 023 208	as above
BOC Ophthalmic Instruments Pty Ltd	065 092 248	as above
OP's Optical Products Pty Ltd	071 601 664	as above
Leutenegger Pty Ltd	056 512 031	as above
Craigie Securities Pty Ltd	009 950 181	as above
Mountcastle Holdings Pty Ltd	009 950 190	as above
Mountcastle Pty Ltd	009 661 643	as above
Charmant Australia Pty Ltd	080 395 722	as above
J. Leutenegger Pty Ltd	056 414 647	as above
Radda Pty Ltd	094 263 555	as above
HGL Company Six Pty Ltd	079 744 166	as above
HGL Group Pty Ltd	079 732 068	as above
Hancock & Gore Pty Ltd	091 712 104	as above
HGL Company Two Pty Ltd	091 712 159	as above
Createc Pty Ltd	094 263 537	as above
HGL Company Four Pty Ltd	094 263 546	as above
HGL Company Seven Pty Ltd	103 939 420	as above
HGL Company Eight Pty Ltd	103 939 439	as above
HGL Company Nine Pty Ltd	103 939 466	as above
HGL Company Ten Pty Ltd	103 939 457	as above
Neltaro Pty Ltd	002 994 149	as above
BLC Cosmetics Pty Ltd	001 213 529	as above
Minimbah Enterprises Pty Ltd	004 009 474	as above
Hamlon Pty Ltd	002 489 214	as above

Entity	ACN	Address
The Point-of-Sale Centre New Zealand Ltd	N/A	483 Rosebank Road, Avondale, Auckland New Zealand
Aarque Graphics New Zealand Ltd	N/A	8 Te Pai Place, Henderson, Auckland, New Zealand
Ace Graphic Systems Ltd	N/A	as above
Aarcato Properties Ltd	N/A	as above
Digital Management Ltd	N/A	800 Victoria Street, Hamilton, New Zealand
Digital Filing Solutions 2000 Ltd	N/A	as above
Laser Colour Copy Centres Ltd	N/A	as above

This is Annexure A of 2 pages referred to in Form 604 - Notice of change of interests of substantial holder signed and dated 5 March 2004.

Secretary, MMC Asset Management Ltd

ANNEXURE B

Name of body corporate	ACN	Address
AM Constable Ltd	098 416 507	Level 8, 34 Hunter St, Sydney NSW 2000
AMC Investment Management Pty Ltd	098 482 216	Level 8, 34 Hunter St, Sydney NSW 2000
M&GIC Pty Ltd	106 477 490	Level 5, 34 Hunter St, Sydney NSW 2000

This is Annexure B referred to in Form 604 - Notice of change of interests of substantial holder signed and dated 5 March 2004.

Secretary, MMC Asset Management Ltd

ANNEXURE C

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 (ordinary fully paid shares in each case)	Person's votes affected
10/09/2003	MMC Asset Management Ltd	On-market purchase	\$44,132.00	50,000	50,000
18/09/2003	MMC Asset Management Ltd	On-market purchase	\$80,026.13	90,712	90,712
19/09/2003	MMC Asset Management Ltd	On-market purchase	\$8,198.44	9,288	9,288
02/10/2003	MMC Asset Management Ltd	Acquisition of AM Constable Ltd which was the responsible entity for the AM Constable SVT (now MMC Small Companies Fund)	n/a	800,000	800,000
07/10/2003	MMC Asset Management Ltd	On-market purchase	\$44,633.50	50,000	50,000
09/10/2003	MMC Asset Management Ltd	On-market purchase	\$9,205.35	10,315	10,315
13/10/2003	MMC Asset Management Ltd	On-market purchase	\$759.25	825	825
16/10/2003	MMC Asset Management Ltd	On-market purchase	\$3,460.40	3,860	3,860
18/12/2003	MMC Asset Management Ltd	On-market sale	\$398,800.00	(500,000)	(500,000)
18/12/2003	MMC Asset Management Ltd	On-market sale	\$1,196,400.00	(1,500,000)	(1,500,000)
18/12/2003	MMC Small Companies Fund Ltd	On-market sale	\$131,738.00	(165,500)	(165,500)
24/12/2003	MMC Asset Management Ltd	On-market sale	\$477,106.72	(562,991)	(562,991)
24/12/2003	MMC Asset Management Ltd	On-market sale	\$673,722.75	(795,000)	(795,000)
On each date as shown above	Each other person identified as a substantial holder	Relevant interest under section 608(3) ceased/acquired when on-market sale/purchase effected	Nil	Each number shown above	Each number shown above

This is Annexure C of 1 page referred to in Form 604 - Notice of change of interests of substantial holder signed and dated 5 March 2004.

Secretary, MMC Asset Management Ltd

ANNEXURE D

	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 (ordinary fully paid shares in each case)	Person's votes
1.1	HGL Ltd and bodies corporate in Annexure A	Permanent Trustee Australia Ltd (CDL 0001)	Permanent Trustee Australia Ltd	HGL Ltd has voting power greater than 20% in managed investment scheme MMC Small Companies Fund (ARSN 099 629 982) (whose responsible entity is MMC Asset Management Ltd)	800,000	800,000
1.2	HGL Ltd and bodies corporate in Annexure A	Permanent Trustee Australia Ltd (MMC 0001)	Permanent Trustee Australia Ltd	voting power greater than 20% in MMC Asset Management Ltd which, as the responsible entity of the MMC Asset Management Value Growth Trust (ARSN 087 380 765), has the power to vote or dispose of the shares	2,000,000	2,000,000
1.3	HGL Ltd and bodies corporate in Annexure A	Permanent Trustee Australia Ltd (MMC 0002)	Permanent Trustee Australia Ltd	voting power greater than 20% in MMC Asset Management Ltd which, as the responsible entity of the MMC Wholesale Australian Share Fund (ARSN 090 750 259), has the power to vote or dispose of the shares	4,700,000	4,700,000
1.4	HGL Ltd and bodies corporate in Annexure A	MMC Small Companies Fund Ltd	MMC Small Companies Fund Ltd	HGL Ltd has voting power greater than 20% in MMC Asset Management Ltd which, as the contracted investment manager for MMC Small Companies Fund Ltd, has the power to vote or dispose of the shares	0	0
2.1	MMC Asset Management Ltd and bodies corporate in Annexure B	Permanent Trustee Australia Ltd (CDL 0001)	Permanent Trustee Australia Ltd	as the responsible entity of the MMC Small Companies Fund (ARSN 099 629 982), has the power to vote or dispose of the shares	800,000	800,000
2.2	MMC Asset Management Ltd and bodies corporate in Annexure B	Permanent Trustee Australia Ltd (MMC 0001)	Permanent Trustee Australia Ltd	as the responsible entity of the MMC Management Value Growth Trust (ARSN 087 380 765), has the power to vote or dispose of the shares	2,000,000	2,000,000

	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 (ordinary fully paid shares in each case)	Person's votes
2.3	MMC Asset Management Ltd and bodies corporate in Annexure B	Permanent Trustee Australia Ltd (MMC 0002)	Permanent Trustee Australia Ltd	as the responsible entity of the MMC Wholesale Australian Share Fund (ARSN 090 750 253), has the power to vote or dispose of the shares	4,700,000	4,700,000
2.4	MMC Asset Management Ltd and bodies corporate in Annexure B	MMC Small Companies Fund Ltd	MMC Small Companies Fund Ltd	as the contracted investment manager for MMC Small Companies Fund Ltd, has the power to vote or dispose of the shares	0	0
3.	MMC Small Companies Fund Ltd	MMC Small Companies Fund Ltd	MMC Small Companies Fund Ltd	holder	0	0
4.1	Evalex Holdings Pty Ltd	Permanent Trustee Australia Ltd (CDL 0001)	Permanent Trustee Australia Ltd	voting power greater than 20% in MMC Asset Management Ltd, and then see "nature of relevant interest" in 2.1 above	800,000	800,000
4.2	Evalex Holdings Pty Ltd	Permanent Trustee Australia Ltd (MMC 0001)	Permanent Trustee Australia Ltd	voting power greater than 20% in MMC Asset Management Ltd, and then see "nature of relevant interest" in 2.2 above	2,000,000	2,000,000
4.3	Evalex Holdings Pty Ltd	Permanent Trustee Australia Ltd (MMC 0002)	Permanent Trustee Australia Ltd	voting power greater than 20% in MMC Asset Management Ltd, and then see "nature of relevant interest" in 2.3 above	4,700,000	4,700,000
4.4	Evalex Holdings Pty Ltd	MMC Small Companies Fund Ltd	MMC Small Companies Fund Ltd	voting power greater than 20% in MMC Asset Management Ltd, and then see "nature of relevant interest" in 2.4 above	0	0
5.1	Jamah Metanovski	Permanent Trustee Australia Ltd (CDL 0001)	Permanent Trustee Australia Ltd	control of Evalex Holdings Pty Ltd, and then see "nature of relevant interest" in 4.1 above	800,000	800,000
5.2	Jamah Metanovski	Permanent Trustee Australia Ltd (MMC 0001)	Permanent Trustee Australia Ltd	control of Evalex Holdings Pty Ltd, and then see "nature of relevant interest" in 4.2 above	2,000,000	2,000,000

	Holder of relevant Interest	Registered holder of securities	Person entitled to be registered as holder (6)	Nature of relevant interest (6)	Class and number of securities (ordinary fully paid shares in each case)	Person's votes
5.3	Jannah Metanowski	Permanent Trustee Australia Ltd (MMC 0002)	Permanent Trustee Australia Ltd	control of Evanaalex Holdings Pty Ltd, and then see "nature of relevant interest" in 4.3 above	4,700,000	4,700,000
5.4	Jannah Metanowski	MMC Small Companies Fund Ltd	MMC Small Companies Fund Ltd	control of Evanaalex Holdings Pty Ltd, and then see "nature of relevant interest" in 4.4 above	0	0

This is Annexure D of 3 pages referred to in Form 604 - Notice of change of interests of substantial holder signed and dated 5 March 2004.

Secretary, MMC Asset Management Ltd

Form 605

Corporations Act 2001

Section 671B

Notice of ceasing to be a substantial holderTo Company Name/Scheme Chiquita Brands South Pacific LimitedACN/ARSN 002 687 961**1. Details of substantial holder (1)**

Name 1. HGL Ltd (ACN 009 657 961) and each body corporate it controls listed in Annexure A
 ACN/ARSN (if applicable) 2. MMC Asset Management Ltd (ACN 071 807 684) and each body corporate it controls listed in Annexure B
3. Evanalex Holdings Pty Ltd (ACN 057 133 356) (as trustee of a family discretionary trust)
4. Jarnah Metanomski

The holder ceased to be a substantial holder on 12 / 02 / 2004The previous notice was given to the company on 05 / 03 / 2004The previous notice was dated 05 / 03 / 2004**2. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (ordinary fully paid shares in each case)	Person's votes affected
See Annexure C					

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN (if applicable)	Nature of association
Not applicable	Not applicable

4. Addresses

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

Name	Address
HGL Ltd	Level 5, 34 Hunter St, Sydney NSW 2000
MMC Asset Management Ltd	Level 1, 450 Pulteney St, Adelaide SA 5000
Evanalex Holdings Pty Ltd	106 Cheltenham St, Malvern SA 5061
Jarnah Metanomski	106 Cheltenham St, Malvern SA 5061
Permanent Trustee Australia Ltd	GPO Box 4270, Sydney NSW 2001

Signatureprint name Lisa Bassettcapacity Secretary, MMC Asset Management Ltd

sign here _____

date 05 / 03 / 2004**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related 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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.
- (5) 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

ANNEXURE A

Entity	ACN	Address
HGL Group Superannuation Fund Pty Ltd	003 185 993	Level 5, 34 Hunter St, Sydney NSW 2000
Kinsole Pty Ltd	003 516 452	as above
Garnet Producers Pty Ltd	008 471 832	as above
Garnet Millers Australia Pty Ltd	008 908 227	as above
Hancock & Gore Superannuation Fund Pty Ltd	008 367 771	as above
Martin Wells Holdings Pty Ltd	008 435 167	as above
Martin Wells Pty Ltd	000 116 903	as above
Solander Holdings Pty Ltd	002 786 281	as above
Anitech Pty Ltd	000 118 212	as above
Aarque Reprographics Systems Pty Ltd	000 100 265	as above
RKM Pty Ltd	077 401 275	as above
Optical Investment Fund of Australia Pty Ltd	075 483 662	as above
TJB Finance Pty Ltd	085 663 921	as above
Eycon Imaging Pty Ltd	072 023 208	as above
BOC Ophthalmic Instruments Pty Ltd	065 092 248	as above
OP's Optical Products Pty Ltd	071 601 664	as above
Leutenegger Pty Ltd	056 512 031	as above
Craigie Securities Pty Ltd	009 950 181	as above
Mountcastle Holdings Pty Ltd	009 950 190	as above
Mountcastle Pty Ltd	009 661 643	as above
Charmant Australia Pty Ltd	080 395 722	as above
J. Leutenegger Pty Ltd	056 414 647	as above
Radda Pty Ltd	094 263 555	as above
HGL Company Six Pty Ltd	079 744 166	as above
HGL Group Pty Ltd	079 732 068	as above
Hancock & Gore Pty Ltd	091 712 104	as above
HGL Company Two Pty Ltd	091 712 159	as above
Createc Pty Ltd	094 263 537	as above
HGL Company Four Pty Ltd	094 263 546	as above
HGL Company Seven Pty Ltd	103 939 420	as above
HGL Company Eight Pty Ltd	103 939 439	as above
HGL Company Nine Pty Ltd	103 939 466	as above
HGL Company Ten Pty Ltd	103 939 457	as above
Nelfaro Pty Ltd	002 994 149	as above
BLC Cosmetics Pty Ltd	001 213 529	as above
Minimbah Enterprises Pty Ltd	004 009 474	as above
Hamlon Pty Ltd	002 489 214	as above

Entity	ACN	Address
The Point-of-Sale Centre New Zealand Ltd	N/A	483 Rosebank Road, Avondale, Auckland New Zealand
Aarque Graphics New Zealand Ltd	N/A	8 Te Pai Place, Henderson, Auckland, New Zealand
Ace Graphic Systems Ltd	N/A	as above
Aarcato Properties Ltd	N/A	as above
Digital Management Ltd	N/A	800 Victoria Street, Hamilton, New Zealand
Digital Filing Solutions 2000 Ltd	N/A	as above
Laser Colour Copy Centres Ltd	N/A	as above

This is Annexure A of 2 pages referred to in Form 605 - Notice of ceasing to be a substantial holder signed and dated 5 March 2004.

Secretary, MMC Asset Management Ltd

ANNEXURE B

Name of body corporate	ACN	Address
AM Constable Ltd	098 416 507	Level 8, 34 Hunter St, Sydney NSW 2000
AMC Investment Management Pty Ltd	098 482 216	Level 8, 34 Hunter St, Sydney NSW 2000
M&GIC Pty Ltd	106 477 490	Level 5, 34 Hunter St, Sydney NSW 2000

This is Annexure B referred to in Form 605 - Notice of ceasing to be a substantial holder signed and dated 5 March 2004.

Secretary, MMC Asset Management Ltd

ANNEXURE C

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 (ordinary fully paid shares in each case)	Person's votes affected
05/01/2004	MMC Asset Management Ltd	On-market sale	\$47,269.07	(55,778)	(55,778)
05/01/2004	MMC Asset Management Ltd	On-market sale	\$127,117.50	(150,000)	(150,000)
12/02/2004	MMC Asset Management Ltd	On-market sale	\$144,066.50	(170,000)	(170,000)
12/02/2004	MMC Asset Management Ltd	On-market sale	\$67,796.00	(80,000)	(80,000)
On each date as shown above	Each other person identified as a substantial holder	Relevant interest under section 608(3) ceased when on-market sale effected	Nil	Each number shown above	Each number shown above

This is Annexure C of 1 page referred to in Form 605 - Notice of ceasing to be a substantial holder signed and dated 5 March 2004.

Secretary, MMC Asset Management Ltd