Form 605

Corporations Act 2001 Section 671B

Notice of ceasing to be a substantial holder

To: Company Name/Scheme Goodman Fielder Limited

T2, 39 Delhi Road

NORTH RYDE NSW 2113

ACN/ARSN: 116 399 430

1. Details of substantial holder(1)

Name Lazard Asset Management Pacific Co

ACN/ARSN (if applicable) 064 523 619

The holder ceased to be a

substantial holder on 09/04/2013

The previous notice was given

to the company on 11/02/2013

The previous notice was dated 11/02/2013

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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected		
See Annexure B							

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/ARSN (if applicable)	Nature of association
Lazard Asset Management Pacific Co and its associates listed in Annexure A	In respect of each Associate: Related Body Corporate of Lazard Asset Management Pacific Co

4. 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	11 April 2013

Annexure 'A'

This is Annexure A of 1 page referred to in Form 605 Notice of ceasing to be a substantial holder signed by me and dated 11 April 2013.

Dated: 11 April 2013

Apnavi Saddington Company Secretary

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 (Singapore) Pte Ltd

Annexure 'B'

This is Annexure B of 3 pages referred to in Form 605, Notice of ceasing to be a substantial holder, signed by me and dated 11 April 2013.

Dated: 11 April 2013

Apnavi Saddington Company Secretary

Lazard Asset Management Pacific Co ACN: 064 523 619

Form 605 Annexure B - Changes in Relevant Interests

Date of change	Person whose relevent 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
	Lazard Asset Management Pacific Co and its associates listed in				
04/04/2013	Annexure A Lazard Asset Management Pacific Co and its associates listed in	Buy	455,316.21	607,704	607,704
09/04/2013	Annexure A	Sell	1,235,690.53	1,551,782	1,551,782
09/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	90,322.63	113,172	113,172
00/04/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Call	27 512 14	24 550	24 550
09/04/2013	Lazard Asset Management Pacific Co and its associates listed in	Sell	27,513.16	34,558	34,558
09/04/2013	Annexure A Lazard Asset Management Pacific Co and its associates listed in	Sell	2,010.82	2,520	2,520
09/04/2013	Annexure A	Sell	112,744.40	141,613	141,613
09/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	8,241.17	10,328	10,328
07/04/2013	Lazard Asset Management Pacific Co and its associates listed in	3011	0,241.17	10,320	10,320
09/04/2013	Annexure A Lazard Asset Management Pacific Co and its associates listed in	Sell	102,306.15	128,502	128,502
09/04/2013	Annexure A	Sell	7,477.53	9,371	9,371
09/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	1,123,251.47	1,410,864	1,410,864
	Lazard Asset Management Pacific Co and its associates listed in		1,120,20111	1,110,001	1,110,001
09/04/2013	Annexure A Lazard Asset Management Pacific Co and its associates listed in	Sell	82,104.49	102,895	102,895
09/04/2013	Annexure A	Sell	715,061.06	898,155	898,155
09/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	52,266.96	65,502	65,502
	Lazard Asset Management Pacific Co and its associates listed in				
09/04/2013	Annexure A Lazard Asset Management Pacific Co and its associates listed in	Sell	113,070.01	142,022	142,022
09/04/2013	Annexure A	Sell	8,265.11	10,358	10,358
09/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	177,198.66	222,571	222,571
((Lazard Asset Management Pacific Co and its associates listed in				
09/04/2013	Annexure A Lazard Asset Management Pacific Co and its associates listed in	Sell	12,952.23	16,232	16,232
09/04/2013	Annexure A	Sell	59,767.36	75,071	75,071
09/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	4,368.75	5,475	5,475
00/04/0040	Lazard Asset Management Pacific Co and its associates listed in Annexure A	0.11	00.070.44	40.050	40.050
09/04/2013	Lazard Asset Management Pacific Co and its associates listed in	Sell	38,973.66	48,953	48,953
09/04/2013	Annexure A Lazard Asset Management Pacific Co and its associates listed in	Sell	2,848.66	3,570	3,570
09/04/2013	Annexure A	Sell	55,042.24	69,136	69,136
09/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	4,023.24	5,042	5,042
07/04/2013	Lazard Asset Management Pacific Co and its associates listed in	Jell	4,023.24	3,042	3,042
04/04/2013	Annexure A Lazard Asset Management Pacific Co and its associates listed in	Sell	506,627.57	678,509	678,509
07/03/2013	Annexure A	Sell	96,070.99	128,302	128,302
14/02/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	209,378.41	302,824	302,824
	Lazard Asset Management Pacific Co and its associates listed in				
08/02/2013	Annexure A Lazard Asset Management Pacific Co and its associates listed in	Sell	156,201.18	226,164	226,164
08/02/2013	Annexure A	Sell	9,810.95	14,206	14,206
08/02/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	98,002.43	141,905	141,905
	Lazard Asset Management Pacific Co and its associates listed in				
08/02/2013	Annexure A Lazard Asset Management Pacific Co and its associates listed in	Sell	34,691.21	50,232	50,232
08/02/2013	Annexure A Lazard Asset Management Pacific Co and its associates listed in	Sell	5,617.50	8,134	8,134
08/02/2013	Annexure A	Sell	12,419.42	17,983	17,983
00/02/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	C-II	2047.57	4.240	4 2/0
08/02/2013	Lazard Asset Management Pacific Co and its associates listed in	Sell	2,947.57	4,268	4,268
08/02/2013	Annexure A Lazard Asset Management Pacific Co and its associates listed in	Sell	2,317.03	3,355	3,355
08/02/2013	Annexure A	Sell	2,718.28	3,936	3,936
09/02/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Call	140 410 04	240 500	240 500
08/02/2013	Lazard Asset Management Pacific Co and its associates listed in	Sell	168,618.96	240,508	240,508
08/02/2013	Annexure A Lazard Asset Management Pacific Co and its associates listed in	Sell	10,589.32	15,107	15,107
08/02/2013	Annexure A	Sell	105,776.84	150,904	150,904
08/02/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	37,442.88	53,417	53,417
	Lazard Asset Management Pacific Co and its associates listed in				
08/02/2013	Annexure A Lazard Asset Management Pacific Co and its associates listed in	Sell	6,063.26	8,650	8,650
08/02/2013	Annexure A	Sell	13,404.35	19,123	19,123
08/02/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	3,180.93	4,538	4,538
00/02/2013	Lazard Asset Management Pacific Co and its associates listed in	Sell	3,180.93	4,538	4,338
08/02/2013	Annexure A	Sell	2,500.31	3,567	3,567

Form 605 Annexure B - Changes in Relevant Interests

Date of change	Person whose relevent 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
	Lazard Asset Management Pacific Co and its associates listed in				
08/02/2013	Annexure A	Sell	2,934.20	4,186	4,186
	Lazard Asset Management Pacific Co and its associates listed in				
08/02/2013	Annexure A	Sell	456,312.09	667,484	667,484
	Lazard Asset Management Pacific Co and its associates listed in				
08/02/2013	Annexure A	Sell	28,656.82	41,927	41,927
	Lazard Asset Management Pacific Co and its associates listed in				
08/02/2013	Annexure A	Sell	286,251.66	418,807	418,807
	Lazard Asset Management Pacific Co and its associates listed in				
08/02/2013	Annexure A	Sell	101,327.84	148,250	148,250
	Lazard Asset Management Pacific Co and its associates listed in			-	
08/02/2013	Annexure A	Sell	16,407.93	24,006	24,006
	Lazard Asset Management Pacific Co and its associates listed in				
08/02/2013	Annexure A	Sell	36,275.03	53,073	53,073
	Lazard Asset Management Pacific Co and its associates listed in				
08/02/2013	Annexure A	Sell	8,609.27	12,596	12,596
	Lazard Asset Management Pacific Co and its associates listed in		.,		
08/02/2013	Annexure A	Sell	6,766.58	9,900	9,900
	Lazard Asset Management Pacific Co and its associates listed in		.,		,
08/02/2013	Annexure A	Sell	7,939.46	11,616	11,616