

# Form 604

Corporations Act 2001

Section 671B

## Notice of change of interests of substantial holder

To: Company Name/Scheme Ten Network Holdings Limited  
1 Saunders Street  
PYRMONT NSW 2009

ACN/ARSN 081 327 068

### 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 19/06/2013

The previous notice was given to the company on 05/11/2012

The previous notice was dated 05/11/2012

### 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 Person's votes (5)		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Stapled	112,414,288	7.82%	234,830,201	9.08%

### 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					

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## 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 of 1 page (no changes since previous filing)	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

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## Signature

print name

**Apnavi Saddington**

capacity

**Company Secretary**

sign here

date

21 June 2013

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## 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).
  - (7) See the definition of 'relevant agreement' in section 9 of the Corporations Act 2001. 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.
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## **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 21 June 2013.

Apnavi Saddington  
Company Secretary

Dated: 21 June 2013

### **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 7 pages referred to in Form 604 Notice of change of interests of substantial holder signed by me and dated 21 June 2013

Apnavi Saddington  
Company Secretary

Dated: 21 June 2013

Lazard Asset Management Pacific Co  
ACN: 064 523 619

**Form 604**  
**Annexure B - Changes in relevant interests**

<b>Date of change</b>	<b>Person whose relevant interest changed</b>	<b>Nature of change</b>	<b>Consideration given in relation to change AUD</b>	<b>Class and number of securities affected (All ordinary securities)</b>	<b>Person's votes affected</b>
19/11/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 485,365.34	1,661,196	1,661,196
10/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 335,411.40	1,677,057	1,677,057
10/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 3,216,454.85	16,070,027	16,070,027
10/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 3,349,631.07	16,735,401	16,735,401
10/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 56,033.20	280,166	280,166
10/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 537,335.40	2,684,631	2,684,631
10/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 27,279.80	136,399	136,399
10/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 261,602.22	1,307,015	1,307,015
10/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 577,315.20	2,886,576	2,886,576
10/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 1,384,052.41	6,914,992	6,914,992
10/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 364,666.20	1,823,331	1,823,331
10/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 1,261,432.03	6,302,357	6,302,357
10/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 31,725.40	158,627	158,627
10/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 304,232.28	1,520,003	1,520,003
10/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 61,664.40	308,322	308,322
10/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 591,336.53	2,954,431	2,954,431
10/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 16,767.20	83,836	83,836
10/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 160,790.45	803,340	803,340
10/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 13,694.80	68,474	68,474
10/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 131,327.61	656,138	656,138
10/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 15,442.40	77,212	77,212
10/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 148,085.97	739,866	739,866
17/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 4,148,599.93	20,744,968	20,744,968
17/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 2,233,648.05	11,169,300	11,169,300
21/12/2012	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 337,361.31	1,148,065	1,148,065
14/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 873,694.28	2,776,687	2,776,687
16/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,366,115.67	3,855,925	3,855,925
16/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 233,460.07	659,084	659,084
16/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 106,473.63	300,587	300,587
16/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 2,322,722.37	6,557,306	6,557,306
16/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,462,079.30	4,127,614	4,127,614
16/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 130,354.01	368,004	368,004
16/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 207,102.29	584,673	584,673
16/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 68,890.99	194,487	194,487
16/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 61,349.67	173,197	173,197

**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
16/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 63,448.77	179,123	179,123
16/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 146,230.77	412,330	412,330
16/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 24,992.53	70,479	70,479
16/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 11,398.22	32,143	32,143
16/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 248,652.18	701,200	701,200
16/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 156,518.61	441,383	441,383
16/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 13,954.59	39,352	39,352
16/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 22,170.89	62,522	62,522
16/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 7,374.82	20,797	20,797
16/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 6,567.73	18,521	18,521
16/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 6,792.19	19,154	19,154
18/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,583,508.60	5,000,000	5,000,000
21/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 167,328.59	505,790	505,790
21/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 110,720.60	334,679	334,679
21/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 6,667.48	20,154	20,154
21/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 15,362.25	46,436	46,436
21/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 3,530.26	10,671	10,671
21/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 3,249.37	9,822	9,822
23/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 3,770,439.67	10,932,347	10,932,347
23/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 343,638.82	996,178	996,178
24/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 1,284,337.20	6,421,686	6,421,686
24/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 214,559.00	1,072,795	1,072,795
24/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 104,458.40	522,292	522,292
24/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 2,210,619.80	11,053,099	11,053,099
24/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 1,396,357.40	6,981,787	6,981,787
24/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 121,480.60	607,403	607,403
24/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 236,122.00	1,180,610	1,180,610
24/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 64,204.00	321,020	321,020
24/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 52,439.40	262,197	262,197
24/01/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 59,131.00	295,655	295,655
04/02/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,166,362.08	3,488,801	3,488,801
14/02/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 932,584.88	3,055,953	3,055,953
14/02/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 267,026.51	880,018	880,018
04/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 338,568.56	935,246	935,246
04/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 272,183.06	751,926	751,926

**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
04/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 72,660.13	200,729	200,729
04/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 20,619.90	56,964	56,964
04/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 664,373.37	1,835,381	1,835,381
04/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 416,656.98	1,151,046	1,151,046
04/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 38,143.42	105,374	105,374
04/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 56,958.82	157,353	157,353
04/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 20,131.95	55,616	55,616
04/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 20,755.64	57,339	57,339
04/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 18,545.75	51,234	51,234
04/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 173,276.63	464,732	464,732
04/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 139,284.43	373,639	373,639
04/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 37,182.38	99,744	99,744
04/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 10,551.85	28,306	28,306
04/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 339,979.57	912,016	912,016
04/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 213,216.01	571,965	571,965
04/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 19,519.04	52,361	52,361
04/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 29,147.52	78,190	78,190
04/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 10,302.09	27,636	27,636
04/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 10,621.19	28,492	28,492
04/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 9,490.56	25,459	25,459
06/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 42,839.70	116,015	116,015
06/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 39,323.11	106,513	106,513
06/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 11,064.50	29,970	29,970
06/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,872.88	5,073	5,073
06/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 97,651.18	264,504	264,504
06/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 61,103.23	165,508	165,508
06/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 5,615.68	15,211	15,211
06/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 8,469.86	22,942	22,942
06/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 2,961.98	8,023	8,023
06/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 3,266.92	8,849	8,849
06/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 2,729.02	7,392	7,392
07/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 971,516.03	2,630,979	2,630,979
07/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 891,763.61	2,415,484	2,415,484
07/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 250,919.32	679,655	679,655
07/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 42,476.36	115,054	115,054

**Form 604**  
**Annexure B - Changes in relevant interests**

<b>Date of change</b>	<b>Person whose relevant interest changed</b>	<b>Nature of change</b>	<b>Consideration given in relation to change AUD</b>	<b>Class and number of securities affected (All ordinary securities)</b>	<b>Person's votes affected</b>
07/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 2,214,530.07	5,998,408	5,998,408
07/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,385,701.65	3,753,394	3,753,394
07/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 127,355.61	344,963	344,963
07/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 192,078.77	520,276	520,276
07/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 67,170.49	181,942	181,942
07/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 74,083.14	200,666	200,666
07/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 61,887.43	167,632	167,632
07/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 82,874.82	226,373	226,373
10/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 405,012.89	1,304,888	1,304,888
10/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 550,050.31	1,786,816	1,786,816
17/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 420,653.22	1,449,731	1,449,731
20/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 89,708.74	308,978	308,978
22/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 225,537.11	865,719	865,719
22/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 33,108.54	127,061	127,061
22/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 25,449.29	97,667	97,667
22/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 467,076.35	1,792,504	1,792,504
22/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 291,391.41	1,118,276	1,118,276
22/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 25,986.07	99,727	99,727
22/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 37,597.15	144,287	144,287
22/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 13,738.92	52,726	52,726
22/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 9,779.27	37,530	37,530
22/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 12,652.08	48,555	48,555
23/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 853,166.02	3,153,567	3,153,567
23/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 125,243.35	462,846	462,846
23/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 96,270.58	355,775	355,775
23/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 1,766,864.90	6,529,579	6,529,579
23/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 1,102,281.43	4,073,562	4,073,562
23/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 98,300.85	363,278	363,278
23/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 142,223.66	525,598	525,598
23/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 51,971.36	192,064	192,064
23/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 36,993.44	136,712	136,712
23/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 47,859.96	176,870	176,870
23/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 106,570.06	394,940	394,940
23/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 15,644.32	57,965	57,965
23/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 12,025.33	44,556	44,556



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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
23/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 220,701.59	817,739	817,739
23/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 137,687.26	510,156	510,156
23/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 12,278.76	45,495	45,495
23/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 17,765.40	65,824	65,824
23/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 6,491.72	24,053	24,053
23/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 4,620.83	17,121	17,121
23/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 5,978.39	22,151	22,151
29/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 150,027.25	566,319	566,319
29/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 209,953.62	775,899	775,899
17/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 70,727.37	266,789	266,789
17/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 9,137.25	34,465	34,465
17/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 7,256.24	27,370	27,370
17/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 117,511.08	443,243	443,243
17/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 75,236.65	283,787	283,787
17/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 6,574.90	24,800	24,800
17/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 9,475.80	35,742	35,742
17/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 3,474.62	13,106	13,106
17/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 2,255.88	8,509	8,509
17/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 3,199.96	12,070	12,070
18/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 86,005.78	312,592	312,592
18/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 11,111.43	40,383	40,383
18/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 8,823.83	32,069	32,069
18/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 142,897.33	519,341	519,341
18/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 91,490.54	332,510	332,510
18/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 7,995.35	29,058	29,058
18/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 11,522.78	41,878	41,878
18/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 4,225.22	15,356	15,356
18/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 2,743.26	9,970	9,970
18/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 3,891.46	14,143	14,143
18/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 112,540.68	408,422	408,422
18/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 14,541.47	52,762	52,762
18/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 11,547.86	41,900	41,900
18/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 187,012.05	678,551	678,551
18/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 119,735.21	434,445	434,445
18/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 10,463.62	37,966	37,966

**Form 604**  
**Annexure B - Changes in relevant interests**

<b>Date of change</b>	<b>Person whose relevant interest changed</b>	<b>Nature of change</b>	<b>Consideration given in relation to change AUD</b>	<b>Class and number of securities affected (All ordinary securities)</b>	<b>Person's votes affected</b>
18/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 15,080.28	54,717	54,717
18/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 5,529.74	20,064	20,064
18/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 3,590.31	13,027	13,027
18/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 5,092.91	18,479	18,479
19/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 552,367.47	2,041,722	2,041,722
19/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 71,372.41	263,762	263,762
19/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 56,679.16	209,462	209,462
19/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 917,886.50	3,392,117	3,392,117
19/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 587,679.84	2,171,814	2,171,814
19/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 51,357.12	189,794	189,794
19/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 74,015.85	273,531	273,531
19/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 27,140.85	100,301	100,301
19/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 17,621.63	65,122	65,122
19/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 24,996.12	92,375	92,375
19/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 29,815.40	110,207	110,207
19/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 3,852.45	14,237	14,237
19/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 3,059.34	11,306	11,306
19/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 49,544.95	183,097	183,097
19/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 31,721.46	117,229	117,229
19/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 2,772.24	10,245	10,245
19/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 3,995.05	14,764	14,764
19/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 1,465.00	5,414	5,414
19/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 951.14	3,515	3,515
19/06/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 1,349.18	4,986	4,986

## **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 21 June 2013.

Apnavi Saddington  
Company Secretary

21 June 2013  
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 (Ordinary)	Person's votes
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	The Bank of New York Mellon	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 54,327,382	Ordinary – 54,327,382
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	BNP Paribas Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 31,372,230	Ordinary – 31,372,230
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 – 6,707,200	Ordinary – 6,707,200
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 – 4,877,631	Ordinary – 4,877,631
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 – 74,767,736	Ordinary – 74,767,736
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 – 47,281,895	Ordinary – 47,281,895
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 – 4,081,289	Ordinary – 4,081,289
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 – 5,885,140	Ordinary – 5,885,140
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 – 2,157,625	Ordinary – 2,157,625
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	National Australia Bank Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 1,385,050	Ordinary – 1,385,050
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	National Australia Bank Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 1,987,023	Ordinary – 1,987,023