To Company Name/Scheme

Form 605

Corporations Act 2001 Section 671B

Notice of ceasing to be a substantial holder

Spotless Group Limited

ACN/ ARSN		004 376 514						
1. Details of substantial	holder (1)							
Ltd) and for the fu		Ltd) and its relate for the funds or in	in Gray Australia Pty Ltd (Allan Gray Australia - formerly known as Orbis Investment Management (Australia) Pty) and its related bodies corporate as set out in Table 1 of Annexure A (together the Group), as investment manager the funds or investment mandates listed at Table 2 of Annexure A					
ACN/ARSN-(if applicable)		112 316 168 (ACI	N of Allan Gra	y Australia)				
The holder ceased to be a substantial holder on 30 Jul 201			12					
The previous notice was given to the company on 30 Aug 20			011					
The previous notice was dated30 Aug 20			011					
2. Changes in relevant in Particulars of each change of the company or scheme follows:	in, or change in	tantial holder was l	levant interes	t (2) of the s give a sub	ubstantial holder or an stantial holding notice to Consideration	associate (3) in voting secur the company or scheme ar Class (6) and number	ities e as Person's votes	
	interest char	interest changed			given in relation to change (5)	of securities affected	affected	
See Annexure A, Table 3		"					<u> </u>	
Changes in association The persons who have be substantial holder in relation.	come associates	s (3) of, ceased to b ests in the company	e associates o y or scheme a	of, or have o	shanged the nature of these:	neir association (7) with, the		
Name and ACN/ARSN (if a	oplicable)			Nature of association				
See Annexure A, Table 3	""							
		•						
4. Addresses The addresses of persons	named in this fo	rm are as follows:				, ,	"" "" "" "" "" "" "" "" "" "" "" "" ""	
lame			Address					
he Group			C/- Allan Gray Australia, Level 2 Challis House, 4 Martin Place Sydney, NSW 2000					
Signature								
print name Simon Mara	5			Director				
sign here	Vlar	ai->		date 1	August 2012			

Spotless Group Ltd

THIS IS ANNEXURE A OF 2 PAGES REFERRED TO IN THE ABOVE FORM 605

Print name	Simon Marais	Director
Sign here	Marais	Date: 1 August 2012

Table 1 - Related bodies corporate

The following entities are associates of Allan Gray Australia and each other by virtue of being related bodies corporate.

Orbis Holdings Limited

Orbis Mansfield Street Properties Ltd

Orbis World Limited
Orbis Investment Management Limited (OIML)

Orbis Asset Management Limited (OAML)

Orbis Administration Limited

Orbis Investment Research Limited
Orbis Investment Advisory (Hong Kong) Limited
Triple Blue Holdings Limited

Pictet Overseas Trust Corporation and Pictet Trustee Company SA

Orbis Mansfield Street Properties Ltd
Orbis Investment Management (BVI) Limited (OBIVL)
Orbis Investment Advisory Pty Limited
Allan Gray (Holdings) Pty Limited
Allan Gray Australia Pty Limited
Orbis Client Services (Canada) Limited
Orbis Holdings (UK) Limited

Orbis Investment Management (Europe) LLP

Table 2 - Funds

No	Fund name	investment Manager	Ref. Code	Registered Holder	Persons entitled to be registered holder
1	Allan Gray Australia Equity Fund (formerly Orbis/SM Australia Equity Fund)	Allan Gray Australia (AGA)	SMEF	Citibank N.A (Citi) as nominee of SMEF	Citi as nominee of SMEF
2	Warakirri Endeavour Fund	AGA	SMWK	ANZ Nominees Ltd as nominee of SMWK	ANZ Nominees Ltd as nominee of SMWK
3	Orbis Global Equity Fund (Aust. Registered)	OIML	GAPL	Citi (HK) as nominee of GAPL	Citi (HK) as nominee of GAPL
4	Orbis Global Equity Fund Limited	OIML	OGEF	Citigroup Pty Ltd as nominee of OGEF	Citigroup Pty Ltd as nominee of OGEF
5	Orbis Optimal SA Fund Limited	OIML	OSAP	Citigroup Pty Ltd as nominee of OSAP	Citigroup Pty Ltd as nominee of OSAP
6	Orbis SICAV -Global Equity Fund	ÓIML	SGPL	Citigroup Pty Ltd as nominee of SGPL	Citigroup Pty Ltd as nominee of SGPL
7	Orbis Optimal Global Fund LP	OAML	QQLP	Citigroup Pty Ltd as nominee of OOLP	Citigroup Pty Ltd as nominee of OOLP
8	Orbis Asia ex-Japan Fund	OBVIL	XJPL	Citigroup Pty Ltd as nominee of XJPL	Citigroup Pty Ltd as nominee of XJPL
9	Intech Australian Shares Hìgh Alpha Trust	AGA	SMIA	JP Morgan Nominees Australia Ltd as nominee of SMIA	JP Morgan Nominees Australia Ltd as nominee of SMIA
10	Construction and Building Unions Superannuation Fund	AGA	SMCB	National Nominees (NAB Custodian Services) as nominee for SMCB	NAB Custodian Services as nominee for SMCB
11	HESTA Superannuation Fund	AGA	SMHT	JP Morgan Nominees Australia Ltd as nominee of SMHT	JP Morgan Nominees Australia Ltd as nominee of SMHT
12	Hostplus Superannuation Fund	AGA	SMHP	JP Morgan as nominee of SMAU	JP Morgan Nominees Australia Ltd as nominee of SMAU
13	Russell Australian Opportunities Fund	AGA	SMRI	SSAL as nominee of SMRI	SSAL as nominee of SMRI
14	Orbis International Equity LP	OAML	IELP	Citigroup Pty Ltd as nominee of IELP	Citigroup Pty Ltd as nominee of IELP
15	Catholic Superannuation Fund	AGA	SMCS	NAB Custodian Services	NAB Custodian Services
16	Orbis US Equity Fund LP	OAML	USLP	Citigroup Pty Ltd as nominee of IELP	Citigroup Pty Ltd as nominee of IELP
17	Qantas Superannuation Plan	AĠA	\$MQ\$	JP Morgan Nominees Australia Ltd as nominee of SMQS	JP Morgan Nominees Australia Ltd as nominee of SMQS
18	Maritime Super	AGA	SMMS	NAB Custodian Services as nominee for SMMS	NAB Custodian Services as nominee for SMMS
19	Warakirri Australian Equities Pensions and Charities Fund	AGA	SMWA	ANZ Nominees Ltd as nominee of SMWA	ANZ Nominees Ltd as nominee of SMWA
20	Non-Government Schools Superannuation Fund	AGA	SMNG	SSAL as nominee for SMNG	SSAL as nominees for SMNG
21	Allan Gray Australia Opportunity Fund (formerly Orbis/SM Australia Opportunity Fund)	AGA	SMSF	Citi as nominee for SMSF	Citi as nominee for SMSF
22	REST Superannuation Fund	AGA	SMRT	SSAL as nominee for SMNG	SSAL as nominees for SMRT

Table 3 - Change in relevant interest

Date of change	Nature of change	No. of ordinary securities and votes affected
30 July 2012	Acceptance into scheme of arrangement and approval of the scheme by the court	23,667,169