

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme Pacific Brands Limited
Level 3, 290 Burwood Road,
Hawthorn VIC 3122

ACN/ARSN 106 773 059

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 26/04/2013

The previous notice was given to the company on 11/04/2013

The previous notice was dated 11/04/2013

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 Person's votes (5)		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary	66,810,616	7.32%	57,531,587	6.30%

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					

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 30 April 2013.

Apnavi Saddington
Company Secretary

30 April 2013
Dated

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 5 pages referred to in Form 604, Notice of change of interests of substantial holder, signed by me and dated 30 April 2013.

Apnavi Saddington
Company Secretary

30 April 2013
Dated

Lazard Asset Management Pacific Co
ACN: 064 523 619

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
11/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 198,344.86	219,251	219,251
11/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 47,933.97	52,989	52,989
11/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 31,348.10	34,654	34,654
11/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 16,678.16	18,437	18,437
11/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 334,675.68	369,970	369,970
11/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 211,914.82	234,263	234,263
11/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 18,150.85	20,065	20,065
11/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 26,156.58	28,915	28,915
11/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 9,595.60	10,607	10,607
11/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 6,158.84	6,808	6,808
11/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 8,836.60	9,768	9,768
12/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 23,136.99	25,337	25,337
12/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 5,590.22	6,123	6,123
12/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 3,656.52	4,005	4,005
12/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,945.58	2,131	2,131
12/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 39,033.80	42,754	42,754
12/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 24,715.48	27,071	27,071
12/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 2,117.23	2,319	2,319
12/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 3,051.20	3,342	3,342
12/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,119.33	1,226	1,226
12/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 718.53	787	787
12/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,030.76	1,129	1,129
16/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 35,469.78	40,899	40,899
16/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 8,572.45	9,885	9,885
16/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 5,605.70	6,464	6,464
16/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 2,982.37	3,439	3,439
16/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 59,850.20	69,014	69,014
16/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 37,896.56	43,699	43,699
16/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 3,246.00	3,743	3,743
16/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 4,677.77	5,394	5,394
16/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,716.22	1,979	1,979
16/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,101.36	1,270	1,270
16/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,580.07	1,822	1,822
17/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 125,481.77	146,679	146,679
17/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 30,304.64	35,431	35,431
17/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 19,767.17	23,111	23,111
17/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 10,501.54	12,278	12,278

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
17/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 207,797.71	242,949	242,949
17/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 131,530.22	153,780	153,780
17/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 11,280.74	13,189	13,189
17/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 16,257.81	19,008	19,008
17/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 5,963.25	6,972	6,972
17/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 3,829.24	4,477	4,477
17/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 5,491.97	6,421	6,421
18/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 112,120.20	133,728	133,728
18/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 27,078.04	32,303	32,303
18/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 17,662.81	21,071	21,071
18/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 9,382.56	11,193	11,193
18/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 185,671.93	221,499	221,499
18/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 117,525.41	140,203	140,203
18/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 10,079.13	12,024	12,024
18/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 14,526.07	17,329	17,329
18/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 5,327.93	6,356	6,356
18/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 3,420.90	4,081	4,081
18/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 4,907.13	5,854	5,854
19/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 47,027.24	56,097	56,097
19/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 11,357.80	13,551	13,551
19/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 7,408.43	8,839	8,839
19/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 3,935.12	4,695	4,695
19/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 77,876.89	92,915	92,915
19/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 49,294.23	58,813	58,813
19/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 4,227.64	5,044	5,044
19/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 6,092.53	7,269	7,269
19/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 2,234.51	2,666	2,666
19/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,434.92	1,712	1,712
19/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 2,058.50	2,456	2,456
22/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 162,022.39	191,945	191,945
22/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 39,130.09	46,366	46,366
22/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 25,523.25	30,243	30,243
22/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 13,558.72	16,066	16,066
22/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 268,310.23	317,926	317,926
22/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 169,832.65	201,238	201,238
22/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 14,565.54	17,259	17,259
22/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 20,991.29	24,873	24,873

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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
22/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 7,699.26	9,123	9,123
22/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 4,943.80	5,858	5,858
22/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 7,090.78	8,402	8,402
23/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 145,164.67	168,254	168,254
23/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 35,058.57	40,643	40,643
23/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 22,868.34	26,511	26,511
23/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 12,148.83	14,084	14,084
23/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 240,394.01	278,686	278,686
23/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 152,163.16	176,401	176,401
23/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 13,050.24	15,129	15,129
23/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 18,807.22	21,803	21,803
23/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 6,898.20	7,997	7,997
23/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 4,429.44	5,135	5,135
23/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 6,353.04	7,365	7,365
23/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 438,411.67	507,850	507,850
23/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 105,880.43	122,675	122,675
23/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 69,063.30	80,018	80,018
23/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 36,689.40	42,509	42,509
23/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 726,010.45	841,169	841,169
23/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 459,545.64	532,438	532,438
23/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 39,411.60	45,663	45,663
23/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 56,800.41	65,810	65,810
23/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 20,834.30	24,139	24,139
23/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 13,377.15	15,499	15,499
23/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 19,186.64	22,230	22,230
24/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 377,937.53	425,261	425,261
24/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 91,275.36	102,725	102,725
24/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 59,536.68	67,005	67,005
24/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 31,628.50	35,596	35,596
24/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 625,866.89	704,376	704,376
24/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 396,156.85	445,851	445,851
24/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 33,975.14	38,237	38,237
24/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 48,965.70	55,108	55,108
24/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 17,960.08	20,213	20,213
24/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 11,532.37	12,979	12,979
24/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 16,540.19	18,615	18,615
26/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 114,077.02	129,878	129,878

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
26/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 27,550.64	31,373	31,373
26/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 17,970.75	20,464	20,464
26/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 9,546.52	10,871	10,871
26/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 188,912.35	215,122	215,122
26/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 119,576.05	136,166	136,166
26/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 10,255.19	11,678	11,678
26/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 14,779.50	16,830	16,830
26/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 5,420.90	6,173	6,173
26/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 3,481.04	3,964	3,964
26/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 4,992.36	5,685	5,685

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 30 April 2013.

Apnavi Saddington
Company Secretary

30 April 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	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 – 12,035,557	Ordinary – 12,035,557
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 – 4,525,205	Ordinary – 4,525,205
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 – 1,898,686	Ordinary – 1,898,686
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 – 1,047,677	Ordinary – 1,047,677
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 – 131,778	Ordinary – 131,778
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 – 20,604,902	Ordinary – 20,604,902
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	National Australia Bank	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 13,031,882	Ordinary – 13,031,882
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	National Australia Bank	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 1,121,007	Ordinary – 1,121,007
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	National Australia Bank	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 1,615,909	Ordinary – 1,615,909
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	National Australia Bank	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 592,666	Ordinary – 592,666
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	National Australia Bank	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 380,516	Ordinary – 380,516
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	National Australia Bank	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 545,802	Ordinary – 545,802