

Facsimile Transmission

To: Company Announcements Office
Company: ASX
Fax No: 1300 135 638
From: Mr Ian Harrison
Date: 15 May 2013
Subject: Notice of change of interests of substantial holder
Pages (incl. Cover): 7

Hyperion Asset Management Limited
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Brisbane Qld 4000
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Please find following a Form 604 Notice of change of interests of substantial holder for holdings in Seek Limited by Hyperion Asset Management Limited.

A handwritten signature in black ink, appearing to read "Mr Ian Harrison".

Mr Ian Harrison
Company Secretary

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

<u>To</u> Company Name/Scheme	Seek Limited (SEK)
ACN/ARSN	080 075 314

1. Details of substantial holder (1)

Name	Hyperion Asset Management Limited (Hyperion)
ACN/ARSN (if applicable)	ACN 080 135 897

There was a change in the interests of the substantial holder on 14/05/2013

The previous notice was given to the company on 1/03/2013

The previous notice was dated 1/03/2013

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		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Orindary Shares	31,584,628	9.37%	28,188,416	8.34%

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
		Refer Annexure A			

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
		Refer Annexure B			

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:

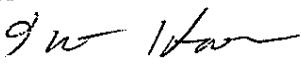
Name and ACN/ARSN (if applicable)	Nature of association
Hyperion Holdings Limited ACN 109 308 894	Hyperion Asset Management Limited ACN 080 135 897 is a controlled body of Hyperion Holdings Limited within the meaning of Section 608(3) of the Corporations Act.

6. Addresses

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

Name	Address
Hyperion Asset Management Limited	Level 22, 307 Queen Street, Brisbane, QLD 4000

Signature

print name	Mr I W Harrison	capacity	Company Secretary
sign here		date	16/05/2013

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.

HYPERION

ASSET MANAGEMENT

Annexure A

From 1 March 2013 to 14 May 2013

Security Code: SEK

From Date	To Date	Custodial Entity	Person Whose Relevant Interest Changed	Nature of Change	Consideration	Number of Securities
01-Mar-13	14-May-13	AUSCOAL	Auscoal Superannuation Pty Ltd	SELL	-5,096,276.87	-497,488
01-Mar-13	14-May-13	BUSSQ	BUSS (Queensland) Pty Ltd	SELL	-1,078,734.47	-106,783
01-Mar-13	14-May-13	CBASUPER	Commonwealth Bank Officers Superannuation Corporation Pty Ltd <Commonwealth Bank Group Super>	SELL	-1,423,355.02	-140,303
01-Mar-13	14-May-13	COALMINING	Coal Mining (Long Service Leave) Funding Corporation	SELL	-512,770.52	-50,668
01-Mar-13	14-May-13	COINVEST	CoINVEST Limited	SELL	-225,414.54	-22,218
01-Mar-13	14-May-13	ESISUPER	Electricity Supply Industry Superannuation (QLD) Ltd <Energy Super>	SELL	-1,670,378.54	-166,475
01-Mar-13	14-May-13	FAWKNHAML200	The Greater Metropolitan Cemeteries Trust	SELL	-185,598.47	-18,415
01-Mar-13	14-May-13	HEALTHSUPER	Health Super Pty Ltd	SELL	-3,668,710.20	-362,224
01-Mar-13	14-May-13	HYPGROWTH	Hyperion Australian Growth Companies Fund	SELL	-1,534,582.37	-149,862
01-Mar-13	14-May-13	ICWA	Insurance Commission Western Australia	SELL	-1,574,866.09	-155,003
01-Mar-13	14-May-13	INGOPTIMIX	Optimix Wholesale Australian Share Trust	SELL	-1,222,174.14	-120,299
01-Mar-13	14-May-13	INNOVA	Innova Australian Share Fund	SELL	-242,156.29	-23,886
01-Mar-13	14-May-13	KARUHAMLAE	KARU Pty Ltd ATF Murdoch Family Trust No 1	SELL	-35,083.53	-3,506
01-Mar-13	14-May-13	LOCALSUPER	Statewide Superannuation Pty Ltd - Local Super Division	SELL	-1,326,822.94	-131,406
01-Mar-13	14-May-13	MARTIMESUPER	Maritime Super Pty Ltd	SELL	-960,981.66	-94,637
01-Mar-13	14-May-13	MEATINDUSTRY	Meat Industry Employees' Superannuation Fund Pty Ltd	SELL	-501,923.79	-49,543
01-Mar-13	14-May-13	MURDSIHAML	Murdoch Investments Pty Ltd ATF The Scope Investment Trust	SELL	-2,729.96	-266
01-Mar-13	14-May-13	UNITEDSUPER	United Super Pty Ltd	SELL	-11,189,126.63	-1,108,107
01-Mar-13	14-May-13	UQ	The University of Queensland	SELL	-174,136.24	-17,358
02-Mar-13	14-May-13	HYPERION_IMA	Individually Managed Clients	SELL	-1,719,551.36	-170,165
03-Mar-13	14-May-13	HYPERION_IMA	Hyperion Ast Mgt - Aust Clients	SELL	-76,544.61	-7,600
					-34,421,918.24	-3,396,212

This is Annexure "A" of 1 page as mentioned in form 604 Notice of change of interests of substantial holder

Mr I W Harrison
Company Secretary

Signed by:
Capacity:

Annexure B
As At: 14 May 2013

Security Code: SEK

HYPERION
ASSET MANAGEMENT

Holder of Relevant Interest	Registered Holder of Security	Person entitled to be Registered as Holder	Nature of Relevant Interest	Class and Number of Securities	Personal Votes
Hyperion	JP Morgan Chase Nominees f Auscoal Superannuation Pty Ltd	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	2,531,992 Ordinary Fully Paid	2,531,992	
Hyperion	BNP Paribas Australia Ltd < E BUSS (Queensland) Pty Ltd	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	995,991 Ordinary Fully Paid	995,991	
Hyperion	Citicorp Nominees Pty Limited Commonwealth Bank Officers S	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	1,984,632 Ordinary Fully Paid	1,984,632	
Hyperion	JP Morgan Chase Nominees f Coal Mining (Long Service Leave	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	572,852 Ordinary Fully Paid	572,852	
Hyperion	JP Morgan Chase Nominees f CoINVEST Limited	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	424,323 Ordinary Fully Paid	424,323	
Hyperion	National Nominees Ltd < Elect Electricity Supply Industry Super	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	1,474,376 Ordinary Fully Paid	1,474,376	
Hyperion	Citicorp Nominees Pty Limited The Greater Metropolitan Cemel	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	189,361 Ordinary Fully Paid	189,361	

Holder of Relevant Interest	Registered Holder of Security	Person entitled to be Registered as Holder	Nature of Relevant Interest	Class and Number of Securities	Personal Votes
Hyperion	JP Morgan Chase Nominees f Health Super Pty Ltd	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	5,121,573 Ordinary Fully Paid	5,121,573	
Hyperion	Citicorp Nominees Pty Limited	Hyperion Australian Growth Corr Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	1,589,011 Ordinary Fully Paid	1,589,011	
Hyperion	BNP Paribas Australia Ltd < l Insurance Commission Western	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	1,231,214 Ordinary Fully Paid	1,231,214	
Hyperion	JP Morgan Chase Nominees f Optimix Wholesale Australian S	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	3,897,296 Ordinary Fully Paid	3,897,296	
Hyperion	State Street Australia Pty Ltd < Innova Australian Share Fund	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	112,315 Ordinary Fully Paid	112,315	
Hyperion	Citicorp Nominees Pty Limited KARU Pty Ltd ATF Murdoch Far	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	19,934 Ordinary Fully Paid	19,934	
Hyperion	JP Morgan Chase Nominees f Statewide Superannuation Pty Li	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	785,384 Ordinary Fully Paid	785,384	
Hyperion	National Nominees Ltd < Mari Maritime Super Pty Ltd	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	1,152,565 Ordinary Fully Paid	1,152,565	

Holder of Relevant Interest	Registered Holder of Security	Person entitled to be Registered as Holder	Nature of Relevant Interest	Class and Number of Securities	Personal Votes
Hyperion	JP Morgan Chase Nominees f Meat Industry Employees' Super	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	463,506 Ordinary Fully Paid	463,506	
Hyperion	Citicorp Nominees Pty Limited Murdoch Investments Pty Ltd AT	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	3,364 Ordinary Fully Paid	3,364	
Hyperion	National Nominees Ltd < Unite United Super Pty Ltd	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	5,206,519 Ordinary Fully Paid	5,206,519	
Hyperion	Citicorp Nominees Pty Limited The University of Queensland	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	306,464 Ordinary Fully Paid	306,464	
Hyperion	Individually Managed Accounts	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	14,500 Ordinary Fully Paid	14,500	
Hyperion	HYPERION_JMA	Hyperion Ast Mgt - Aust Clients	111,244 Ordinary Fully Paid	111,244	
					28,188,416

This is Annexure "B" of 3 pages as mentioned in form 604 Notice of change of interests of substantial holder

Mr I W Harrison
Company Secretary

Signed by:
Capacity: