

## Form 604

Corporations Act 2001  
Section 671B

### Notice of change of interests of substantial holder

To Company Name/Scheme WINPAR HOLDINGS LIMITED

ACN/ARSN 003 035 523

#### 1. Details of substantial holder (1)

Name HAMILTON CAPITAL PROPRIETARY LIMITED

ACN/ARSN (if applicable) 099 837 199

There was a change in the interests of the substantial holder on 15/06/2015

The previous notice was given to the company on 25/01/2008

The previous notice was dated 25/01/2008

#### 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)
FULLY PAID ORDINARY	234,725	7.27%	282,270	6.90%

#### 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
30/10/2008	HAMILTON CAPITAL PROPRIETARY LIMITED	Dividend reinvestment	\$4,694.50	4,694	
30/04/2010	HAMILTON CAPITAL PROPRIETARY LIMITED	Dividend reinvestment	\$4,788.38	4,788	
01/11/2010	HAMILTON CAPITAL PROPRIETARY LIMITED	Dividend reinvestment	\$4,884.14	4,885	
14/01/2011	HAMILTON CAPITAL PROPRIETARY LIMITED	On Market Purchase	\$4,344.90	4,736	
10/08/2012	HAMILTON CAPITAL PROPRIETARY LIMITED	On Market Purchase	\$12,807.90	12,000	
17/05/2013	HAMILTON CAPITAL PROPRIETARY LIMITED	On Market Purchase	\$9,979.19	10,908	

15/06/2015	Hamilton Capital Proprietary Limited	Dividend reinvestment	\$5,200.00	5,200	
15/06/2015	Hamilton Capital Proprietary Limited	Dividend reinvestment	\$334.72	334	

#### 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
Hamilton Capital Proprietary Limited	Hamilton Asset Management Limited	Hamilton Asset Management Limited	Beneficial holder	265,200	6.48%
Hamilton Capital Proprietary Limited	Community & Regional Investment Company Pty Limited	Community & Regional Investment Company Pty Limited	Beneficial holder	17,070	0.42%

#### 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	ACN/ARSN (if applicable)	Nature of association
Hamilton Capital Proprietary Limited	099 837 199	Holding company
Cramm Nominees Pty Limited	063 059 899	Subsidiary
Cameron Securities Pty Limited	107 156 468	Subsidiary
Community & Regional Investment Company Pty Limited	106 528 901	Subsidiary
Model Portfolios Pty Limited	129 075 145	Subsidiary
Cameron Stockbrokers Holdings Pty Limited	132 314 035	Subsidiary
Hamilton Asset Management Holdings Pty Limited	133 313 069	Subsidiary
Hamilton Asset Management Limited	139 473 699	Subsidiary
Ubroker Pty Limited	155 719 065	Subsidiary

#### 6. Addresses

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

Name	Address
Hamilton Capital Proprietary Limited	10 Murray Street, Hamilton. New South Wales. 2303.
Cramm Nominees Pty Limited	10 Murray Street, Hamilton. New South Wales. 2303.
Cameron Securities Pty Limited	10 Murray Street, Hamilton. New South Wales. 2303.
Community & Regional Investment Company Pty Limited	10 Murray Street, Hamilton. New South Wales. 2303.
Model Portfolios Pty Limited	10 Murray Street, Hamilton. New South Wales. 2303.

Cameron Stockbrokers Holdings Pty Limited	10 Murray Street, Hamilton. New South Wales. 2303.
Hamilton Asset Management Holdings Pty Limited	10 Murray Street, Hamilton. New South Wales. 2303.
Hamilton Asset Management Limited	10 Murray Street, Hamilton. New South Wales. 2303.
Ubroker Pty Limited	10 Murray Street, Hamilton. New South Wales. 2303.

## Signature


print name

Steven Pitchford

capacity

Director

sign here



date

14 / 9 / 2015

### 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.