

WINPAR HOLDINGS LIMITED

A.C.N. 003 035 523

G.P.O. Box 4248
Sydney
New South Wales 2001
13 April 2005

Mr. Scott Evans
General Manager
Newcastle Stock Exchange Limited

Dear Mr. Evans

Thank you for your letter relating to changes to the company's share structure arising from the reinvestment of dividends payable on 31 October 2004.

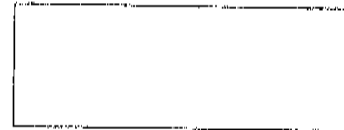
I am enclosing a completed form 484 together with an updated list of the company's top 20 shareholders. I hope these provide all the necessary information.

Yours sincerely



Gordon B. Elkington
Secretary

**Australian Securities &
Investments Commission**



Form 484
Corporations Act 2001

Change to company details

Sections A, B or C may be lodged independently with this signed cover page to notify ASIC of:

A1 Change of address

A2 Change of name - officeholders or members

A3 Change - ultimate holding company

B1 Cease company officeholder

B2 Appoint company officeholder

B3 Special purpose company

C1 Cancellation of shares

C2 Issue of shares

C3 Change to share structure

C4 Changes to the register of members

If there is insufficient space in any section of the form, you may photocopy the relevant page(s) and submit as part of this lodgement

Company details

Company name

WINPAR HOLDINGS LIMITED

Refer to guide for information about
corporate key

ACN/ABN

003 035 523

Corporate key

Lodgement details

Who should ASIC contact if there is a query about this form?

Name

ASIC registered agent number (if applicable)

Telephone number

Postal address

Total number of pages including this cover sheet

Please provide an estimate of the time taken to complete this form.

 hrs mins

Signature

This form must be signed by a current officeholder of the company.

I certify that the information in this cover sheet and the attached sections of this form are true and complete.

Name

GORDON BRADLEY ELKINGTON

Capacity

 Director

 Company secretary

Signature

Gordon Elkington

Date signed

1	3	/	0	4	/	0	5
(D)	(D)		(M)	(M)		(Y)	(Y)

Lodgement

Send completed and signed forms to:
Australian Securities and Investments Commission,
PO Box 4000, Gippsland Mail Centre VIC 3841.

Or lodge the form electronically by visiting the ASIC website
www.asic.gov.au

For help or more information

Telephone 03 5177 3988
Email info.enquiries@asic.gov.au
Web www.asic.gov.au

C2 Issue of shares

List details of new share issues in the following table.

Share class code	Number of shares issued	Amount paid per share	Amount unpaid per share
ORD	79672	\$1.00	

Earliest date of change

Please indicate the earliest date that any of the above changes occurred

31, 10, 04

D D] [M M] [Y Y]

If shares were issued for other than cash, were some or all of the shares issued under a written contract?

Yes

if yes, proprietary companies must also lodge a Form 2072 certifying that all stamp duties have been paid. Public companies must also lodge a Form 2072 and either a Form 208 or a copy of the contract.

No

if no, proprietary companies are not required to provide any further documents with this form. Public companies must also lodge a Form 208.

C3 Change to share structure

Where a change to the share structure table has occurred (eg. as a result of the issue or cancellation of shares), please show the updated details for the share classes affected. Details of share classes not affected by the change are not required here.

Share class code	Full title if not standard	Total number of shares (current after changes)	Total amount paid on these shares	Total amount unpaid on these shares
ORD		2738487	\$2738487	—

Earliest date of change

Please indicate the earliest date that any of the above changes occurred

31, 10, 04

D D] [M M] [Y Y]

Lodgement details

Is this document being lodged to update the Annual Company Statement that was sent to you?

Yes

No

C Changes to the register of members

Use this section to notify changes to the register of members for your company (changes to the shareholdings of members):

- If there are 20 members or less in a share class, all changes need to be notified
- If there are more than 20 members in a share class, only changes to the top twenty need be notified (s178B)
- If shares are jointly owned, you must also provide names and addresses of all joint owners on a separate sheet (annexure), clearly indicating the share class and with whom the shares are jointly owned

These changes apply to

Please indicate the name and address of the member whose shareholding has changed

Family name Given names

OR

Company name
SEE ATTACHED LIST: TOP 20 SHARE-

ACN/ARBN/ABN **HOLDERS**

Office, unit, level, or PO Box number

Street number and Street name

Suburb/City State/Territory

Postcode Country (if not Australia)

Earliest date of change

Please indicate the earliest date that any of the following changes occurred.

Date of change
 / /
 [D] [D] [M] [M] [Y] [Y]

The changes are

Share class code	Shares increased by ... (number)	Shares decreased by ... (number)	Total number now held	*Total \$ paid on these shares	*Total \$ unpaid on these shares	Fully paid (y/n)	Beneficially held (y/n)	Top 20 member (y/n)

* Public companies are not required to provide these details

Date of entry of member's name in register
 (New members only)

Date of entry
 / /
 [D] [D] [M] [M] [Y] [Y]

NATIONAL EXCHANGE PTY LTD
<SF A/C> 283327
90 RODEN STREET
WEST MELBOURNE VIC 3003

BELL IXL NOMINEES PTY LTD 228436
PO BOX 643
DONCASTER VIC 3108

DARIN INVESTMENTS PTY LTD 227630
SUITE 505A
282 VICTORIA AVENUE
CHATSWOOD NSW 2067

DR GORDON BRADLEY ELKINGTON 226285
41 HOLMES STREET
TURRAMURRA NSW 2074

ABELIA GROVE PTY LIMITED 127308
93 BESTMANN ROAD EAST
SANDSTONE POINT QLD 4511

HENLEY UNDERWRITING & 116699
INVESTMENT COMPANY PTY LTD
PO BOX 413
HAMILTON NSW 2303

NATIONAL EXCHANGE PTY LTD 108862
26 FRANCIS STREET
MELBOURNE VIC 3000

PETERS TRADING COMPANY 81000
AUSTRALIA PTY LIMITED
<SUPERANNUATION FUND A/C>
PO BOX 123
PORT MACGAURIE NSW 2444

MRS MILLY ELKINGTON 64885
41 HOLMES STREET
TURRAMURRA NSW 2074

CRAMM NOMINEES PTY LIMITED 36963
GPO BOX 4248
SYDNEY NSW 2001

A K W INVESTMENTS PTY LIMITED 33840
<F R B SUPER FUND A/C>
GPO BOX 4248
SYDNEY NSW 2001

RFC INVESTMENT HOLDINGS P/L 32798
<R F CAMERON SUPER FUND A/C>
GPO BOX 4248
SYDNEY NSW 2001

WILCORP NO 41 PTY LIMITED 31463
35 DICK STREET
HENLEY NSW 2111

PETER WINDEYER DONOVAN 29705
42 BEACONSFIELD PARADE
LINDFIELD NSW 2070

BOULEVARDE NOMINEES PTY LTD 28000
<A M LUCAS SUPER FUND A/C>
PO BOX 1413
MAROUBRA NSW 2035

AKW INVESTMENTS PTY LTD 27214
GPO BOX 4248
SYDNEY NSW 2001

PETER ANDREW MARTIN 27055
PO BOX 93
WEE WAA NSW 2388

MARY GRAHAM NEILD 26296
67 TOURIST ROAD
TOOWOOMBA QLD 4350

LYNETTE GAY MCLENNAN 25504
C/- MR P J NORMAN
COUDERT BROTHERS
DX 119
SYDNEY NSW 2000

DOUGLAS ROBERT GRAHAM NEILD 25215
65 TOURIST ROAD
TOOWOOMBA QLD 4350