

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 STEVEN PRITCHARD

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on 22/03/03
 The previous notice was given to the company on 02/06/04
 The previous notice was dated 02/06/04

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)
<u>ORDINARY</u>	<u>165908</u>	<u>5.4%</u>	<u>187476</u>	<u>6.1%</u>

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
<u>22.03.03</u>	<u>CAMERON STOCKBROKERS LTD</u>	<u>PURCHASE</u>	<u>\$21568</u>	<u>21568</u>	<u>CAMERON STOCK-BROKERS LIMITED</u>

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
<u>AS PER PREVIOUS NOTICE</u>				<u>165908</u>	<u>165908</u>
<u>CAMERON STOCKBROKERS LTD PURCH.</u>				<u>21568</u>	<u>21568</u>

6. 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

8. Addresses

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

Name	Address
AS PER PREVIOUS NOTICE	

Signature

print name Steven Binna capacity _____
 sign here [Signature] date 22 / 3 / 2005

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 600 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.

Change in Director's Interests

Change of Director's Interest Notice

Information or documents not available now must be given to NSX as soon as available. Information and documents given to NSX become NSX's property and may be made public.

Name of entity	WINPAR HOLDINGS LIMITED
ABN	003 035 523

We (the entity) give NSX the following information under section 205G of the Corporations Act.

Name of Director	STEVEN PRITCHARD
Date of last notice	02.06.04

Part 1 - Change of director's relevant interests in securities

Direct or indirect interest	INDIRECT
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	DIRECTOR OF CAMERON STOCKBROKERS LIMITED, ACQUIRER
Date of change	22.03.03
No. of securities held prior to change	165908
Class	ORDINARY
Number acquired	21568
Number disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$21568
No. of securities held after change	187476
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back.	UNDERWRITING OF DIVIDEND INVESTMENT PLAN

Form 604
 Corporations Act 2001
 Section 671B

Notice of change of interests of substantial holder

ID, Company Name/Scheme WINPAR HOLDINGS LIMITED

ACN/ARSN 003 035 523

1. Details of substantial holder(1)

Name ROBERT FRANKLIN CAMERON

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on 22/03/05
 The previous notice was given to the company on 02/06/04
 The previous notice was dated 02/06/04

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)
ORDINARY	262365	8.6%	283933	9.2%

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
22.03.05	CAMERON STOCKBROKERS LIMITED	PURCHASE	\$21568	21568	CAMERON STOCKBROKERS LIMITED

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
ROBERT R CAMERON CAMERON		R CAMERON	HOLDER	13691	13691
AS PER PREVIOUS NOTICE				248404	248404
CAMERON STOCKBROKERS LIMITED PURCH				21568	21568

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

6. Addresses

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

Name	Address
AS PER PREVIOUS NOTICE	

Signature

print name **ROBERT F. CAMERON**

capacity 

sign here

date **23/03/05**

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



Change of Director's Interest Notice

Information or documents not available now must be given to NSX as soon as available. Information and documents given to NSX become NSX's property and may be made public.

Name of entity	WINPAR HOLDINGS LIMITED
ABN	003 035 523

We (the entity) give NSX the following information under section 205G of the Corporations Act.

Name of Director	ROBERT FRANKLIN CAMERON
Date of last notice	02.06.04

Part 1 - Change of director's relevant interests in securities

Direct or indirect interest	INDIRECT
Nature of indirect interest (Including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	DIRECTOR OF CAMERON STOCKBROKERS LIMITED, ACQUIRER
Date of change	22.03.05
No. of securities held prior to change	262365
Class	ORDINARY
Number acquired	21568
Number disposed	—
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$ 21568
No. of securities held after change	283933
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back.</small>	UNDERWRITING OF DIVIDEND INVESTMENT PLAN

