

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(s)

Name: JOHN WESTON SEAFORTH MACKENZIE
ACN/ARSN (if applicable):

There was a change in the interests of the substantial holder on: 01/06/04
The previous notice was given to the company on: 02/02/04
The previous notice was dated: 02/02/04

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	274200	10.6%	236900	8.9%

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
	J.W.S Mackenzie as trustee	sale	\$44200	44200	44200
01.06.04	Abelia Grove Pty Ltd	dividend reinvestment	\$3600	3600	3600
01.06.04	Henley Underwriting and Investment Co Pty Limited	dividend reinvestment	\$3300	3300	3300

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
	Abelia Grove Pty Ltd	Abelia Grove Pty Limited	Director	123600	123600
	Henley Underwriting and Investment Co Pty Limited	Henley Underwriting and Investment Co Pty Ltd	Director	113300	113300

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5. Changes in association

Two persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (3) 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
Ashley Grove P/L	93 Bestmann Rd Wapiti Sandstone Point
Honley Underwood	GPO Box 4298 Sydney N.S.W. 2001

Signature ~~ment to pay Ltd~~

print name JOHN WS MACKENZIE

sign here 

date 06/06/04

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related interests (eg. a corporation and its related corporations, or the trustee and trustors of an equity trust), the names could be included in an appendix to this 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 9(3) and 9(10) 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 of the relevant class of shares (noted by 100).
- (6) Include details of:
 - (a) any relevant agreement or other arrangement (purchase or other) by which the change in relevant interest occurred. If a subsection 87-8(4) applies, a copy of any subsection 87-8(4) agreement and a statement by the person giving full and accurate details of any loans, advances or arrangements made to or for the person together with a written statement certifying this conduct, nature or arrangement; and
 - (b) any identification of the power of a person to exercise control (to exercise or influence the exercise of, the voting power) of all or part of the securities to which the relevant interest relates (including clearly the particular securities to which the identification 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 interest. Details must be included even if the benefit is conditional on the happening or non-occurrence of a contingency. Details must be included if any benefit paid or payable to the substantial holder or its associate in relation to the acquisition, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is entitled to exercise the control of the person (eg. if the relevant interest arises because of an equity trust), the person.
- (9) Give details, if appropriate, of the person's association and any change in that association with the last substantial holder.

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 ROBERT FRANKLIN CAMERON
ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on 01/06/04
The previous notice was given to the company on 29/01/04
The previous notice was dated 28/01/04

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>264867</u>	<u>10.0%</u>	<u>276866</u>	<u>10.5%</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 attached
<u>01.06.04</u>	<u>VARIOUS</u>	<u>REINVEST DIVIDEND</u>	<u>\$ 11999</u>	<u>11999</u>	<u>11999</u>
<u>01.06.04</u>	<u>CAMERON</u>	<u>SUBSCRIBE FOR SHARES</u>	<u>\$ 37013</u>	<u>37013</u>	<u>37013</u>

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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)	Name of relevant interest (6)	Class and number of securities	Person's votes
<u>SEE ANNEXURE A</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 (3) 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

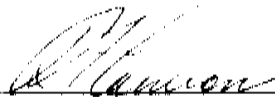
8. Addresses

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

Name	Address
SEE ANNEXURE B	B

Signature

print name



capacity

sign here

ROBERT FRANKLIN
CAMERON

date 02/06/04

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 non-occurrence of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisition, 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.

ANNEXURE A

Present relevant interests

Holder of relevant interest	Nature of relevant interest	Number of securities
Cameron's Marina Pty. Ltd.	Director	684
Andrew Douglas Cameron and Ian Anthony Cameron	Father	971
Joanna Elizabeth Cameron and Katherine Victoria May Cameron	Father	971
William Robert Cameron	Father	2260
Andrew Douglas Cameron	Father	2679
Katherine Victoria May Cameron	Father	2679
Alexander Cameron and William Robert Cameron	Father	2915
Robert Franklin Cameron and Peter Anthony Cameron	Brother	3240
Estate Basil Franklin Cameron	Executor	3690
Great Northern Laundry Pty. Limited	Director	9970
Arthurs Trading Co. Pty. Limited	Director	12463
Robert Franklin Cameron	Self	13293
Cameron Stockbrokers Pty. Limited	Director	37013
A. K. W. Investments Pty. Limited	Director	58275
Henley Underwriting and Investment Co. Pty. Limited	Director	12463
Henley Underwriting and Investment Co. Pty. Limited	Director	113300

ANNEXURE B

Addresses

Holder of relevant interest	Address
Cameron's Marina Pty. Ltd.	5A Phoebe Street, Balmain 2041
Andrew Douglas Cameron and Ian Anthony Cameron	G.P.O. Box 4248, Sydney 2001
Joanna Elizabeth Cameron and Katherine Victoria May Cameron	G.P.O. Box 4248, Sydney 2001
William Robert Cameron	G.P.O. Box 4248, Sydney 2001
Andrew Douglas Cameron	21 Pearce Street, Double Bay 2028
Katherine Victoria May Cameron	21 Pearce Street, Double Bay 2028
Alexander Cameron and William Robert Cameron	G.P.O. Box 4248, Sydney 2001
Robert Franklin Cameron and Peter Anthony Cameron	G.P.O. Box 4248, Sydney 2001
Great Northern Laundry Pty. Limited	P.O. Box 6, Watsons Bay 2030
Arthurs Trading Co. Pty. Limited	G.P.O. Box 4248, Sydney 2001
Robert Franklin Cameron	G.P.O. Box 4248, Sydney 2001
Cameron Stockbrokers Pty. Limited	G.P.O. Box 4248, Sydney 2001
A. K. W. Investments Pty. Limited	G.P.O. Box 4248, Sydney 2001
Henley Underwriting and Investment Co. Pty. Limited	G.P.O. Box 4248, Sydney 2001

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

1. Company Name/Scheme WINPAR HOLDINGS LIMITED
ACN/ARSN 003 035 523

1. Details of substantial holder(1)

Name GORDON BRADLEY ELKINGTON
ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on 01/06/04
The previous notice was given to the company on 12/12/03
The previous notice was dated 12/12/03

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	282907	11.0%	306150	11.6%

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
01.06.04	VARIOUS	REINVEST DIVIDEND	\$23243	23243	23243

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	A			

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 (3) 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
SEE ANNEXURE B	

Signature

print name GORDON B. ELKINGTON entity

sign here Gordon Elkington date 2 / 6 / 04

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 60B and 6/1B(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 6/1B(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 confirming 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 non-occurrence 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 or note "unknown")
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

ANNEXURE A

Present relevant interests

Holder of relevant interest	Nature of relevant interest	Number of securities
Gordon Bradley Elkington	Self	226314
Milly Elkington	Wife	74358
Katherine Elizabeth Elkington	Daughter	1826
Margaret Elizabeth Elkington	Daughter	1826
Rosemary Isabel Elkington	Daughter	1826
Total		306150

ANNEXURE B

Addresses

Holder of relevant interest	Address
Gordon Bradley Elkington	41 Holmes Street, Turrumurra 2074
Milly Elkington	41 Holmes Street, Turrumurra 2074
Katherine Elizabeth Elkington	41 Holmes Street, Turrumurra 2074
Margaret Elizabeth Elkington	41 Holmes Street, Turrumurra 2074
Rosemary Isabel Elkington	41 Holmes Street, Turrumurra 2074