Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme GREENCROSS LIMITED

ACN/ARSN 119 778 862

1. Details of substantial holder (1)

Name Jolimont Terrace Pty Ltd, Silchester Pty Ltd, B R Dixon Investments Pty Ltd and Pepe Corporation Pty Ltd

ACN/ARSN (if applicable) 128 885 889, 005 507 675, 099 336 455 and 006 690 875

The holder became a substantial holder on 29/07/2011

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary shares	1,517,423	1,517,423	5.07%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Jolimont Terrace Pty Ltd	Legal and beneficial ownership	484,699 ordinary shares
David Evans	Director of Jolimont Terrace Pty Ltd	484,699 ordinary shares
Silchester Pty Ltd	Legal and beneficial ownership	379,356 ordinary shares
Brian Stuart Blythe	Control of Silchester Pty Ltd	379,356 ordinary shares
B R Dixon Investments Pty Ltd	Legal and beneficial ownership	326,684 ordinary shares
Bruce Robert Dixon	Greater than 20% voting power in BR Dixon Investments Pty Ltd	326,684 ordinary shares
Pepe Corporation Pty Ltd	Legal and beneficial ownership	326,684 ordinary shares
Vita Pepe	Control of Pepe Corporation Pty Ltd	326,684 ordinary shares

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Jolimont Terrace Pty Ltd	Jolimont Terrace Pty Ltd	N/A	484,699 ordinary shares
Sonya Rebecca Evans	Jolimont Terrace Pty Ltd	N/A	484,699 ordinary shares
Silchester Pty Ltd	Silchester Pty Ltd	N/A	379,356 ordinary shares
Brian Stuart Blythe	Silchester Pty Ltd	N/A	379,356 ordinary shares
Helen Mary Blythe	Silchester Pty Ltd	N/A	379,356 ordinary shares
B R Dixon Investments Pty Ltd	B R Dixon Investments Pty Ltd	N/A	326,684 ordinary shares
Bruce Robert Dixon	B R Dixon Investments Pty Ltd	N/A	326,684 ordinary shares
Susan Jane Dixon	B R Dixon Investments Pty Ltd	N/A	326,684 ordinary shares
Pepe Corporation Pty Ltd	Pepe Corporation Pty Ltd	N/A	326,684 ordinary shares
Vita Pepe	Pepe Corporation Pty Ltd	N/A	326,684 ordinary shares

6. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
			Non-cash	
Jolimont Terrace Pty Ltd	28.4.2011	$5,556.75		5,975 ordinary shares
	28.4.2011	$39,952.42		42,773 ordinary shares
	29.4.2011	$19,189.38		23,161 ordinary shares
	2.5.2011	$14,025.00		15,000 ordinary shares
	2.5.2011	$25,712.00		27,500 ordinary shares
	3.5.2011	$11,687.50		12,500 ordinary shares
	27.7.2011	$7,500.00		7,500 ordinary shares
	28.7.2011	$2,500.00		2,500 ordinary shares
Silchester Pty Ltd	19.4.2011	$59,726.80		79,728 ordinary shares
	28.4.2011	$5,556.75		5,975 ordinary shares
	28.4.2011	$39,952.42		42,773 ordinary shares
	29.4.2011	$3856.59		4,655 ordinary shares
	2.5.2011	$14,025.00		15,000 ordinary shares
	2.5.2011	$25,712.00		27,500 ordinary shares
	3.5.2011	$11,687.50		12,500 ordinary shares
	27.2.2011	$7,500.00		7,500 ordinary shares
	28.7.2011	$43,167.90		48,045 ordinary shares
	28.7.2011	$3,833.47		4,627 ordinary shares
	28.7.2011	$2,500		2,500 ordinary shares
B R Dixon Investments Pty Ltd	19.4.2011	$59,726.80		79,728 ordinary shares
	28.4.2011	$5,556.75		5,975 ordinary shares
	28.4.2011	$39,952.42		42,773 ordinary shares
	29.4.2011	$3856.59		4,655 ordinary shares
	2.5.2011	$14,025.00		15,000 ordinary shares
	2.5.2011	$25,712.00		27,500 ordinary shares
	3.5.2011	$11,687.50		12,500 ordinary shares
	27.7.2011	$7,500.00		7,500 ordinary shares
	28.7.2011	$2,500.00		2,500 ordinary shares
Pepe Corporation Pty Ltd	19.4.2011	$59,726.80		79,728 ordinary shares
	28.4.2011	$5,556.75		5,975 ordinary shares
	28.4.2011	$39,952.42		42,773 ordinary shares
	29.4.2011	$3856.59		4,655 ordinary shares
	2.5.2011	$14,025.00		15,000 ordinary shares
	2.5.2011	$25,712.00		27,500 ordinary shares
	3.5.2011	$11,687.50		12,500 ordinary shares
	27.7.2011	$7,500.00		7,500 ordinary shares
	28.7.2011	$2,500.00		2,500 ordinary shares

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Jolimont Terrace Pty Ltd, David Evans, Silchester Pty Ltd, Brian Stuart Blythe, B R Dixon Investments Pty Ltd, Bruce Robert Dixon, Pepe Corporation Pty Ltd and Vita Pepe	Acting in concert in relation to the acquisition of shares in the Company

7. Addresses

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

Name	Address
Jolimont Terrace Pty Ltd	32 Jolimont Terrace, East Melbourne Vic 3002
David Evans	5 Moore Street, Hawthorn Vic 3122
Silchester Pty Ltd	387 City Road, South Melbourne Vic 3205
Brian Stuart Blythe	'Mileura', 3568 Point Nepean Road, Portsea Vic 3944
B R Dixon Investments Pty Ltd	Leebridge Group Pty Ltd, Level 2, 35 Cotham Road, Kew Vic 3101
Bruce Robert Dixon	27 Razorback Road, Flinders Vic 3929
Pepe Corporation Pty Ltd	108 Watton Street, Werribee Vic 3030
Vita Pepe	Unit 13, 1 MacKenzie Street, Melbourne Vic 3000

Signature

print name DAVID EVANS capacity DIRECTOR

sign here date 2 / 8 / 2011

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.

(6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.

(7) Include details of:

(a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.

(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) Details of the consideration must include any and all benefits, moneys 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.

GUIDE

This guide does not form part of the prescribed form and is included by ASIC to assist you in completing and lodging form 603.

Signature

This form must be signed by either a director or a secretary of the substantial holder.

Lodging period

Nil

Lodging Fee

Nil

Other forms to be completed

Nil

Additional information

(a) If additional space is required to complete a question, the information may be included on a separate piece of paper annexed to the form.

(b) This notice must be given to a listed company, or the responsible entity for a listed managed investment scheme. A copy of this notice must also be given to each relevant securities exchange.

(c) The person must give a copy of this notice:

  (i) within 2 business days after they become aware of the information; or

  (ii) by 9.30 am on the next trading day of the relevant securities exchange after they become aware of the information if:

    (A) a takeover bid is made for voting shares in the company or voting interests in the scheme; and

    (B) the person becomes aware of the information during the bid period.

Annexures

To make any annexure conform to the regulations, you must

1. use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides
2. show the corporation name and ACN or ARBN
3. number the pages consecutively
4. print or type in BLOCK letters in dark blue or black ink so that the document is clearly legible when photocopied
5. identify the annexure with a mark such as A, B, C, etc
6. endorse the annexure with the words:
   This is annexure (mark) of (number) pages referred to in form (form number and title)
7. sign and date the annexure.

The annexure must be signed by the same person(s) who signed the form.

Information in this guide is intended as a guide only. Please consult your accountant or solicitor for further advice.

AUSTRALIAN STANDARD TRANSFER FORM

I declare that this is a true copy of the original

Signed: ________ Date: 1/8/11

David Hay
Evans and Partners Pty Ltd
AFSL 318075
32 Jolimont Terrace
East Melbourne VIC 3002

AFFIX OR IMPRESS STAMP DUTY HERE

IMPRESS MARKING/CERTIFICATION STAMP HERE

FULL NAME OF COMPANY OR ELIGIBLE BODY	Greencross Limited (GXL)	
FULL DESCRIPTION OF SECURITIES	Ordinary Fully Paid	Register
QUANTITY	Seventy Nine Thousand Seven Hundred and Twenty Eight — Figures: 79,728	Selling broker's stamp
FULL NAME(S) OF SELLER(S)	Jolimont Terrace Investments Pty Ltd <Thornton Investments A/C>	
CONSIDERATION	$59,726.80 (79,728 x $0.7491)	Date of purchase 1./ 3./2011
Uncertificated Transferor Identification	SIN/SBN/IPN — HIN — TOTR	
FULL NAME(S) OF BUYER(S)	B R Dixon Investments Pty Ltd <The Dixon Super Fund A/C>	FOR USE BY AUSTRALIAN SELLING BROKERS ONLY TRANSFER IDENTIFICATION NUMBER
FULL POSTAL ADDRESS OF BUYER(S)	27 Razorback Road Flinders VIC 3929	Transferor's Broker hereby certifies- (a) As to the Validity of Documents (b) That Stamp Duty, if payable has been or will be paid.
REMOVAL REQUEST	Please enter these securities on the .... Register	
Uncertificated Transferor Identification	SIN/SBN/IPN — HIN — TETR	

- I/We the registered holder(s) and undersigned Seller(s) for the above consideration do hereby transfer to the above name(s) hereinafter called the Buyer(s) or to the several buyers named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s), the Securities as specified above standing in my/our name(s) in the books of the abovenamed Company or eligible body subject to the several conditions on which I/We held the same at the time of signing hereof and I/We the Buyer(s) do hereby agree to accept the said securities subject to the same conditions.
- I/We the registered holder(s) and undersigned seller(s) hereby transfer the above securities to the several transferees named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s) relating to the above securities.
- I/We have not received any notice of revocation of the Power of Attorney by death of the grantor or otherwise, under which this transfer is signed.
- Delete whichever does not apply.
- 0

Transferor's Broker's Stamp

Affixed at
on:

SELLER(S)		FOR COMPANY USE
SIGN HERE	David Evans — Sonya Evans	
Date signed	15./ 4./2011	
BUYER(S)		
SIGN HERE	Bruce Dixon — Susan Dixon	
Date signed	4./ 3./2011	Lodging Agent's Stamp
AUTHORITY TO		

AustralianStdTransferForm

-+AUSTRALIAN STANDARD TRANSFER FORM

AFFIX OR IMPRESS STAMP DUTY HERE

I declare that this is a true copy of the original

Signed: ______ Date: 2/8/11

David Hay
Evans and Partners Pty Ltd
AFSL 318075
32 Jolimont Terrace
East Melbourne VIC 3002

IMPRESS MARKING/CERTIFICATION STAMP HERE

FULL NAME OF COMPANY OR ELIGIBLE BODY	Greencross Limited (GXL)	
FULL DESCRIPTION OF SECURITIES	Ordinary Fully Paid	Register
QUANTITY	Seventy Nine Thousand Seven Hundred and Twenty Eight — Figures: 79,728	Selling broker's stamp
FULL NAME(S) OF SELLER(S)	Jolimont Terrace Investments Pty Ltd <Thornton Investments A/C>	
CONSIDERATION	$59,726.80 (79,728 x $0.7491)	Date of purchase 1./.3./2011
Uncertificated Transferor Identification	SIN/SBN/IPN · HIN · TOTR	
FULL NAME(S) OF BUYER(S)	Silchester Pty Ltd	FOR USE BY AUSTRALIAN SELLING BROKERS ONLY — TRANSFER IDENTIFICATION NUMBER
FULL POSTAL ADDRESS OF BUYER(S)	PO Box 3082 South Melbourne VIC 8865	Transferor's Broker hereby certifies: (a) As to the Validity of Documents (b) That Stamp Duty, if payable has been or will be paid.
REMOVAL REQUEST	Please enter these securities on the ______ Register	
Uncertificated Transferor Identification	SIN/SBN/IPN · HIN · TETR	

- I/We the registered holder(s) and undersigned Seller(s) for the above consideration do hereby transfer to the above name(s) hereinafter called the Buyer(s) or to the several buyers named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s), the Securities as specified above standing in my/our name(s) in the books of the above-named Company or eligible body subject to the several conditions on which I/We held the same at the time of signing hereof and I/We the Buyer(s) do hereby agree to accept the said securities subject to the same conditions.
- I/We the registered holder(s) and undersigned seller(s) hereby transfer the above securities to the several transferees named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s) relating to the above securities.
- I/We have not received any notice of revocation of the Power of Attorney by death of the grantor or otherwise, under which this transfer is signed.
- Delete whichever does not apply.
- 0

Transferor's Broker's Stamp

Affixed at
on:

SELLER(S)

SIGN HERE

David Evans   Sonya Evans

Date signed 6./4./2011

FOR COMPANY USE

BUYER(S)

SIGN HERE

Anna A'Beckett   James Blythe

Date signed 3./3./2011

Lodging Agent's Stamp

AUTHORITY TO

I declare that this is a true copy of the original

Signed:__________ Date: 1/8/11

David Hay
Evans and Partners Pty Ltd
AFSL 318075
32 Jolimont Terrace
East Melbourne VIC 3002

AUSTRALIAN STANDARD TRANSFER FORM

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IMPRESS MARKING/CERTIFICATION STAMP HERE

FULL NAME OF COMPANY OR ELIGIBLE BODY	Greencross Limited (GXL)		
FULL DESCRIPTION OF SECURITIES	Ordinary Fully Paid		Register
QUANTITY	Seventy Nine Thousand Seven Hundred and Twenty Eight	Figures 79,728	Selling broker's stamp
FULL NAME(S) OF SELLER(S)	Jolimont Terrace Investments Pty Ltd <Thornton Investments A/C>		
CONSIDERATION	$59726.80 (79,728 x $0.7491)		Date of purchase 1./3./2011
Uncertificated Transferor Identification	SIN/SBN/IPN	HIN	TOTR
FULL NAME(S) OF BUYER(S)	Pepe Corporation Pty Ltd <Vita Pepe Super Fund A/C>		FOR USE BY AUSTRALIAN SELLING BROKERS ONLY TRANSFER IDENTIFICATION NUMBER
FULL POSTAL ADDRESS OF BUYER(S)	13/1 Mackenzie Street Melbourne VIC 3000		Transferor's Broker hereby certifies- (a) As to the Validity of Documents (b) That Stamp Duty, if payable has been or will be paid.
REMOVAL REQUEST	Please enter these securities on the	Register	
Uncertificated Transferor Identification	SIN/SBN/IPN	HIN	TETR

- I/We the registered holder(s) and undersigned Seller(s) for the above consideration do hereby transfer to the above name(s) hereinafter called the Buyer(s) or to the several buyers named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s), the Securities as specified above standing in my/our name(s) in the books of the above-named Company or eligible body subject to the several conditions on which I/We held the same at the time of signing hereof and I/We the Buyer(s) do hereby agree to accept the said securities subject to the same conditions.
- I/We the registered holder(s) and undersigned seller(s) hereby transfer the above securities to the several transferees named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s) relating to the above securities.
- I/We have not received any notice of revocation of the Power of Attorney by death of the grantor or otherwise, under which this transfer is signed.
- Delete whichever does not apply.
- 0

Transferor's Broker's Stamp

Affixed at
on:

SELLER(S)		FOR COMPANY USE
SIGN HERE	David Evans Sonya Evans	
Date signed	15/4/2011	
BUYER(S)		
SIGN HERE	Vita Pepe	
Date signed	4/3/2011	Lodging Agent's Stamp
AUTHORITY TO		

AustralianStdTransferForm

*AUSTRALIAN STANDARD TRANSFER FORM

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I declare that this is a true copy of the original

Signed: ______________ Date: 2/8/11

David Hay
Evans and Partners Pty Ltd
AFSL 318075
32 Jolimont Terrace
East Melbourne VIC 3002

IMPRESS MARKING/CERTIFICATION STAMP HERE

FULL NAME OF COMPANY OR ELIGIBLE BODY	Greencross Limited (GXL)	
FULL DESCRIPTION OF SECURITIES	Ordinary Fully Paid	Register
QUANTITY	Forty Eight Thousand and Forty Five — Figures: 48,045	Selling broker's stamp
FULL NAME(S) OF SELLER(S)	Jolimont Terrace Investments Pty Ltd <Thornton Investments A/C>	
CONSIDERATION	$43,167.90 (48,045 x $0.8985)	Date of purchase 2./3./2011
Uncertificated Transferor Identification	SIN/SBN/IPN — HIN — TOTR	
FULL NAME(S) OF BUYER(S)	Silchester Pty Ltd	FOR USE BY AUSTRALIAN SELLING BROKERS ONLY TRANSFER IDENTIFICATION NUMBER
FULL POSTAL ADDRESS OF BUYER(S)	PO Box 3082 South Melbourne VIC 8865	Transferor's Broker hereby certifies- (a) As to the Validity of Documents (b) That Stamp Duty, if payable has been or will be paid.
REMOVAL REQUEST	Please enter these securities on the .... Register	
Uncertificated Transferor Identification	SIN/SBN/IPN — HIN — TETR	

- I/We the registered holder(s) and undersigned Seller(s) for the above consideration do hereby transfer to the above name(s) hereinafter called the Buyer(s) or to the several buyers named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s), the Securities as specified above standing in my/our name(s) in the books of the above-named Company or eligible body subject to the several conditions on which I/We held the same at the time of signing hereof and I/We the Buyer(s) do hereby agree to accept the said securities subject to the same conditions.
- I/We the registered holder(s) and undersigned seller(s) hereby transfer the above securities to the several transferees named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s) relating to the above securities.
- I/We have not received any notice of revocation of the Power of Attorney by death of the grantor or otherwise, under which this transfer is signed.
- Delete whichever does not apply.
- 0

Transferor's Broker's Stamp

Affixed at
on:

SELLER(S)

SIGN HERE

David Evans

Sonya Evans

Date signed ....../....../2010

FOR COMPANY USE

BUYER(S)

SIGN HERE

Brian Blythe

James Blythe

Date signed ....../....../2010

Lodging Agent's Stamp

AUTHORITY TO

AUSTRALIAN STANDARD TRANSFER FORM

AFFIX OR IMPRESS STAMP DUTY HERE

I declare that this is a true copy of the original

Signed: ______ Date: 1/8/11

David Hay
Evans and Partners Pty Ltd
AFSL 318075
32 Jolimont Terrace
East Melbourne VIC 3002

IMPRESS MARKING/CERTIFICATION STAMP HERE

FULL NAME OF COMPANY OR ELIGIBLE BODY	Greencross Limited (GXL)	
FULL DESCRIPTION OF SECURITIES	Ordinary Fully Paid	Register
QUANTITY	Four Thousand Six Hundred and Twenty Seven — Figures: 4,627	Selling broker's stamp
FULL NAME(S) OF SELLER(S)	Jolimont Terrace Investments Pty Ltd <Thornton Investments A/C>	
CONSIDERATION	$3,833.47 (4,627 x $0.8285)	Date of purchase 29/4/2011
Uncertificated Transferor Identification	SIN/SBN/IPN · HIN · TOTR	
FULL NAME(S) OF BUYER(S)	Silchester Pty Ltd	FOR USE BY AUSTRALIAN SELLING BROKERS ONLY — TRANSFER IDENTIFICATION NUMBER
FULL POSTAL ADDRESS OF BUYER(S)	PO Box 3082 South Melbourne VIC 8865	Transferor's Broker hereby certifies- (a) As to the Validity of Documents (b) That Stamp Duty, if payable has been or will be paid.
REMOVAL REQUEST	Please enter these securities on the .... Register	
Uncertificated Transferor Identification	SIN/SBN/IPN · HIN · TETR	

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- I/We the registered holder(s) and undersigned seller(s) hereby transfer the above securities to the several transferees named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s) relating to the above securities.
- I/We have not received any notice of revocation of the Power of Attorney by death of the grantor or otherwise, under which this transfer is signed.
- Delete whichever does not apply.
- 0

Transferor's Broker's Stamp

Affixed at
on:

SELLER(S)

SIGN HERE

David Evans — Sonya Evans

Date signed ..../..../2011

FOR COMPANY USE

BUYER(S)

SIGN HERE

Brian Blythe — James Blythe

Date signed ..../..../2011

Lodging Agent's Stamp

AUTHORITY TO