

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme GREENCROSS LIMITED

ACN/ARSN 119 778 862

1. Details of substantial holder (1)

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

ACN/ARSN (if applicable) 128 885 889, 005 507 875, 099 336 455 and 006 590 875 respectively

There was a change in the interests of the

substantial holder on 9/8/2011

The previous notice was given to the company on 2/8/2011

The previous notice was dated 2/8/2011

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 shares	1,517,423	6.07%	1,826,529	8.1%

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
8/8/2011	Jolimont Terrace Investments Pty Ltd and David Evans	Acquisition on ASX	\$1.0171	22,784 ordinary shares	0.08%
9/8/2011	Jolimont Terrace Investments Pty Ltd and David Evans	Off market transfer - disposal	\$0.8285	4,627 ordinary shares	0.02%
9/8/2011	Jolimont Terrace Investments Pty Ltd and David Evans	Off market transfer - disposal	\$0.8285	48,045 ordinary shares	0.15%
3/8/2011	Jolimont Terrace Investments Pty Ltd and David Evans	Acquisition on ASX	\$1.0174	8,779 ordinary shares	0.03%
2/8/2011	Jolimont Terrace Investments Pty Ltd and David Evans	Acquisition on ASX	\$1.0200	45,713 ordinary shares	0.15%
9/6/2011	Silchester Pty Ltd and Brian Stuart Blythe	Acquisition on ASX	\$1.0171	22,784 ordinary shares	0.08%
3/8/2011	Silchester Pty Ltd and Brian Stuart Blythe	Acquisition on ASX	\$1.0174	8,780 ordinary shares	0.03%
2/8/2011	Silchester Pty Ltd and Brian Stuart Blythe	Acquisition on ASX	\$1.0200	45,713 ordinary shares	0.15%
9/8/2011	B R Dixon Investments Pty Ltd Bruce Robert Dixon and Susan Jane Dixon	Acquisition on ASX	\$1.0171	22,784 ordinary shares	0.08%
3/8/2011	B R Dixon Investments Pty Ltd Bruce Robert Dixon and Susan Jane Dixon	Acquisition on ASX	\$1.0174	8,779 ordinary shares	0.03%

2/8/2011	B R Dixon Investments Pty Ltd Bruce Robert Dixon and Susan Jane Dixon	Acquisition on ASX	\$1.0200	45,713 ordinary shares	0.16%
9/8/2011	Pepe Corporation Pty Ltd and Vita Pepe	Acquisition on ASX	\$1.0171	22,784 ordinary shares	0.08%
3/8/2011	Pepe Corporation Pty Ltd and Vita Pepe	Acquisition on ASX	\$1.0174	8,788 ordinary shares	0.03%
9/8/2011	Pepe Corporation Pty Ltd and Vita Pepe	Off market transfer acquisition	\$0.8286	4,627 ordinary shares	0.02%
9/8/2011	Pepe Corporation Pty Ltd and Vita Pepe	Off market transfer acquisition	\$0.8286	48,045 ordinary shares	0.16%
2/8/2011	Pepe Corporation Pty Ltd and Vita Pepe	Acquisition on ASX	\$1.0200	45,713 ordinary shares	0.15%

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
Jolimont Terrace Investments Pty Ltd	Jolimont Terrace Investments Pty Ltd	N/A	Legal and beneficial ownership	509,303 ordinary shares	1.70%
David Evans	Jolimont Terrace Investments Pty Ltd	N/A	Director of Jolimont Terrace Investments Pty Ltd	509,303 ordinary shares	1.70%
Sonya Rebecca Evans	Jolimont Terrace Investments Pty Ltd	N/A	Control of Jolimont Terrace Investments Pty Ltd	509,303 ordinary shares	1.70%
Silchester Pty Ltd	Silchester Pty Ltd	N/A	Legal and beneficial ownership	456,633 ordinary shares	1.53%
Brian Blythe	Stuart Silchester Pty Ltd	N/A	Control of Silchester Pty Ltd	456,633 ordinary shares	1.53%
Helen Blythe	Mary Silchester Pty Ltd		Greater than 20% voting power in Silchester Pty Ltd	456,633 ordinary shares	1.53%
B R Dixon Investments Pty Ltd	B R Dixon Investments Pty Ltd	N/A	Legal and beneficial ownership	403,960 ordinary shares	1.35%
Bruce Robert Dixon	B R Dixon Investments Pty Ltd	N/A	Greater than 20% voting power in B R Dixon Investments Pty Ltd	403,960 ordinary shares	1.35%
Susan Jane Dixon	B R Dixon Investments Pty Ltd	N/A	Greater than 20% voting power in B R Dixon Investments Pty Ltd	403,960 ordinary shares	1.35%
Pepe Corporation Pty Ltd	Pepe Corporation Pty Ltd	N/A	Legal and beneficial ownership	456,633 ordinary shares	1.53%
Vita Pepe	Pepe Corporation Pty Ltd	N/A	Control of Pepe Corporation Pty Ltd	456,633 ordinary shares	1.53%

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
Jolimont Terrace Investments Pty Ltd	32 Jolimont Terrace, East Melbourne Vic 3002
David and Sonya Evans	6 Moore Street, Hawthorn Vic 3122
Silchester Pty Ltd	387 City Road, South Melbourne Vic 3205

Brian Stuart Blythe and Helen Mary Blythe	Mileura, 3668 Point Nepean Road, Portsea Vic 3944
B R Dixon Investments Pty Ltd	Leebridge Group Pty Ltd, Level 2, 35 Colham Road, Kew Vic 3101
Bruce and Susan 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

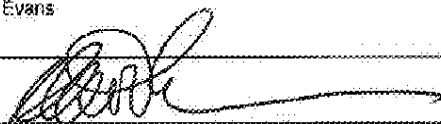
print name

David Evans

capacity

Director of Jolimont Terrace Investments Pty Ltd and agent of substantial holders

sign here



date

11/8/2011

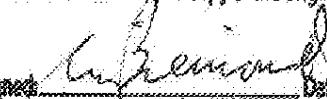
DIRECTIONS

- 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.
- See the definition of "associate" in section 9 of the Corporations Act 2001.
- See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- The voting shares of a company constitute one class unless divided into separate classes.
- The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- Include details of:
 - 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
 - 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.
- 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 on 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.
- 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".
- Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

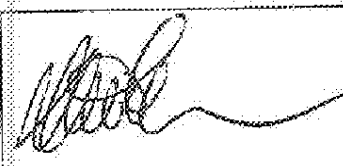
—AUSTRALIAN STANDARD
TRANSFER FORM

I declare that this is a true copy of the original

Signed:  Date: 11/8/11
Jim Diamond (CA318221)
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)			Registrar
FULL DESCRIPTION OF SECURITIES	Ordinary Fully Paid			
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	HRN	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 notary 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		Registrar	
Uncertificated Transferor Identification	SIN/SBN/IPN	HRN	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				
SELLER(S)	 David Evans			Transferor's Broker's Stamp
SIGN HERE	 Sonya Evans			Affixed at on:
Date signed	4/8/2011			FOR COMPANY USE
BUYER(S)	Vita Pepe			
SIGN HERE				
Date signed	3/8/2011			Lodging Agent's Stamp
AUTHORITY TO				

