

MALLESONS STEPHEN JAQUES

The Manager
Company Announcements Office
Australian Securities Exchange
Level 4
20 Bridge Street
SYDNEY NSW 2000

8 November 2011

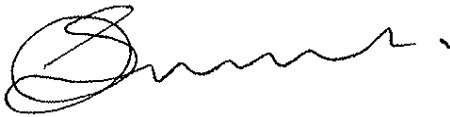
By Fax +61 2 9778 0999

Dear Sir/Madam

Form 604 - Notice of change of interests of substantial holder

Please find attached the notice of change of interests of substantial holder submitted on behalf of WP X Holdings B.V. (a company incorporated under the laws of the Netherlands, Company Number 34281841), in relation to Transpacific Industries Group Limited (ACN 101 155 220), ASX code TPI.

Yours sincerely



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Att.

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Transpacific Industries Group Limited (Transpacific)

ACN/ARSN 101 155 220

1. Details of substantial holder (1)

Name WP X Holdings B.V. (a company incorporated under the laws of the Netherlands (Company Number 34281841)), and each of the entities noted in section 6 other than Perpetual Corporate Trust Limited (Warburg Pincus Group)

ACN/ARSN (if applicable) N/A

There was a change in the interests of the substantial holder on

08 / 11 / 2011

The previous notice was given to the company on

02 / 03 / 2011

The previous notice was dated

02 / 03 / 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	325,826,102	33.92%	535,285,740	35.84%*

*Rounded to the nearest 2 decimal places

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
8/11/2011	WP X Holdings B.V. Warburg Pincus Group	Interest acquired from allotment of new ordinary shares under pro rata participation in institutional component of Transpacific Entitlement Offer	\$0.50 per ordinary share	Increase of 209,459,638 ordinary shares	1.92% increase in voting power*
8/11/2011	Perpetual Corporate Trust	Proportional decrease in interest as pro rata entitlement under Transpacific Entitlement Offer issued to WP X Holdings B.V.	n/a	n/a	0.05% decrease in voting power*

*Rounded to the nearest 2 decimal places

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
WP X Holdings B.V. Warburg Pincus Group	WP X Holdings B.V.	WP X Holdings B.V.	Legal and beneficial owner	533,898,815 ordinary shares	35.74%*
WP X Holdings B.V. Warburg Pincus Group Perpetual Corporate Trust Limited	Perpetual Corporate Trust Limited	WP X Holdings B.V.	Beneficial owner	1,386,925 ordinary shares	0.09%*

*Rounded to the nearest 2 decimal places

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
Perpetual Corporate Trust Limited	Level 12, Angel Place, 123 Pitt Street Sydney NSW 2000
WP X Holdings B.V.	Fred. Roeskestraat 123, 1076EE, Amsterdam, the Netherlands
WP X Luxco S.à.r.l.	412F, route d'Esch, L-1030 Luxembourg
WP X International Investments LLC	1209 Orange Street, Wilmington County of New Castle, Delaware, 19801, United States of America
WP X International Holdings LLC	c/o The Corporation Trust Company, Corporate Trust Centre, 1209 Orange Street, Wilmington County of New Castle, Delaware, 19801, United States of America
Warburg Pincus Private Equity X L.P.	c/o The Corporation Trust Company, Corporate Trust Centre, 1209 Orange Street, Wilmington County of New Castle, Delaware, 19801, United States of America
Warburg Pincus X L.P.	c/o The Corporation Trust Company, Corporate Trust Centre, 1209 Orange Street, Wilmington County of New Castle, Delaware, 19801, United States of America
Warburg Pincus X LLC	c/o The Corporation Trust Company, Corporate Trust Centre, 1209 Orange Street, Wilmington County of New Castle, Delaware, 19801, United States of America
Warburg Pincus & Co	450 Lexington Avenue, New York, NY 10017
Warburg Pincus LLC	450 Lexington Avenue, New York, NY 10017
Charles R. Kaye	c/o Warburg Pincus LLC, 450 Lexington Avenue, New York, NY 10017
Joseph P. Landy	c/o Warburg Pincus LLC, 450 Lexington Avenue, New York, NY 10017

Signature

print name

For: WPX Holdings B.V.
D.P. Stolp

Mr. G.F.X.M. Nieuwenhuizen
Managing Director A

sign here

date / / 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 5 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 606 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.
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