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LAWYERS

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Date	1 December 2011	Number of pages (including this one):	3
Subject	**Qube Logistics Holdings Limited – Form 604 in relation to Kawasaki (Australia) Pty Ltd**		

Please find attached Form 604 *Notice of change of interests of substantial holder* on behalf of Kawasaki (Australia) Pty Ltd.

Yours faithfully
MINTER ELLISON

If you do not receive all pages please telephone +61 3 8608 2740

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme: Qube Logistics Holdings Limited

ACN/ARSN: 149 723 053

1. Details of substantial holder (1)

Name: Kawasaki (Australia) Pty Limited (Kawasaki) and Kawasaki Kisen Kaisha Ltd

ACN/ARSN (if applicable): 000 748 621

There was a change in the interests of the substantial holder on: 29/11/2011

The previous notice was given to the company on: 05/09/2011

The previous notice was dated: 05/09/2011

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	72,700,000	9.06%	54,525,000	6.79%

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
29/11/2011	Kawasaki	Sale of shares on market	$1.35 per share	18,175,000	18,175,000 fully paid ordinary shares
29/11/2011	Kawasaki Kisen Kaisha Ltd	Under section 608(3) of the Corporations Act 2001 (Cth) by reason of having control of Kawasaki	Not applicable	18,175,000	18,175,000 fully paid ordinary shares

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
Kawasaki	Kawasaki	Kawasaki	By virtue of section 608(1)(a) of the Corporations Act 2001 (Cth)	54,525,000	6.79%
Kawasaki Kisen Kaisha Ltd	Kawasaki	Kawasaki	Under section 608(3) of the Corporations Act 2001 (Cth) by reason of having control of Kawasaki	54,525,000	6.79%

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
N/A	

6. Addresses

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

Name	Address
Kawasaki	Level 5, 39-41 Chandos Street, St Leonards, NSW 2065
Kawasaki Kisen Kaisha Ltd	Hibiya Central Building 2-9 Ku Tokyo Nishi-Shinbashi 1-Chome Minato

Signature

print name	Christopher Francis Wareham	capacity	Secretary
sign here	Chr Ware	date	1 / 12 / 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 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 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.

(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.