

MinterEllison

LAWYERS

7 May 2012

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BY FACSIMILE

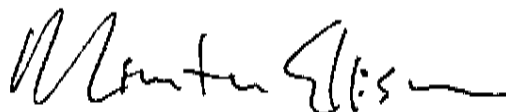
Australian Securities Exchange
Company Announcements Platform

Dear Sirs

Greencross Limited (ASX: GXL) - Form 604 – Notice of change of interests of substantial holder

On behalf of Jolimont Terrace Investments Pty Ltd ACN 128 885 889, Silchester Pty Ltd ACN 005 507 675, B R Dixon Investments Pty Ltd ACN 099 336 455 and Pepe Corporation Pty Ltd ACN 006 690 875, and in accordance with section 671B(1) of the *Corporations Act 2001* (Cth), please find attached a copy of ASIC Form 604 (Notice of change of interests of substantial holder).

Yours faithfully

MINTER ELLISON

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Partner responsible: Bart Oude-Vrielink Direct phone: +61 3 8608 2908

MINTER ELLISON GROUP AND ASSOCIATED OFFICES

ADELAIDE AUCKLAND BEIJING BRISBANE CANBERRA DARWIN GOLD COAST HONG KONG
LONDON MELBOURNE PERTH SHANGHAI SYDNEY ULAANBAATAR WELLINGTON

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 Pepe Corporation Pty Ltd
ACN/ARSN (if applicable) 128 885 889, 005 507 875, 098 336 455 and 006 890 875 respectively

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

3/5/2012

The previous notice was given to this company on

11/8/2011

The previous notice was dated

11/8/2011

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	1,626,529	6.1%	1,600,669	5.1%

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
16/9/2011	Jolimont Terrace Investments Pty Ltd, Sonya Rebecca Evans and David Evans	Receipt of shares issued pursuant to dividend reinvestment plan	Pursuant to the dividend reinvestment plan	12,472 ordinary shares	0.040%
29/9/2011	Jolimont Terrace Investments Pty Ltd, Sonya Rebecca Evans and David Evans	Acquisition on ASX	\$ 1.20 per ordinary share	903 ordinary shares	0.003%
30/9/2011	Jolimont Terrace Investments Pty Ltd, Sonya Rebecca Evans and David Evans	Acquisition on ASX	\$ 1.20 per ordinary share	10,000 ordinary shares	0.032%
3/10/2011	Jolimont Terrace Investments Pty Ltd, Sonya Rebecca Evans and David Evans	Acquisition on ASX	\$ 1.20 per ordinary share	766 ordinary shares	0.002%
2/4/2012	Jolimont Terrace Investments Pty Ltd, Sonya Rebecca Evans and David Evans	Receipt of shares issued pursuant to dividend reinvestment plan	Pursuant to the dividend reinvestment plan	10,121 ordinary shares	0.032%
8/4/2012	Jolimont Terrace Investments Pty Ltd, Sonya Rebecca Evans and David Evans	Disposal on ASX	\$ 2.2500 per ordinary share	5,337 ordinary shares	0.017%
9/4/2012	Jolimont Terrace Investments Pty Ltd, Sonya Rebecca Evans and David Evans	Disposal on ASX	\$ 2.2505 per ordinary share	14,663 ordinary shares	0.047%

13/4/2012	Jolimont Terrace Investments Pty Ltd, Sonya Rebecca Evans and David Evans	Disposal on ASX	\$ 2.2000 per ordinary share	8,028 ordinary shares	0.026%
13/4/2012	Jolimont Terrace Investments Pty Ltd, Sonya Rebecca Evans and David Evans	Disposal on ASX	\$ 2.1111 per ordinary share	7,233 ordinary shares	0.023%
18/4/2012	Jolimont Terrace Investments Pty Ltd, Sonya Rebecca Evans and David Evans	Disposal on ASX	\$ 2.0430 per ordinary share	11,171 ordinary shares	0.036%
19/4/2012	Jolimont Terrace Investments Pty Ltd, Sonya Rebecca Evans and David Evans	Disposal on ASX	\$ 2.0816 per ordinary share	1,489 ordinary shares	0.005%
2/5/2012	Jolimont Terrace Investments Pty Ltd, Sonya Rebecca Evans and David Evans	Disposal on ASX	\$ 2.0099 per ordinary share	5,299 ordinary shares	0.017%
3/5/2012	Jolimont Terrace Investments Pty Ltd, Sonya Rebecca Evans and David Evans	Disposal on ASX	\$ 2.0035 per ordinary share	37,506 ordinary shares	0.119%
16/9/2011	Silchester Pty Ltd, Brian Stuart Blythe and Helen Mary Blythe	Receipt of shares issued pursuant to dividend reinvestment plan	Pursuant to the dividend reinvestment plan	12,471 ordinary shares	0.040%
28/9/2011	Silchester Pty Ltd, Brian Stuart Blythe and Helen Mary Blythe	Acquisition on ASX	\$ 1.20 per ordinary share	903 ordinary shares	0.003%
30/9/2011	Silchester Pty Ltd, Brian Stuart Blythe and Helen Mary Blythe	Acquisition on ASX	\$ 1.20 per ordinary share	10,000 ordinary shares	0.032%
3/10/2011	Silchester Pty Ltd, Brian Stuart Blythe and Helen Mary Blythe	Acquisition on ASX	\$ 1.20 per ordinary share	766 ordinary shares	0.002%
2/4/2012	Silchester Pty Ltd, Brian Stuart Blythe and Helen Mary Blythe	Receipt of shares issued pursuant to dividend reinvestment plan	Pursuant to the dividend reinvestment plan	10,122 ordinary shares	0.032%
6/4/2012	Silchester Pty Ltd, Brian Stuart Blythe and Helen Mary Blythe	Disposal on ASX	\$ 2.2500 per ordinary share	5,337 ordinary shares	0.017%
9/4/2012	Silchester Pty Ltd, Brian Stuart Blythe and Helen Mary Blythe	Disposal on ASX	\$ 2.2505 per ordinary share	14,683 ordinary shares	0.047%
13/4/2012	Silchester Pty Ltd, Brian Stuart Blythe and Helen Mary Blythe	Disposal on ASX	\$ 2.2000 per ordinary share	8,029 ordinary shares	0.026%
13/4/2012	Silchester Pty Ltd, Brian Stuart Blythe and Helen Mary Blythe	Disposal on ASX	\$ 2.1111 per ordinary share	7,232 ordinary shares	0.023%
18/4/2012	Silchester Pty Ltd, Brian Stuart Blythe and Helen Mary Blythe	Disposal on ASX	\$ 2.0430 per ordinary share	11,172 ordinary shares	0.036%
19/4/2012	Silchester Pty Ltd, Brian Stuart Blythe and Helen Mary Blythe	Disposal on ASX	\$ 2.0816 per ordinary share	1,488 ordinary shares	0.005%
2/5/2012	Silchester Pty Ltd, Brian Stuart Blythe and Helen Mary Blythe	Disposal on ASX	\$ 2.0099 per ordinary share	5,299 ordinary shares	0.017%

3/5/2012	Silchester Pty Ltd, Brian Stuart Blythe and Helen Mary Blythe	Disposal on ASX	\$ 2.0035 per ordinary share	37,506 ordinary shares	0.119%
16/9/2011	B R Dixon Investments Pty Ltd Bruce Robert Dixon and Susan Jane Dixon	Receipt of shares issued pursuant to dividend reinvestment plan	Pursuant to the dividend reinvestment plan	12,472 ordinary shares	0.040%
29/9/2011	B R Dixon Investments Pty Ltd Bruce Robert Dixon and Susan Jane Dixon	Acquisition on ASX	\$ 1.20 per ordinary share	903 ordinary shares	0.003%
30/9/2011	B R Dixon Investments Pty Ltd Bruce Robert Dixon and Susan Jane Dixon	Acquisition on ASX	\$ 1.20 per ordinary share	10,000 ordinary shares	0.032%
3/10/2011	B R Dixon Investments Pty Ltd Bruce Robert Dixon and Susan Jane Dixon	Acquisition on ASX	\$ 1.20 per ordinary share	766 ordinary shares	0.002%
2/4/2012	B R Dixon Investments Pty Ltd Bruce Robert Dixon and Susan Jane Dixon	Receipt of shares issued pursuant to dividend reinvestment plan	Pursuant to the dividend reinvestment plan	10,121 ordinary shares	0.032%
8/4/2012	B R Dixon Investments Pty Ltd Bruce Robert Dixon and Susan Jane Dixon	Disposal on ASX	\$ 2.2500 per ordinary share	5,337 ordinary shares	0.017%
9/4/2012	B R Dixon Investments Pty Ltd Bruce Robert Dixon and Susan Jane Dixon	Disposal on ASX	\$ 2.2505 per ordinary share	14,663 ordinary shares	0.047%
13/4/2012	B R Dixon Investments Pty Ltd Bruce Robert Dixon and Susan Jane Dixon	Disposal on ASX	\$ 2.2000 per ordinary share	8,028 ordinary shares	0.026%
13/4/2012	B R Dixon Investments Pty Ltd Bruce Robert Dixon and Susan Jane Dixon	Disposal on ASX	\$ 2.1111 per ordinary share	7,234 ordinary shares	0.023%
18/4/2012	B R Dixon Investments Pty Ltd Bruce Robert Dixon and Susan Jane Dixon	Disposal on ASX	\$ 2.0430 per ordinary share	11,171 ordinary shares	0.036%
19/4/2012	B R Dixon Investments Pty Ltd Bruce Robert Dixon and Susan Jane Dixon	Disposal on ASX	\$ 2.0816 per ordinary share	1,489 ordinary shares	0.005%
2/5/2012	B R Dixon Investments Pty Ltd Bruce Robert Dixon and Susan Jane Dixon	Disposal on ASX	\$ 2.0099 per ordinary share	5,299 ordinary shares	0.017%
3/5/2012	B R Dixon Investments Pty Ltd Bruce Robert Dixon and Susan Jane Dixon	Disposal on ASX	\$ 2.0035 per ordinary share	37,505 ordinary shares	0.119%
16/9/2011	Pepe Corporation Pty Ltd and Vita Pepe	Receipt of shares issued pursuant to dividend reinvestment plan	Pursuant to the dividend reinvestment plan	12,471 ordinary shares	0.040%
26/9/2011	Pepe Corporation Pty Ltd and Vita Pepe	Acquisition on ASX	\$ 1.20 per ordinary share	903 ordinary shares	0.003%
27/9/2011	Pepe Corporation Pty Ltd and Vita Pepe	Acquisition on ASX	\$ 1.20 per ordinary share	10,000 ordinary shares	0.032%
28/9/2011	Pepe Corporation Pty Ltd and Vita Pepe	Acquisition on ASX	\$ 1.20 per ordinary share	766 ordinary shares	0.002%
2/4/2012	Pepe Corporation Pty Ltd and Vita Pepe	Receipt of shares issued pursuant to dividend reinvestment plan	Pursuant to the dividend reinvestment plan	10,122 ordinary shares	0.032%
8/4/2012	Pepe Corporation Pty Ltd and Vita Pepe	Disposal on ASX	\$ 2.2500 per ordinary share	5,338 ordinary shares	0.017%

9/4/2012	Pepe Corporation Pty Ltd and Vita Pepe	Disposal on ASX	\$ 2.2505 per ordinary share	14,662 ordinary shares	0.047%
13/4/2012	Pepe Corporation Pty Ltd and Vita Pepe	Disposal on ASX	\$ 2.2000 per ordinary share	8,029 ordinary shares	0.026%
13/4/2012	Pepe Corporation Pty Ltd and Vita Pepe	Disposal on ASX	\$ 2.1111 per ordinary share	7,232 ordinary shares	0.023%
18/4/2012	Pepe Corporation Pty Ltd and Vita Pepe	Disposal on ASX	\$ 2.0430 per ordinary share	11,172 ordinary shares	0.036%
18/4/2012	Pepe Corporation Pty Ltd and Vita Pepe	Disposal on ASX	\$ 2.0816 per ordinary share	1,488 ordinary shares	0.005%
2/5/2012	Pepe Corporation Pty Ltd and Vita Pepe	Disposal on ASX	\$ 2.0099 per ordinary share	5,299 ordinary shares	0.017%
3/5/2012	Pepe Corporation Pty Ltd and Vita Pepe	Disposal on ASX	\$ 2.0035 per ordinary share	37,506 ordinary shares	0.116%

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 (6)	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	400,165 ordinary shares	1,273%
David Evans	Jolimont Terrace Investments Pty Ltd	N/A	Director of Jolimont Terrace Investments Pty Ltd	400,165 ordinary shares	1,273%
Sonya Rebecca Evans	Jolimont Terrace Investments Pty Ltd	N/A	Control of Jolimont Terrace Investments Pty Ltd	400,165 ordinary shares	1,273%
Silchester Pty Ltd	Silchester Pty Ltd	N/A	Legal and beneficial ownership	400,169 ordinary shares	1,273%
Brian Stuart Blythe	Silchester Pty Ltd	N/A	Control of Silchester Pty Ltd	400,169 ordinary shares	1,273%
Helen Mary Blythe	Silchester Pty Ltd	N/A	Greater than 20% voting power in Silchester Pty Ltd	400,169 ordinary shares	1,273%
B R Dixon Investments Pty Ltd	B R Dixon Investments Pty Ltd	N/A	Legal and beneficial ownership	400,166 ordinary shares	1,273%
Bruce Robert Dixon	B R Dixon Investments Pty Ltd	N/A	Greater than 20% voting power in B R Dixon Investments Pty Ltd	400,166 ordinary shares	1,273%
Susan Jane Dixon	B R Dixon Investments Pty Ltd	N/A	Greater than 20% voting power in B R Dixon Investments Pty Ltd	400,166 ordinary shares	1,273%
Pepe Corporation Pty Ltd	Pepe Corporation Pty Ltd	N/A	Legal and beneficial ownership	400,169 ordinary shares	1,273%
Vita Pepe	Pepe Corporation Pty Ltd	N/A	Control of Pepe Corporation Pty Ltd	400,169 ordinary shares	1,273%

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 Evans and Sonya Rebecca Evans	5 Moore Street, Hawthorn Vic 3122
Silchester Pty Ltd	387 City Road, South Melbourne Vic 3206
Brian Stuart Blythe and Helen Mary Blythe	'Mileura', 3568 Point Nepean Road, Portsea Vic 3944
B R Dixon Investments Pty Ltd	Leebridge Group Pty Ltd, Level 2, 95 Gotham Road, Kew Vic 3101
Bruce Robert Dixon and Susan Jane 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

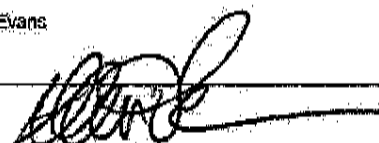
Signature

print name David Evans

capacity

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

sign here



date

7/5/2012

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.
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