

14 March 2014

Dividend Payment and Dividend Reinvestment Plan Price

Greencross Limited ("Greencross" and "the Company") advises that the fully franked interim dividend for the period ending 31 December 2013 of 5.5 cents per share was paid to shareholders today.

The Company's dividend reinvestment plan ("DRP") was active for the interim dividend. The price at which shares were issued pursuant to the DRP is \$7.80 per share. The DRP price represents a 2.5% discount to the arithmetic average of the daily volume weighted average market price of all shares sold in the ordinary course of trading on ASX during the 10 trading days immediately following the record date of 21 February 2014.

The Company advises that 636,087 shares were issued pursuant to Greencross' DRP. Out of this total, 81,619 shares were issued to Greencross shareholders who elected to participate in the DRP with the balance being underwritten by Macquarie Capital (Australia) Limited. All new shares were issued at the DRP price of \$7.80.

Please find following a copy of the Appendix 3B and the Appendix 3Y in relation to the new issue of shares under the DRP.

-ENDS-

ABOUT GREENCROSS

Greencross' foundations date back to 1994 and the Company has grown to become Australasia's pet specialist of choice through the acquisition and integration of 103 veterinary practices and 130 large format pet retail outlets in Australia and New Zealand. On 31 January 2014, Greencross acquired Mammoth, resulting in Greencross becoming Australasia's largest integrated consumer-facing pet care company.

Greencross' strategy is to continue to consolidate the fragmented veterinary services and pet accessories and pet food supply industries in Australia. Greencross is focused on delivering exceptional veterinary medicine, pet foods and products and levels of care to its customers and pets.

For media and investor enquiries please contact Robert Wruck, Consultant, Investor Relations Phone: (02) 8595 3313

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

GREENCROSS LIMITED

ABN

58 119 778 862

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

1 *Class of *securities issued or to be issued

Fully paid ordinary shares

- 2 Number of *securities issued or to be issued (if known) or maximum number which may be issued
- Principal terms of the 3 +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion)
- 81,619
 554,468
- 1. As per other fully paid ordinary shares already quoted
- 2. As per other fully paid ordinary shares already quoted

⁺ See chapter 19 for defined terms.

4	 Do the *securities rank equally in all respects from the *issue date with an existing *class of quoted *securities? If the additional *securities do not rank equally, please state: the date from which they do the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	1. Yes 2. Yes
5	Issue price or consideration	1. \$7.80 2. \$7.80
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	 Issue of shares pursuant to the Company's dividend reinvestment plan Issue of shares to sophisticated and professional investors, being for the short fall in relation to the Company's dividend reinvestment plan
6a	Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A? If Yes, complete sections 6b – 6h	No.
	<i>in relation to the</i> + <i>securities the</i> <i>subject of this Appendix</i> 3 <i>B</i> , and comply with section 6i	
6b	The date the security holder resolution under rule 7.1A was passed	Not applicable.
бс	Number of ⁺ securities issued without security holder approval under rule 7.1	Not applicable.

⁺ See chapter 19 for defined terms.

- 6d Number of *securities issued with security holder approval under rule 7.1A
- 6e Number of *securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)
- 6f Number of +securities issued under an exception in rule 7.2
- 6g If *securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the *issue date and both values. Include the source of the VWAP calculation.
- 6h If *securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements
- 6i Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements
- 7 ⁺Issue dates

Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.

Cross reference: item 33 of Appendix 3B.

8 Number and ⁺class of all ⁺securities quoted on ASX (*including* the ⁺securities in section 2 if applicable)

Number	+Class
90,893,174	Fully paid ordinary shares

Not applicable.

Not applicable.

Not applicable.

Not applicable.

Not applicable.

12,996,338

13 March 2014

+ See chapter 19 for defined terms.

9 Number and ⁺class of all ⁺securities not quoted on ASX (*including* the ⁺securities in section 2 if applicable)

Number	+Class
Nil	-

Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests) Shares will rank pari passu with all existing fully paid ordinary shares.

Part 2 - Pro rata issue

11	Is security holder approval required?
12	Is the issue renounceable or non- renounceable?
13	Ratio in which the ⁺ securities will be offered
14	⁺ Class of ⁺ securities to which the offer relates
15	⁺ Record date to determine entitlements
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?
17	Policy for deciding entitlements in relation to fractions
18	Names of countries in which the entity has security holders who will not be sent new offer documents
	Note: Security holders must be told how their entitlements are to be dealt with.
	Cross reference: rule 7.7.

⁺ See chapter 19 for defined terms.

19	Closing date for receipt of acceptances or renunciations	
20	Names of any underwriters	
21	Amount of any underwriting fee or commission	
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	
25	If the issue is contingent on security holders' approval, the date of the meeting	
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	
28	Date rights trading will begin (ifapplicable)	
29	Date rights trading will end (if applicable)	
30	How do security holders sell their entitlements <i>in full</i> through a broker?	
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the	

⁺ See chapter 19 for defined terms.

	balance?	
32	How do security holders dispose of their entitlements (except by sale through a broker)?	
33	⁺ Issue date	

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of ⁺securities (*tick one*)

(b)

- (a) +Securities described in Part 1
 - All other +securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you	are providing	the informatio	n or
documents			

- 35 If the *securities are *equity securities, the names of the 20 largest holders of the additional *securities, and the number and percentage of additional *securities held by those holders
- If the *securities are *equity securities, a distribution schedule of the additional *securities setting out the number of holders in the categories
 1 1,000
 1,001 5,000
 5,001 10,000
 100,000
 100,000
 100,000
 100,000
 100,000

A copy of any trust deed for the additional *securities

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⁺ See chapter 19 for defined terms.

Entities that have ticked box 34(b)

- Number of *+*securities for which 38 +quotation is sought +Class of +securities for which 39 quotation is sought Do the ⁺securities rank equally in 40 all respects from the +issue date with an existing ⁺class of quoted +securities? If the additional ⁺securities do not rank equally, please state: • the date from which they do the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment the extent to which they do • not rank equally, other than in relation to the next dividend, distribution interest or payment Reason for request for quotation 41 now Example: In the case of restricted securities, end of restriction period (if issued upon conversion of another *+*security, clearly identify that other +security) Number +Class Number and ⁺class of all 42 +securities quoted on ASX
- (*including* the ⁺securities in clause 38)

+ See chapter 19 f	for defined terms.
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Quotation agreement

- ¹ ⁺Quotation of our additional ⁺securities is in ASX's absolute discretion. ASX may quote the ⁺securities on any conditions it decides.
- 2 We warrant the following to ASX.
 - The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
 - There is no reason why those +securities should not be granted +quotation.
 - An offer of the ⁺securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any *securities to be quoted and that no-one has any right to return any *securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the *securities be quoted.
- If we are a trust, we warrant that no person has the right to return the ⁺securities to be quoted under section 1019B of the Corporations Act at the time that we request that the ⁺securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before 'quotation of the 'securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:

Date: 14 March 2014

Company Secretary

Print name: Wesley Coote

⁺ See chapter 19 for defined terms.

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Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

Part 1

Rule 7.1 – Issues exc	ceeding 15% of capital
Step 1: Calculate "A", the base figue capacity is calculated	ure from which the placement
<i>Insert</i> number of fully paid ⁺ ordinary securities on issue 12 months before the ⁺ issue date or date of agreement to issue	36,979,406
 Add the following: Number of fully paid ⁺ordinary securities issued in that 12 month period under an exception in rule 7.2 Number of fully paid ⁺ordinary securities issued in that 12 month period with shareholder approval Number of partly paid ⁺ordinary securities that became fully paid in that 12 month period 	 106,754 Ordinary Shares – 27 March 2013 Issue of shares being for the short fall in relation to the Company's dividend reinvestment plan. 10,000 Ordinary Shares – 5 April 2013 Exercise of Share Options pursuant to the rules of the Company's Senior Management Option Plan 10,000 Ordinary Shares – 13 May 2013 Exercise of Share Options pursuant to the rules of the Company's Senior Management Option Plan 20,000 Ordinary Shares – 6 June 2013 Exercise of Share Options pursuant to the rules of the Company's Senior Management Option Plan 20,000 Ordinary Shares – 6 June 2013 Exercise of Share Options pursuant to the rules of the Company's Senior Management Option Plan 30,000 Ordinary Shares – 25 June 2013 Exercise of Share Options pursuant to the rules of the Company's Senior Management Option Plan 10,000 Ordinary Shares – 1 July 2013 Exercise of Share Options pursuant to the rules of the Company's Senior Management Option Plan 10,000 Ordinary Shares – 1 July 2013 Exercise of Share Options pursuant to the rules of the Company's Senior Management Option Plan 25,000 Ordinary Shares – 4 July 2013 Exercise of Share Options pursuant to the rules of the Company's Senior Management Option Plan 20,000 Ordinary Shares – 18 July 2013 Exercise of Share Options pursuant to the rules of the Company's Senior Management Option Plan 20,000 Ordinary Shares – 18 July 2013 Exercise of Share Options pursuant to the rules of the Company's Senior Management Option Plan 218,439 Ordinary Shares – 22 March 2013 Issue of shares pursuant to the Company's dividend reinvestment plan. Exempt per rule 7.2

⁺ See chapter 19 for defined terms.

Step 2: Calculate 15% of "A"	
"B"	0.15
<i>Multiply</i> "A" by 0.15	13,550,806
Step 3: Calculate "C", the amount 7.1 that has already been used	of placement capacity under rule
<i>Insert</i> number of ⁺ equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:	 554,468 Ordinary Shares – 14 March 2014 Issue of shares being for the short fall in relation to the Company's dividend reinvestment plan.
• Under an exception in rule 7.2	
Under rule 7.1A	
• With security holder approval under rule	

⁺ See chapter 19 for defined terms.

7.1 or rule 7.4	
"C"	0
Step 4: Subtract "C" from ["A" x "I	D ²¹ to coloridate remaining
placement capacity under rule 7.1	B [*]] to calculate remaining
	12,996,338
placement capacity under rule 7.1	

⁺ See chapter 19 for defined terms.

Part 2

Rule 7.1A – Additional placem	ent capacity for eligible entities
Step 1: Calculate "A", the base figue capacity is calculated	are from which the placement
"A"	
Step 2: Calculate 10% of "A"	
"D"	0.10
<i>Multiply</i> "A" by 0.10	
Step 3: Calculate "E", the amount of 7.1A that has already been used	of placement capacity under rule
<i>Insert</i> number of ⁺ equity securities issued or agreed to be issued in that 12 month period under rule 7.1A	
"E"	

⁺ See chapter 19 for defined terms.

Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A	
"A" x 0.10	
Subtract "E"	
<i>Total</i> ["A" x 0.10] – "E"	

⁺ See chapter 19 for defined terms.

Appendix 3Y

Rule 3.19A.2

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity	GREENCROSS LIMITED
ABN	58 119 778 862

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	STUART BRUCE JAMES
Date of last notice	19/11/13

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	INDIRECT
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Stuart Bruce James and Gillian Doreen James as trustee for the S B James Super Fund A/C – Stuart is a trustee and beneficiary of this super fund
Date of change	14/03/14
No. of securities held prior to change	S B James Super Fund A/C 1,806,357
Class	ORDINARY
Number acquired	12,737
Number disposed	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$99,349.64
No. of securities held after change	S B James Super Fund A/C 1,806,357

⁺ See chapter 19 for defined terms.

Nature of change	Shares issued under the Company's Dividend
Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Reinvestment Plan.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – Closed period

Were the interest in the securities or contracts detailed above traded during a closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during the period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.

Appendix 3Y

Rule 3.19A.2

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity	GREENCROSS LIMITED
ABN	58 119 778 862

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	ANDREW GEDDES
Date of last notice	24/09/2013

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	INDIRECT
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Aspen Cove Super Fund Account- Andrew Geddes is a beneficiary of the Aspen Cove Super Fund.
Date of change	14/03/14
No. of securities held prior to change	Aspen Cove Super Fund 234,337
Class	ORDINARY
Number acquired	1,652
Number disposed	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$12,888.54
No. of securities held after change	Aspen Cove Super Fund 235,989

⁺ See chapter 19 for defined terms.

Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Shares issued under the Company's Dividend Reinvestment Plan

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – Closed period

Were the interest in the securities or contracts detailed above traded during a closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during the period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.