

## Form 604

Corporations Act 2001  
Section 671B

### Notice of change of interests of substantial holder

To Company Name/Scheme Specialty Fashion Group Limited  
151-163 Wyndham Street  
ALEXANDRIA NSW 2015

ACN/ARSN 057 569 169

#### 1. Details of substantial holder (1)

Name Lazard Asset Management Pacific Co  
ACN/ARSN (if applicable) ACN 064 523 619

There was a change in the interests of the substantial holder on 20/02/2015

The previous notice was given to the company on 25/03/2013

The previous notice was dated 25/03/2013

#### 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	20,710,484	10.77%	23,163,294	12.05%

#### 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
See Annexure B					

#### 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
See Annexure C					

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## 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
See Annexure A	Related bodies corporate

## 6. Addresses

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

Name	Address
Lazard Asset Management Pacific Co and its associates listed in Annexure A	Level 39, Gateway 1 Macquarie Place SYDNEY NSW 2000

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## Signature

print name **Apnavi Saddington**

capacity **Company Secretary**

**sign here**

date

24 February 2015

### 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 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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## **Annexure 'A'**

This is Annexure A of 1 page referred to in Form 604 Notice of change of interests of substantial holder signed by me and dated 24 February 2015.

Apnavi Saddington  
Company Secretary

24 February 2015  
Dated

### **Associates of Lazard Asset Management Pacific Co. ACN 064 523 619**

Lazard Ltd  
Lazard Group LLC  
Lazard Frères & Co LLC  
Lazard Asset Management LLC  
Lazard Brothers & Co., Ltd.  
Lazard Asset Management (Canada), Inc.  
Lazard Pension Management, Inc  
Lazard Asset Management Limited, London  
Lazard Japan Asset Management KK  
Deutsche Lazard Asset Management Holding GmbH  
Lazard Asset Management (Deutschland) GmbH  
Lazard Funds Marketing GmbH, Frankfurt  
Lazard Alternatives LLC  
Lazard Investment Funds Limited, Dublin  
Lazard Fund Managers (Ireland) Limited  
Lazard Fund Managers Limited, London  
Lazard Debt Recovery Management LLC  
LAMP Administration Pty Ltd  
Lazard Pty Ltd  
LCW Private Equity Pty Ltd  
Lazard Asset Management (Hong Kong) Limited  
Lazard Korea Asset Management Co. Ltd  
Lazard Asset Management Securities LLC  
Lazard Asset Management (Singapore) Pte Ltd  
Lazard Asset Management Schweiz AG

## **Annexure 'B'**

This is Annexure B of 4 pages referred to in Form 604, Notice of change of interests of substantial holder, signed by me and dated 24 February 2015.

Apnavi Saddington  
Company Secretary

24 February 2015  
Dated

Lazard Asset Management Pacific Co  
ACN: 064 523 619

## Annexure B - Changes in relevant interests

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change AUD	Class and number of securities affected (All ordinary securities)	Person's votes affected
22/03/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 465,575.59	431,959	431,959
04/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 33,055.01	27,561	27,561
05/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 63,735.41	55,419	55,419
11/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 62,124.24	50,754	50,754
12/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 106,143.53	86,329	86,329
15/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 87,196.27	72,667	72,667
17/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 44,001.96	36,533	36,533
23/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 233,485.20	200,000	200,000
24/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 175,862.25	150,000	150,000
30/04/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 126,033.45	107,857	107,857
17/05/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 300,336.09	297,199	297,199
23/07/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 49,675.22	58,710	58,710
23/07/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 565,456.52	668,300	668,300
23/07/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 44,658.63	52,781	52,781
23/07/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 16,372.27	19,350	19,350
23/07/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 15,077.72	17,820	17,820
23/07/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 10,519.72	12,433	12,433
23/07/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 30,970.23	36,603	36,603
23/07/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 731,767.47	865,997	865,997
11/11/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 12,967.86	15,000	15,000
29/11/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 160,070.77	172,734	172,734
29/11/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 81,272.74	92,567	92,567
29/11/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 502,523.29	542,278	542,278
29/11/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 255,145.16	290,602	290,602
29/11/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 285,513.94	308,101	308,101
29/11/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 144,962.90	165,108	165,108
29/11/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 39,758.68	42,904	42,904
29/11/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 20,186.71	22,992	22,992
29/11/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 12,443.59	13,428	13,428
29/11/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 6,318.00	7,196	7,196
29/11/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 11,950.59	12,896	12,896
29/11/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 6,067.78	6,911	6,911
29/11/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 5,771.43	6,228	6,228
29/11/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 2,930.72	3,338	3,338
29/11/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 9,362.34	10,103	10,103
29/11/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 4,753.43	5,414	5,414
02/12/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 121,650.66	136,611	136,611
02/12/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 68,939.92	77,418	77,418

## Annexure B - Changes in relevant interests

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change AUD	Class and number of securities affected (All ordinary securities)	Person's votes affected
02/12/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 8,842.56	9,930	9,930
02/12/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 2,429.25	2,728	2,728
02/12/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 2,425.69	2,724	2,724
13/12/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 368,175.74	392,030	392,030
13/12/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 368,175.74	392,030	392,030
16/12/2013	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 16,143.80	18,674	18,674
11/04/2014	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 120,838.53	134,391	134,391
11/04/2014	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 120,705.67	134,391	134,391
26/08/2014	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 101,443.78	111,342	111,342
26/08/2014	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 56,984.79	62,545	62,545
26/08/2014	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 18,045.26	19,806	19,806
26/08/2014	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 4,000.64	4,391	4,391
26/08/2014	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 3,827.54	4,201	4,201
27/08/2014	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 20,521.63	22,340	22,340
27/08/2014	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 11,527.57	12,549	12,549
27/08/2014	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 3,650.54	3,974	3,974
27/08/2014	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 809.29	881	881
27/08/2014	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 774.39	843	843
28/08/2014	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 20,909.76	22,718	22,718
28/08/2014	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 11,745.29	12,761	12,761
28/08/2014	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 3,719.36	4,041	4,041
28/08/2014	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 824.69	896	896
28/08/2014	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 788.80	857	857
29/10/2014	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 475,112.46	567,661	567,661
29/10/2014	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 270,700.47	323,431	323,431
29/10/2014	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 80,223.11	95,850	95,850
29/10/2014	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 16,892.47	20,183	20,183
29/10/2014	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 15,556.67	18,587	18,587
29/10/2014	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 858,485.18	1,025,712	1,025,712
15/01/2015	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 3,783.34	5,000	5,000
20/01/2015	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 3,500.82	4,793	4,793
21/01/2015	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 2,809.54	3,900	3,900
22/01/2015	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 4,099.06	5,690	5,690
23/01/2015	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 7,821.34	10,857	10,857
29/01/2015	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 3,442.05	4,778	4,778
02/02/2015	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 110,782.50	153,780	153,780
06/02/2015	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 6,903.56	9,583	9,583
09/02/2015	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 2,423.39	3,371	3,371

### Annexure B - Changes in relevant interests

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change AUD	Class and number of securities affected (All ordinary securities)	Person's votes affected
11/02/2015	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 27,938.40	38,782	38,782
12/02/2015	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 232,687.91	323,000	323,000
16/02/2015	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 7,295.46	10,127	10,127
19/02/2015	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 3,890.13	5,400	5,400
20/02/2015	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 441,564.57	612,947	612,947

## **Annexure 'C'**

This is Annexure C of 2 pages referred to in Form 604, Notice of change of interests of substantial holder, signed by me and dated 24 February 2015.

Apnavi Saddington  
Company Secretary

24 February 2015  
Dated

Lazard Asset Management Pacific Co  
ACN: 064 523 619

Form 604  
Annexure C - Present Relevant Interests

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
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	BNP Paribas Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 8,279,952	Ordinary – 8,279,952
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 851,492	Ordinary – 851,492
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	JP Morgan Chase Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 7,769,062	Ordinary – 7,769,062
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	National Australia Bank	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 4,441,201	Ordinary – 4,441,201
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	National Australia Bank	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 1,300,762	Ordinary – 1,300,762
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	National Australia Bank	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 271,879	Ordinary – 271,879
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	National Australia Bank	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Ordinary – 248,946	Ordinary – 248,946