

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**

Company Name/Scheme Bradken Limited

ACN/ARSN 108 693 009

**1. Details of Substantial Holder (1)**

Name AustralianSuper Pty Ltd

ACN/ARSN (if applicable) 006 457 987

There was a change in the interests of the  
substantial holder on 28 / 02 / 2014

The previous notice was given to the company on 06 / 12 / 2013

The previous notice was dated 06 / 12 / 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	9,164,192	5.41%	10,858,660	6.42

**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	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
REFER ATTACHED					

**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
AustralianSuper Pty Ltd	JPMorgan Nominees Australia Ltd	JPMorgan Nominees Australia Ltd	Shareholder	ORD 10,858,660	10,858,660

## 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
AustralianSuper Pty Ltd	Level 33, 50 Lonsdale Street Melbourne VIC 3000

## Signature

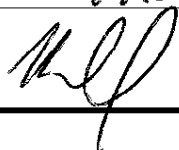
print name

TIM KELLY

capacity

SENIOR MANAGER

sign here



date

12/3/14

## 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.

**BRADKEN LIMITED**

<b>Security</b>	<b>Currency</b>	<b>Transaction</b>	<b>Date</b>	<b>Units</b>	<b>Price</b>
B013SX6	AUD	Share sale	17/12/2013	51903	5.5074
B013SX6	AUD	Share purchase	18/12/2013	4324	5.164699
B013SX6	AUD	Share purchase	19/12/2013	33756	5.2475
B013SX6	AUD	Share purchase	19/12/2013	10554	5.2947
B013SX6	AUD	Share sale	23/12/2013	2000	5.64
B013SX6	AUD	Share sale	31/12/2013	2400	6.19
B013SX6	AUD	Share purchase	2/01/2014	2400	5.98
B013SX6	AUD	Share sale	6/01/2014	3000	5.97
B013SX6	AUD	Share sale	7/01/2014	1000	5.875
B013SX6	AUD	Share sale	8/01/2014	25754	5.646
B013SX6	AUD	Share purchase	10/01/2014	3000	5.58
B013SX6	AUD	Share purchase	16/01/2014	681	5.36
B013SX6	AUD	Share purchase	17/01/2014	1600	5.345
B013SX6	AUD	Share purchase	22/01/2014	368	5.431495
B013SX6	AUD	Share purchase	4/02/2014	1050	4.95
B013SX6	AUD	Share purchase	5/02/2014	22764	4.8435
B013SX6	AUD	Share purchase	6/02/2014	2000	4.8359
B013SX6	AUD	Share purchase	10/02/2014	1550	5.22
B013SX6	AUD	Share purchase	11/02/2014	2300	4.69
B013SX6	AUD	Share purchase	11/02/2014	2400	4.739967
B013SX6	AUD	Share purchase	11/02/2014	41087	4.6893
B013SX6	AUD	Share purchase	12/02/2014	435395	4.6
B013SX6	AUD	Share sale	12/02/2014	1050	4.66
B013SX6	AUD	Share purchase	12/02/2014	2135	4.64
B013SX6	AUD	Share sale	13/02/2014	1100	4.58
B013SX6	AUD	Share purchase	13/02/2014	33224	4.6043
B013SX6	AUD	Share purchase	14/02/2014	5150	4.493204
B013SX6	AUD	Share sale	14/02/2014	1035	4.48
B013SX6	AUD	Share purchase	17/02/2014	350	4.415
B013SX6	AUD	Share purchase	18/02/2014	408	4.438995
B013SX6	AUD	Share purchase	18/02/2014	35335	4.4499
B013SX6	AUD	Share purchase	19/02/2014	35376	4.4799
B013SX6	AUD	Share purchase	20/02/2014	68332	4.5252
B013SX6	AUD	Share purchase	21/02/2014	41606	4.5692
B013SX6	AUD	Share purchase	24/02/2014	41000	4.5624
B013SX6	AUD	Share purchase	25/02/2014	34037	4.5288
B013SX6	AUD	Share purchase	26/02/2014	34481	4.5743
B013SX6	AUD	Share purchase	26/02/2014	27522	4.5788
B013SX6	AUD	Share sale	27/02/2014	2300	4.35