

**Form 604**

Corporations Act 2001  
Section 671B

**Notice of change of interests of substantial holder**

To Company Name/Scheme AGRICULTURAL LAND TRUST

ACN/ARSN 096 588 046

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

Name WESTRALIA PROPERTY HOLDINGS PTY LTD

ACN/ARSN (if applicable) 130 230 607

There was a change in the interests of the substantial holder on 15/3/13  
 The previous notice was given to the company on 27/9/11  
 The previous notice was dated 27/9/11

**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 which 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 (6)
<u>See Annexure A</u>				

**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
<u>See Annexure A</u>					

**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
<u>See Annexure A</u>					

**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	

**6. Addresses**

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

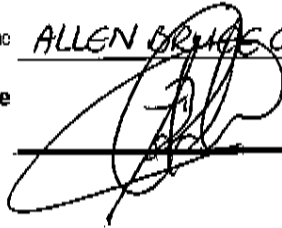
Name	Address
See Annexure A	

**Signature**

print name ALLEN BRUCE CARATTI

capacity DIRECTOR

sign here



date 15 103 113

**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.

## ANNEXURE A

**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 had a relevant interest 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	Previous Notice		Present Notice	
	Person's Votes	Voting Power	Person's Votes	Voting Power
Ordinary units	21,809,357	21.80%	24,941,011	24.69%

**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	Consideration given in relation to change	Class * and No. of Securities	Person's votes affected
14/03/13	Westralia Property Holdings Pty Ltd	Off market purchase	\$57,000.00 (9.5c per unit)	600,000	600,000
25/10/12	Richtide Investments Pty Ltd	Off market purchase	\$164,850.53 (0.13c per unit)	1,268,081	1,268,081
15/03/13	TAAC Pty Ltd	Association	N/A	963,573	963,573

\* All securities are fully paid ordinary units

**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	Nature of relevant interest	Class * and No. of Securities	Person's Votes
Westralia Property Holdings Pty Ltd			Holder of securities	22,709,357	22,709,357
TAAC Pty Ltd			Holder of securities	963,573	963,573
Richtide Investments Pty Ltd			Holder of securities	1,268,081	1,268,081

\* All securities are ordinary shares

**5. Changes in association**

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association with, the substantial holder in relation to voting interest in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of Associations
Richtide Investments Pty Ltd	Director is related to sole director of Westralia Property Holdings
TAAC Pty Ltd	Sole director of Westralia Property Holdings is a director of TAAC Pty Ltd

**6. Addresses**

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

Holder of relevant interest	Address
Westralia Property Holdings Pty Ltd	48 Wickham Street, East Perth, WA 6004
Richtide Investments Pty Ltd	PO Box 1130, Canning Bridge, Applecross WA 6153
TAAC Pty Ltd	48 Wickham Street, East Perth, WA 6004