

9 October 2015

Level 19, 31 Queen Street Melbourne VIC 3000 Australia telephone 03 8616 1957 facsimile 03 8616 1111 www.greencapecapital.com ABN 98 120 328 529 AFSL 303903

The Manager Company Announcements Office ASX Limited 20 Bridge Street SYDNEY NSW 2000

By electronic lodgement

Dear Sir/Madam

Re: Notice of change of interests of substantial holder ~ Recall Holdings Limited (REC)

We enclose notice of change of interests of substantial holder in Recall Holdings Limited. This notice is given by Greencape Capital Pty Ltd.

Yours faithfully

Melissa Robinson Company Secretary

Yeuna & Boinson

attach

Form 604

Corporations Act 2001 Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Recall Holdings Limited

ACN/ARSN 116 537 832

1. Details of substantial holder(1)

Name Greencape Capital Pty Ltd

ACN/ARSN (if applicable) 120 328 529

There was a change in the interests of the substantial holder on **06/10/2015**

The previous notice was given to the company on 22/06/2015

The previous notice was dated 22/06/2015

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:

Classof securities (4)		Previous notice	Present notice		
	Person's votes	Voting power (5)	Person's votes	Voting power (5)	
Ordinary Fully Paid	19,076,330	6.08%	22,499,968	7.16%	

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	Nature of change (6)	Consideration given in relation to	Class and number of	Person's votes
	interest changed		change (7)	securities affected	affected
Refer	Greencape Capital	Refer	Refer	Refer	Refer
Annexure 1	Pty Ltd	Annexure 1	Annexure 1	Annexure 1	Annexure 1

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
Greencape Capital Pty Ltd	BNP Paribas Nominees Pty Limited	BNP Paribas Nominees Pty Limited	Ordinary Fully Paid securities purchased and sold on market and acquired (via off market transfer) by Challenger Limited (and it's entities listed in Annexure 2) and obtain a relevant interest by virtue of section 608(3) of the Corporations Act 2001.	746,833 (Ordinary Fully Paid)	746,833
Greencape Capital Pty Ltd	Citicorp Nominees Pty Limited	Citicorp Nominees Pty Limited	As above	4,983,552 (Ordinary Fully Paid)	4,983,552
Greencape Capital Pty Ltd	J P Morgan Nominees Australia Limited	J P Morgan Nominees Australia Limited	As above	5,975,481 (Ordinary Fully Paid)	5,975,481
Greencape Capital Pty Ltd	National Nominees Limited	National Nominees Limited	As above	6,669,799 (Ordinary Fully Paid)	6,669,799
Greencape Capital Pty Ltd	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	As above	4,124,303 (Ordinary Fully Paid)	4,124,303

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	N/A

6. Addresses

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

Name	Address
Greencape Capital Pty Ltd	Level 15, 255 Pitt Street, Sydney NSW 2000

Signature

print name Melissa Robinson Capacity Company Secretary

Yeuna & Boinson

date **09/10/2015**

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.

Yeuna & Evinnon

Melissa Robinson
Company Secretary of Greencape Capital Pty Ltd

Transactions:

Company Name/Scheme:

Recall Holdings Limited (REC)

As at: 06/10/2015

Class of security: Ordinary Fully Paid

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
23/06/2015	Greencape Capital Pty Ltd	Buy	129,379.41	17,900	17,900
23/06/2015		Buy	50,595.30	7,000	7,000
23/06/2015		Buy	89,625.96	12,400	12,400
23/06/2015		Buy	192,984.93	26,700	26,700
23/06/2015		Buy	120,705.93	16,700	16,700
23/06/2015		Buy	38,307.87	5,300	5,300
23/06/2015		Buy	35,416.71	4,900	4,900
25/06/2015		Buy	4,050,822.96	569,736	569,736
26/06/2015	as above	Buy	42,777.61	6,125	6,125
26/06/2015		Buy	42,253.81	6,050	6,050
26/06/2015	as above	Buy	27,028.47	3,870	3,870
26/06/2015		Buy	9,449.49	1,353	1,353
26/06/2015	as above	Buy	95,793.92	13,716	13,716
26/06/2015	as above	Buy	41,730.00	5,975	5,975
26/06/2015	as above	Buy	110,488.46	15,820	15,820
26/06/2015	as above	Buy	95,793.92	13,716	13,716
26/06/2015	as above	Buy	123,346.19	17,661	17,661
26/06/2015		Buy	15,218.35	2,179	2,179
26/06/2015		Buy	58,002.95	8,305	8,305
26/06/2015		Buy	168,239.98	24,089	24,089
26/06/2015		Buy	22,307.22	3,194	3,194
26/06/2015		Buy	41,988.41	6,012	6,012
26/06/2015	as above	Buy	43,301.42	6,200	6,200
26/06/2015		Buy	16,272.95	2,330	2,330
26/06/2015	as above	Buy	2,360.63	338	338
26/06/2015		Buy	1,836.82	263	263
26/06/2015	as above	Buy	11,544.72	1,653	1,653
30/06/2015		Sell	1,630,781.46	-235,322	235,322
07/07/2015		Buy	109,421.76	15,200	15,200
07/07/2015		Buy	178,530.24	24,800	24,800
07/07/2015		Buy	139,656.72	19,400	19,400
07/07/2015		Buy	292,991.16	40,700	40,700
07/07/2015		Buy	325,385.76	45,200	45,200
07/07/2015		Buy	75,587.40	10,500	10,500
07/07/2015		Buy	79,186.80	11,000	11,000
14/07/2015		Buy	713,190.00	100,000	100,000
16/07/2015		Buy	32,188.83	4,482	4,482
16/07/2015		Buy	31,980.56	4,453	4,453
16/07/2015		Buy	7,648.62	1,065	1,065
16/07/2015		Buy	77,132.53	10,740	10,740
16/07/2015		Buy	33,467.19	4,660	4,660
16/07/2015		Buy	89,248.23	12,427	12,427
16/07/2015		Buy	76,708.81	10,681	10,681
16/07/2015	as above	Buy	99,230.93	13,817	13,817

				Number of	Person's Votes
Date of Change	Holder of relevant interest		Consideration	Securities	Affected
16/07/2015		Buy	46,430.34	6,465	6,465
16/07/2015		Buy	134,938.84	18,789	18,789
16/07/2015		Buy	17,954.50	2,500	2,500
16/07/2015		Buy	33,890.91	4,719	4,719
16/07/2015		Buy	34,738.37	4,837	4,837
16/07/2015		Buy	4,036.17	562	562
16/07/2015		Buy	1,802.63	251	251
16/07/2015		Buy	1,594.36	222	222
16/07/2015		Buy	9,350.70	1,302	1,302
22/07/2015		Buy	4,683.25	655	655
22/07/2015		Buy	4,647.50	650	650
22/07/2015		Buy	1,115.40	156	156
22/07/2015		Buy	11,211.20	1,568	1,568
22/07/2015	as above	Buy	4,869.15	681	681
22/07/2015		Buy	12,977.25	1,815	1,815
22/07/2015		Buy	11,154.00	1,560	1,560
22/07/2015	as above	Buy	14,428.70	2,018	2,018
22/07/2015	as above	Buy	6,749.60	944	944
22/07/2015		Buy	19,619.60	2,744	2,744
22/07/2015	as above	Buy	2,609.75	365	365
22/07/2015	as above	Buy	4,926.35	689	689
22/07/2015	as above	Buy	5,047.90	706	706
22/07/2015	as above	Buy	586.3	82	82
22/07/2015		Buy	264.55	37	37
22/07/2015	as above	Buy	228.8	32	32
22/07/2015	as above	Buy	1,358.50	190	190
27/07/2015	as above	Buy	127,906.82	17,940	17,940
27/07/2015	as above	Buy	30,294.10	4,249	4,249
27/07/2015	as above	Buy	306,726.82	43,021	43,021
27/07/2015		Buy	133,382.43	18,708	18,708
27/07/2015		Buy	354,695.45	49,749	49,749
27/07/2015		Buy	395,085.20	55,414	55,414
27/07/2015		Buy	134,644.38	18,885	18,885
27/07/2015		Buy	138,430.26	19,416	19,416
29/07/2015	as above	Buy	189,225.87	26,300	26,300
31/07/2015		Buy	121,043.45	16,820	16,820
31/07/2015		Buy	28,670.46	3,984	3,984
31/07/2015		Buy	290,259.60	40,334	40,334
31/07/2015		Buy	126,613.46	17,594	17,594
31/07/2015		Buy	336,446.09	46,752	46,752
31/07/2015		Buy	373,881.77	51,954	51,954
31/07/2015		Buy	127,412.26	17,705	17,705
31/07/2015		Buy	130,996.07	18,203	18,203
03/08/2015		Buy	3,217.82	454	454
03/08/2015		Buy	765.47	108	108
03/08/2015		Buy	7,718.51	1,089	1,089
03/08/2015		Buy	3,366.66	475	475
03/08/2015		Buy	8,944.68	1,262	1,262
03/08/2015		Buy	9,944.04	1,403	1,403
03/08/2015		Buy	3,387.92	478	478
03/08/2015		Buy	3,480.06	491	491
04/08/2015		Buy	27,964.15	3,942	3,942
04/08/2015		Buy	6,618.61	933	933
04/08/2015		Buy	67,058.64	9,453	9,453
04/08/2015		Buy	29,255.24	4,124	4,124
04/08/2015		Buy	77,727.86	10,957	10,957
				12,176	•
04/00/2015	as above	Buy	86,375.33 29,432.59	4,149	12,176
04/08/2015		Diny			4,149
04/08/2015	as above	Buy	,	,	4.000
04/08/2015 04/08/2015	as above	Buy	30,262.58	4,266	4,266
04/08/2015 04/08/2015 05/08/2015	as above as above as above	Buy Buy	30,262.58 20,110.35	4,266 2,847	2,847
04/08/2015 04/08/2015	as above as above as above as above	Buy	30,262.58	4,266	· · · · · · · · · · · · · · · · · · ·

				Number of	Person's Votes
	Holder of relevant interest	Nature of Change	Consideration	Securities	Affected
05/08/2015		Buy	55,895.06	7,913	7,913
05/08/2015		Buy	62,111.11	8,793	8,793
05/08/2015	as above	Buy	21,169.91	2,997	2,997
05/08/2015		Buy	21,763.26	3,081	3,081
07/08/2015	as above	Buy	29,988.35	4,278	4,278
07/08/2015	as above	Buy	29,224.27	4,169	4,169
07/08/2015	as above	Buy	19,669.78	2,806	2,806
07/08/2015	as above	Buy	6,876.71	981	981
07/08/2015	as above	Buy	69,909.73	9,973	9,973
07/08/2015		Buy	30,563.16	4,360	4,360
07/08/2015		Buy	80,985.37	11,553	11,553
07/08/2015		Buy	69,909.73	9,973	9,973
07/08/2015		Buy	89,958.05	12,833	12,833
07/08/2015		Buy	11,271.92	1,608	1,608
07/08/2015		Buy	42,402.89	6,049	6,049
07/08/2015		Buy	57,488.19	8,201	8,201
07/08/2015		Buy	122,806.44	17,519	17,519
07/08/2015				2,343	
		Buy	16,424.20	, ,	2,343
07/08/2015		Buy	30,752.43	4,387	4,387
07/08/2015		Buy	31,516.51	4,496	4,496
07/08/2015		Buy	3,631.13	518	518
07/08/2015		Buy	1,717.43	245	245
07/08/2015	as above	Buy	1,338.89	191	191
07/08/2015		Buy	16,999.01	2,425	2,425
12/08/2015	as above	Buy	34,529.91	5,014	5,014
12/08/2015	as above	Buy	33,648.42	4,886	4,886
12/08/2015	as above	Buy	22,657.24	3,290	3,290
12/08/2015		Buy	7,919.71	1,150	1,150
12/08/2015		Buy	80,491.75	11,688	11,688
12/08/2015		Buy	35,191.04	5,110	5,110
12/08/2015		Buy	93,252.80	13,541	13,541
12/08/2015		Buy	80,491.75	11,688	11,688
12/08/2015		Buy	103,589.74		15,042
				15,042	
12/08/2015		Buy	12,974.54	1,884	1,884
12/08/2015		Buy	48,826.70	7,090	7,090
12/08/2015		Buy	66,201.85	9,613	9,613
12/08/2015		Buy	141,418.38	20,535	20,535
12/08/2015		Buy	18,917.76	2,747	2,747
12/08/2015		Buy	35,411.41	5,142	5,142
12/08/2015		Buy	36,286.02	5,269	5,269
12/08/2015	as above	Buy	4,180.23	607	607
12/08/2015	as above	Buy	1,983.37	288	288
12/08/2015	as above	Buy	1,535.73	223	223
12/08/2015		Buy	19,572.00	2,842	2,842
13/08/2015	as above	Buy	9,865.80	1,415	1,415
13/08/2015		Buy	101,774.66	14,597	14,597
13/08/2015		Buy	44,539.05	6,388	6,388
13/08/2015		Buy	118,124.71	16,942	16,942
13/08/2015		Buy	131,086.21	18,801	18,801
13/08/2015		· ·	44,824.92	6,429	6,429
13/08/2015		Buy	,		
		Buy	45,954.43	6,591	6,591
14/08/2015		Buy	7,366.59	1,063	1,063
19/08/2015		Buy	3,542.69	509	509
19/08/2015		Buy	34,285.95	4,905	4,905
19/08/2015		Buy	3,473.09	499	499
19/08/2015		Buy	33,621.90	4,810	4,810
19/08/2015		Buy	800.41	115	115
19/08/2015	as above	Buy	7,744.92	1,108	1,108
19/08/2015	as above	Buy	8,164.20	1,173	1,173
19/08/2015		Buy	78,966.03	11,297	11,297
		Buy	3,563.57	512	512
19/08/20151					
19/08/2015 19/08/2015		Buy	34,502.64	4,936	4,936

				Number of	Person's Votes
Date of Change	Holder of relevant interest		Consideration	Securities	Affected
19/08/2015		Buy	91,569.00	13,100	13,100
19/08/2015		Buy	8,185.08	1,176	1,176
19/08/2015	as above	Buy	79,182.72	11,328	11,328
19/08/2015		Buy	10,488.87	1,507	1,507
19/08/2015		Buy	101,522.76	14,524	14,524
19/08/2015	as above	Buy	4,962.55	713	713
19/08/2015		Buy	48,000.33	6,867	6,867
19/08/2015	as above	Buy	14,372.61	2,065	2,065
19/08/2015		Buy	139,128.96	19,904	19,904
19/08/2015	as above	Buy	1,920.99	276	276
19/08/2015		Buy	18,579.42	2,658	2,658
19/08/2015	as above	Buy	3,591.41	516	516
19/08/2015	as above	Buy	34,726.32	4,968	4,968
19/08/2015		Buy	3,681.89	529	529
19/08/2015		Buy	35,614.05	5,095	5,095
19/08/2015		Buy	431.53	62	62
19/08/2015	as above	Buy	4,200.99	601	601
19/08/2015	as above	Buy	208.8	30	30
19/08/2015		Buy	1,992.15	285	285
19/08/2015	as above	Buy	160.08	23	23
19/08/2015	as above	Buy	1,551.78	222	222
19/08/2015	as above	Buy	1,009.21	145	145
19/08/2015	as above	Buy	9,730.08	1,392	1,392
26/08/2015	as above	Buy	34,046.24	5,048	5,048
26/08/2015	as above	Buy	19,356.72	2,870	2,870
26/08/2015	as above	Buy	100,135.59	14,847	14,847
31/08/2015	as above	Buy	37,800.00	5,400	5,400
01/09/2015	as above	Buy	8,930.58	1,301	1,301
01/09/2015	as above	Buy	1,983.81	289	289
01/09/2015	as above	Buy	20,483.37	2,984	2,984
01/09/2015	as above	Buy	8,985.50	1,309	1,309
01/09/2015		Buy	23,750.82	3,460	3,460
01/09/2015		Buy	26,379.89	3,843	3,843
01/09/2015		Buy	8,985.50	1,309	1,309
01/09/2015		Buy	9,218.89	1,343	1,343
03/09/2015	as above	Buy	1,081,380.00	161,400	161,400
03/09/2015	as above	Sell	1,506,830.00	-224,900	224,900
03/09/2015	as above	Buy	425,450.00	63,500	63,500
08/09/2015	as above	Buy	156,963.50	23,000	23,000
08/09/2015	as above	Buy	70,292.35	10,300	10,300
10/09/2015	as above	Buy	283,698.36	41,598	41,598
11/09/2015	as above	Buy	126,786.00	18,700	18,700
15/09/2015		Buy	36,147.40	5,266	5,266
15/09/2015		Buy	36,614.18	5,334	5,334
15/09/2015		Buy	23,235.66	3,385	3,385
15/09/2015		Buy	8,216.57	1,197	1,197
15/09/2015		Buy	89,428.10	13,028	13,028
15/09/2015	i e	Buy	36,614.18	5,334	5,334
15/09/2015		Buy	96,937.64	14,122	14,122
15/09/2015		Buy	83,792.51	12,207	12,207
15/09/2015		Buy	107,268.42	15,627	15,627
15/09/2015		Buy	13,145.13	1,915	1,915
15/09/2015		Buy	50,933.11	7,420	7,420
15/09/2015		Buy	67,599.63	9,848	9,848
15/09/2015		Buy	5,868.98	855	855
15/09/2015		Buy	147,397.11	21,473	21,473
15/09/2015		Buy	19,714.27	2,872	2,872
15/09/2015		Buy	27,930.84	4,069	4,069
15/09/2015		Buy	40,135.56	5,847	5,847
	as above	Buy	4,461.80	650	650
15/09/2015		1	7,701.00	030	
		Buy	2 114 20	รบชไ	3 በՋ
15/09/2015 15/09/2015 15/09/2015	as above	Buy Buy	2,114.20 1,640.57	308 239	308 239

				Number of	Person's Votes
	Holder of relevant interest	Nature of Change	Consideration	Securities	Affected
16/09/2015		Buy	75,146.64	10,812	10,812
16/09/2015		Buy	72,415.18	10,419	10,419
16/09/2015		Buy	27,279.93	3,925	3,925
16/09/2015	as above	Buy	306,028.66	44,031	44,031
16/09/2015		Buy	16,367.96	2,355	2,355
16/09/2015		Buy	191,953.39	27,618	27,618
16/09/2015	as above	Buy	174,591.54	25,120	25,120
16/09/2015		Buy	269,331.08	38,751	38,751
16/09/2015	as above	Buy	41,166.63	5,923	5,923
16/09/2015	as above	Buy	105,894.77	15,236	15,236
16/09/2015	as above	Buy	210,802.60	30,330	30,330
16/09/2015	as above	Buy	18,105.53	2,605	2,605
16/09/2015	as above	Buy	307,015.60	44,173	44,173
16/09/2015	as above	Buy	40,923.37	5,888	5,888
16/09/2015	as above	Buy	23,561.52	3,390	3,390
16/09/2015		Buy	148,305.50	21,338	21,338
16/09/2015		Buy	9,174.40	1,320	1,320
16/09/2015		Buy	4,218.83	607	607
16/09/2015		Buy	3,475.15	500	500
16/09/2015		Buy	54,066.38	7,779	7,779
17/09/2015		Buy	59,009.26	8,377	8,377
17/09/2015		Buy	56,867.83	8,073	8,073
17/09/2015		Buy	21,421.41	3,041	3,041
17/09/2015		Buy	240,319.93	34,116	34,116
17/09/2015		Buy	12,855.67	1,825	1,825
17/09/2015		Buy	150,731.79	21,398	21,398
17/09/2015		Buy	137,101.26	19,463	19,463
17/09/2015		Buy	211,495.06	30,024	30,024
17/09/2015		Buy	32,325.83	4,589	4,589
17/09/2015		Buy	83,156.78	11,805	11,805
17/09/2015		Buy	165,531.66	23,499	23,499
17/09/2015		Buy	14,215.20	2,018	2,018
17/09/2015		Buy	241,101.83	34,227	34,227
17/09/2015		Buy	32,128.60	4,561	4,561
17/09/2015		Buy	18,498.07	2,626	2,626
17/09/2015		Buy	116,454.71	16,532	16,532
17/09/2015		Buy	7,206.22	1,023	1,023
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17/09/2015 17/09/2015		Buy	3,310.77	470 387	470 387
17/09/2015		Buy Buy	2,726.11 42,455.39	6,027	6,027
18/09/2015					•
18/09/2015 25/09/2015		Buy	27,154.98	3,883	3,883
		Buy	201,455.76	27,400	27,400
29/09/2015		Buy	76,719.00	10,700	10,700
29/09/2015		Buy	5,736.00	800	800
29/09/2015		Buy	26,529.00	3,700	3,700
29/09/2015		Buy	71,700.00	10,000	10,000
29/09/2015		Buy	127,626.00	17,800	17,800
29/09/2015		Buy	154,155.00	21,500	21,500
29/09/2015		Buy	189,288.00	26,400	26,400
29/09/2015		Buy	2,868.00	400	400
29/09/2015		Buy	15,774.00	2,200	2,200
29/09/2015		Buy	1,434.00	200	200
29/09/2015		Buy	70,983.00	9,900	9,900
29/09/2015		Buy	32,265.00	4,500	4,500
30/09/2015		Buy	60,673.00	8,300	8,300
06/10/2015	as above	Buy	4,097,594.44	534,934	534,934

Total Number of Securities 3,423,638