

Form 604

Corporations Act 2001 Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme

PREMIER INVESTMENTS LIMITED

ACN/ARSN

006 727 966

1. Details of substantial holder(1)

Name

**CENTURY PLAZA INVESTMENTS PTY LTD AND THE PARTIES
LISTED IN ANNEXURE A**

ACN/ARSN (if applicable)

006 640 115

There was a change in the interests of the
substantial holder on

04 / 09 / 08

The previous notice was given to the company on

16 / 05 / 08

The previous notice was dated

16 / 05 / 08

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	47,100,485	52.22%	58,552,420	42.43%

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
04/09/08	Metrepark Pty Ltd (Metrepark)	Acquisition of a relevant interest in shares in Premier Investments Limited (Premier) as a result of accepting Premier's takeover offer for Just Group Limited (Just) dated 13 May 2008 as supplemented and varied (Offer).	Metrepark received \$2.245 cash and 0.25 Premier shares in consideration for each share in Just accepted into the Offer.	10,300,232	7.47%
04/09/08	Springsand Investments Pty Ltd (Springsand)	Acquisition of a relevant interest in shares in Premier as a result of	Springsand received \$2.245 cash and 0.25 Premier shares in	1,151,703	0.83%

		accepting the Offer.	consideration for each share in Just accepted into the Offer.		
04/09/08	Solomon Lew and Rose Lew	Acquisition of a relevant interest in shares in Premier as members of the superannuation fund of which Springsand is trustee as a result of Springsand accepting the Offer.	Springsand received \$2.245 cash and 0.25 Premier shares in consideration for each share in Just accepted into the Offer.	1,151,703	0.83%

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
Century Plaza Investments Pty Ltd	Century Plaza Investments Pty Ltd	Century Plaza Investments Pty Ltd	Registered holder	46,600,485 ordinary shares	33.77%
SL Nominees Pty Ltd	Century Plaza Investments Pty Ltd	Century Plaza Investments Pty Ltd	Pursuant to section 608(3) of the <i>Corporations Act 2001</i> (Cth)	46,600,485 ordinary shares	33.77%
Playcorp Pty Ltd	Playcorp Pty Ltd	Playcorp Pty Ltd	Registered holder	500,000 ordinary shares	0.36%
Onspring Investments Pty Ltd	Playcorp Pty Ltd	Playcorp Pty Ltd	Pursuant to section 608(3) of the <i>Corporations Act 2001</i> (Cth)	500,000 ordinary shares	0.36%
Metrepark Pty Ltd	Metrepark Pty Ltd	Metrepark Pty Ltd	Registered holder	10,300,232 ordinary shares	7.47%
Springsand Investments Pty Ltd	Springsand Investments Pty Ltd	Springsand Investments Pty Ltd	Registered holder	1,151,703 ordinary shares	0.83%
Solomon Lew and Rose Lew	Springsand Investments Pty Ltd	Springsand Investments Pty Ltd	As members of the superannuation fund of which Springsand Investments Pty Ltd is trustee	1,151,703 ordinary shares	0.83%

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
Playcorp Pty Ltd ACN 006 277 363 Metrepark Pty Ltd ACN 111 986 504 Springsand Investments Pty Ltd ACN 006 572 381 Solomon Lew (each a "Specified Entity")	Each Specified Entity is acting in concert with, and is therefore an associate of, each other Specified Entity in relation to the affairs of Premier Investments Limited (Premier). However, other than Solomon Lew who has a relevant interest in the shares in Premier held by Springsand Investments Pty Ltd, no Specified Entity has a relevant interest in the shares in Premier held by another Specified Entity.

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.