

**FOSTER'S  
GROUP**

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OFFICE OF THE COMPANY  
CORPORATE FINANCE



# ASX RELEASE

**The following release was made to the  
Australian Stock Exchange Limited today:**

**SUPL**

**"2006 AGM – Chairman's Address"**

**Released: 23 October 2006**

**Pages: 5  
(including this page)**

**FILE NO: 082-01711**

**PROCESSED  
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THOMSON  
FINANCIAL**

*Fosters Brewing*

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[jane.dowsey@fostersgroup.com](mailto:jane.dowsey@fostersgroup.com) or  
Ph: +61 3 9633 2105

*JLW 10/26*

**FOSTER'S GROUP**

77 Southbank Boulevard Southbank Victoria 3006 Australia GPO Box 753 Melbourne Victoria 3001  
Tel 61 3 9633 2000 Fax 61 3 9633 2002 Foster's Group Limited ABN 49 007 620 886 [www.fostersgroup.com](http://www.fostersgroup.com)



**23 October 2006**

**Foster's Group Limited 2006 Annual General Meeting – Chairman's Address**

Foster's Group Limited will today address shareholders at its Annual General Meeting to be held in Melbourne, commencing at 10:30am.

A copy of the Address delivered by Foster's Group Limited Chairman, Frank Swan is attached.

A live webcast of proceedings of the Annual General Meeting, as well as an archive of the Chairman and CEO's address, will be available from the Foster's Group website at [www.fostersgroup.com](http://www.fostersgroup.com).

**Further information:**

**Media**

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**Investors**

Chris Knorr  
Tel: +61 3 9633 2685  
Mob: 0417 033 623

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*Chairman's Address*

**Foster's Group Limited 2006 Annual General Meeting  
Chairman's Address**

**Frank Swan, Chairman**

**WELCOME**

---

Good morning Ladies and Gentlemen and welcome to the 2006 Foster's Group Annual General Meeting.

Thank you for coming along today to show your interest in Foster's, at what we believe is an exciting stage in our Company's development.

Foster's is unique in its ability to satisfy customer and consumer needs. We own Australia's best alcohol portfolio; the world's leading premium wine business; and a portfolio of great brands spread across the world's major markets.

And, as a board and management team, we are intent on continuing to build Foster's into a truly great international drinks company.

**2006 IN REVIEW**

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At the start of the 2006 financial year, we had only just completed the Southcorp acquisition – the largest in this Company's history.

Over the last 12 months, we not only integrated Southcorp, but also brought together our existing Carlton & United Beverages and Beringer Blass Wine Estates businesses across the globe. We realised synergies, established innovation priorities, and built the platform for growth in 2007 and beyond.

Major business integrations are not easy, and require much hard work and co-ordination, not to mention the goodwill of both management and staff. On behalf of the Directors, and shareholders, I commend Trevor O'Hoy, the Foster's executive team, and the Group's 11,000 employees on their efforts and successes over the past 12 months.

**OVERVIEW OF RESULTS**

---

Those successes were recorded in strong 2006 financial results.

Statutory or reported profit after tax, and earnings per share, both increased by over 26% for the year.

Normalised profit after tax and earnings per share from continuing businesses, prior to significant items, rose by around 15% with strengthening sales margins.

### *Chairman's Address*

In the midst of a significant business transformation, the Group's core Australian multi-beverage business produced an outstanding result. Earnings grew by 17% with both revenue and volume growth in beer, wine, spirits, and cider.

Our global wine business faced some difficult trading conditions, driven by oversupply here in Australia and heavy discounting and retailer competition in some of our key markets. While earnings growth was strong with a significant contribution from synergies, volume growth was modest and below our medium term targets.

Driving revenue growth in wine is a priority for Trevor and his team and an impressive pipeline of innovation and new product development initiatives is now in place. Initiatives have been launched for Rosemount, Cougar, Lindemans, Penfolds, Crown and the Carlton family of beers in recent months.

During the period, we achieved over a billion dollars through the sale of our brewing businesses in Asia and the Foster's brand in India and Europe – both markets where growth prospects for us were limited.

And, consistent with our focus on core drinks activities, we also announced plans to divest our Wine Clubs and Services division. That process is now well underway.

Reported net operating cash flow was again outstanding, up 60% to \$835 million. This strong cash generation, together with the proceeds from the sale of non-core assets, enabled us to reduce net debt to \$3.5 billion and we now expect net debt to be below \$3 billion by June 2008, one year earlier than previously anticipated.

These factors also created an opportunity to return \$200 million to shareholders through an on-market buyback program which the Board considered to be the most efficient way to return capital for the benefit of all shareholders.

With recent trading in the Company's shares being affected by market speculation, the Board has not considered it appropriate to begin the share buy-back program, however we continue to monitor the situation closely and intend to commence buyback activity as soon as speculation subsides.

Finally, given the Group's robust financial position at the close of fiscal 2006, the Board approved a final dividend of 11.75 cents, bringing the total for the year to 21.5 cents per share, fully franked, an increase of 7.5% on 2005.

### **MANAGEMENT & GOVERNANCE**

---

During the year, the leadership team was restructured and expanded to better reflect the scale and reach of the Group's businesses. Several new appointments to the leadership team were made including 3 new regional Managing Directors, as well as functional leaders in the areas of supply, strategy and marketing.

Regretfully, John Murphy, formerly Managing Director of Foster's Australia, decided to leave the business after 27 years of service. I'd like to take the opportunity today on behalf of my fellow Directors, to thank John for his significant contribution.

We continue to strengthen the governance culture at Foster's, with sustainability a focus over the past 12 months. Consistent with our commitment to transparency, this year we published our inaugural sustainability report now available from Foster's

### *Chairman's Address*

website. We also launched Foster's Community Grants to support community initiatives in three core areas: Wellbeing, Culture, and Environment.

I encourage you to visit our website and provide your feedback on the sustainability report, this year's re-designed annual report and to register for the newly introduced Business Review, designed to provide a more user-friendly, cost-effective and environmentally responsible option for shareholders.

Before I complete our governance overview, on behalf of the Board, I'd like to extend my deep sympathy to the families of two people Cuu Huynh, an employee at our Abbotsford brewery and Jose Salinas, a contractor working in our Napa Valley wine operations who lost their lives working at Foster's in the last year. These tragic accidents have reinforced throughout the Company the need for continued effort behind workplace safety.

### **OUTLOOK**

---

As we indicated at the full year results in August, we remain confident of achieving all of the financial targets set out at the time of the Southcorp acquisition.

Our focus in fiscal 2007 is on accelerating wine volume and revenue growth, refining our sales and route-to-market capability and bringing new product and innovation initiatives to market.

In the Australia, Asia and Pacific region our beer brands continue to perform well.

Globally, wine volumes continue to improve and we remain confident of achieving category growth levels by the end of this financial year.

In Australia, our wine volumes continue to perform below the category as we refine and build capability within our new multi-beverage sales model.

However, underlying wine volume and revenue growth trends in the Americas continue to improve and the EMEA region is performing strongly with a promotional program driving UK volume growth well ahead of last year.

### **CONCLUSION**

---

With the Southcorp integration now largely behind us, our focus has shifted to bedding down our sales teams and supply chain, and investing in the growth of our local and international brands.

As we head into fiscal 2007, Foster's is very well positioned to succeed through a combination of great brands and global capabilities.

Foster's is now focused on what it does best – producing and marketing great premium drinks.

With a management team including energetic new talent, and a clear and sustainable growth path ahead, it's an exciting time for Foster's.

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CORPORATE AFFAIRS



## ASX RELEASE

**The following release was made to the  
Australian Stock Exchange Limited today:**

**"2006 AGM – CEO's Address"**

**Released: 23 October 2006**

**Pages: 11  
(including this page)**

**FILE NO: 082-01711**

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Ph: +61 3 9633 2105

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**23 October 2006**

**Foster's Group Limited 2006 Annual General Meeting – CEO's Address**

Foster's Group Limited will today address shareholders at its Annual General Meeting to be held in Melbourne, commencing at 10:30am.

A copy of the Address delivered by Foster's Group Limited CEO, Trevor O'Hoy is attached.

A live webcast of proceedings of the Annual General Meeting, as well as an archive of the Chairman and CEO's address, will be available from the Foster's Group website at [www.fostersgroup.com](http://www.fostersgroup.com).

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# Chief Executive Officer's Address



# 2006 Operating Highlights

## **Revenue**

- Route-to-market integration
- Product innovation pipeline in place

## **Costs**

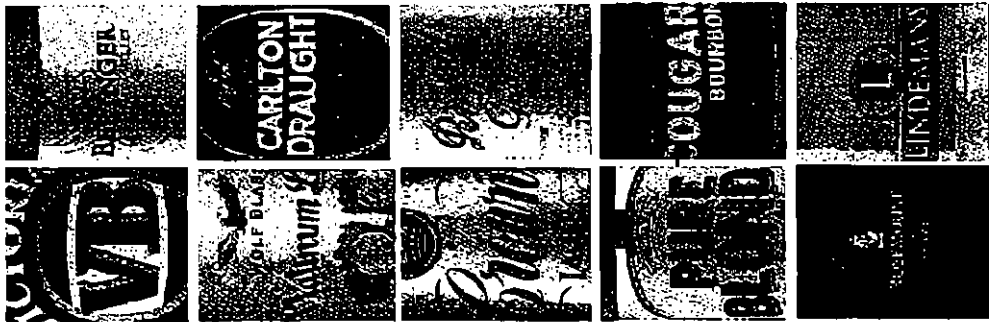
- Southcorp synergies \$61m, annualised run rate \$146m
- Efficiencies delivering product cost reductions
- Brand investment just over 9% of sales

## **Capital**

- \$1 billion realised from the sale of international beer assets
- \$200 million on-market share buy back



# 2006 Brand Highlights



- Underlying portfolio strength
- Geographical and category diversity
- Strong core brands across categories
- High growth regional and specialist brands
- Top 10 brand volumes up 0.8%, revenue up 3.3%
- VB – innovative brand investment to renew consumer interest
- Great performance from Carlton Draught, Pure Blonde, Corona
- Good growth in Beringer, Penfolds and Wolf Blass
- Lindemans encouraging trends in Europe and the Americas
- Rosemount in need of reinvigoration



# 2007 Objectives

## ***Value creation***

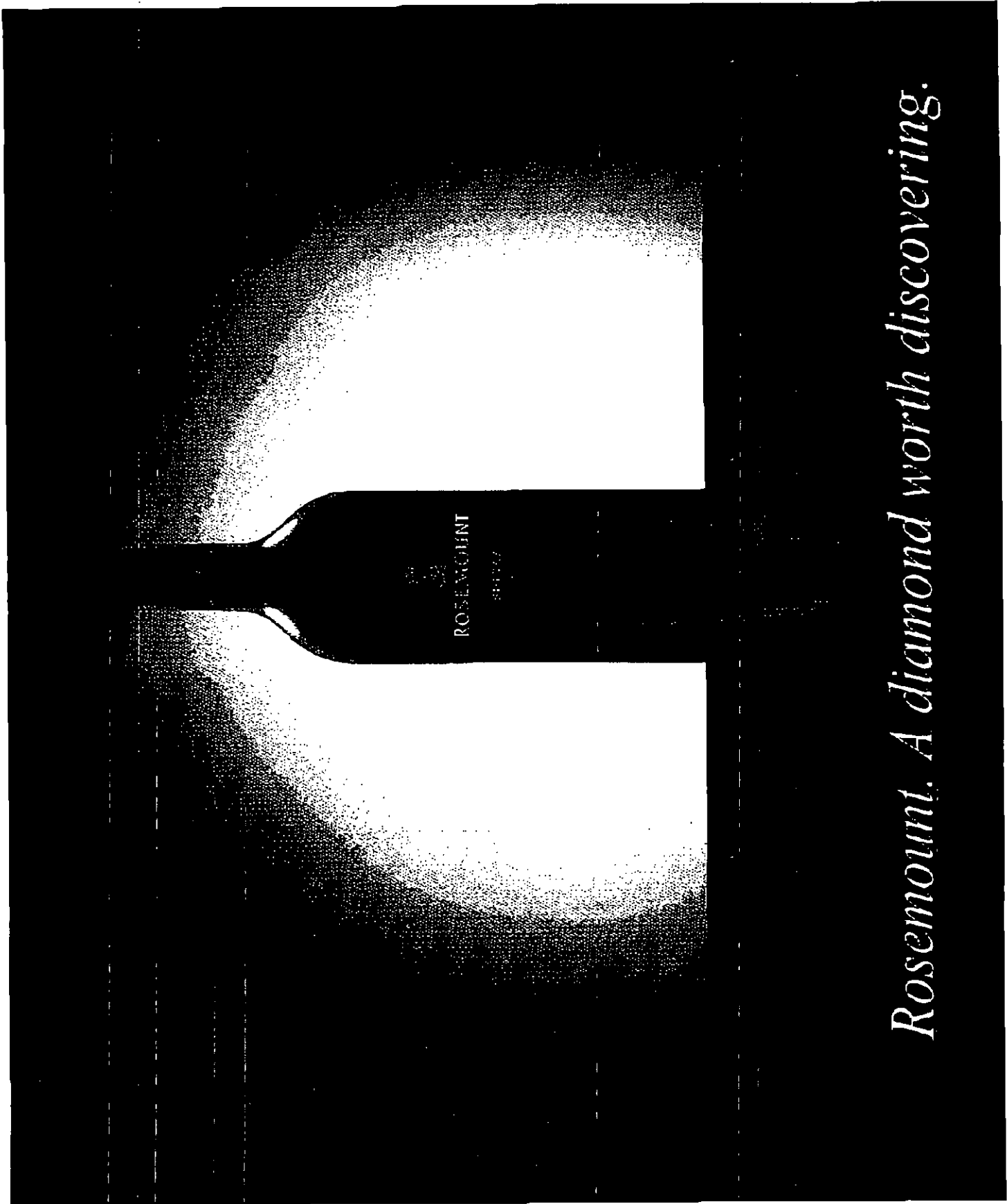
- Multi-beverage brand portfolio weighted to growth categories and segments
- Strong distribution capabilities

## ***Value drivers***

- Revenue – investment in route-to-market, innovation, brands and new product development
- Supply – highest product quality, low cost and flexible
- Efficiency – core drinks focus, regional structure

## ***Major initiatives***

- Route-to-market refinement
- Brand investment and innovation
- Maintain momentum in supply
- Capital efficiency and cash flow



*Rosemount. A diamond worth discovering.*



# Rosemount New Range

**Modern  
image**

**Simpler  
range**

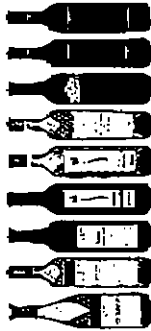
**Brighter,  
fresher taste**

**Return to the  
'best' of  
Rosemount**

**old**



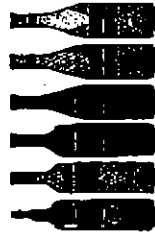
Redwood / Rubens / Mountain Blue / Hunter Creek



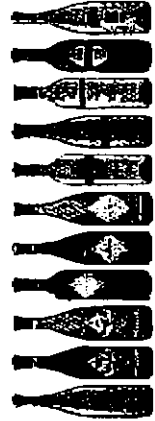
White Kestrel / Orange Vineyard / Fairness / Hill of Gold



Diamond Label

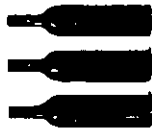


Diamond Label



Pease / Velvet Creek / Cedar / Selection / Bypass

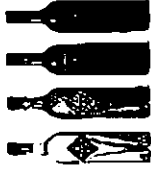
**new**



Flagship



Stout Reserve



Diamond Label



Diamond Collar



Rosecraft and Rosemount Road



# Demand-Driven Supply

## **Outstanding quality**

- Universal commitment to quality
- Risk-weighted forward commitment planning
- Supply base aligned to global demand
- Continuous improvement culture
- Production and procurement scale opportunities
- Cross category integration
- Network optimisation

## **Flexible**

## **Low Cost**



# Efficiency

## **Regional management structure**

- Leverage global scale, maintain local execution
- Overhead and support function optimisation
- First reporting will be interim fiscal 2007

## **Capital allocation**

- Clubs and Services disposition
- Completion of Asian brewing divestments
- \$200m share buy back



# Financial Objectives

	✓
10% pa normalised EPS growth	✓
Returns @ premium to WACC	✓
EBITDA cash flow conversion in excess of 90%	✓
Gearing to target 65-75% range by FY08	✓
Net debt to below \$3b by FY09	✓
Group EBIT margins exceeding 20%	✓
Wine returns to cost of capital by FY08	✓
Wine EBIT margins reach 25% by FY07	✓
Southcorp synergy realisation	✓

## Group

## Wine Trade

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## ASX RELEASE

**The following release was made to the  
Australian Stock Exchange Limited today:**

**“2006 AGM – Results of Resolutions”**

**Released: 23 October 2006**

**Pages: 5  
(including this page)**

**FILE NO: 082-01711**

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*Ph: +61 3 9633 2105*

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23 October 2006

### ANNUAL GENERAL MEETING – 23 OCTOBER 2006

In accordance with section 251AA of the Corporations Act, the following information is provided in relation to resolutions passed by members of Foster's Group Limited at its Annual General Meeting on 23 October 2006:

<b>Resolution 1</b>	
<b>Re-election of Mrs M L Cattermole as a Director</b>	
<b>The motion was carried as an ordinary resolution on a poll.</b>	
<b>Total number of proxy votes exercisable by all proxies validly appointed</b>	1,156,898,504
<b>Total number of proxy votes in respect of which the appointments specified that:</b>	
- the proxy is to vote for the resolution	1,122,443,502
- the proxy is to vote against the resolution	10,877,545
- the proxy may vote at the proxy's discretion	23,577,457
- the proxy is to abstain on the resolution	1,108,528
<b>If the resolution is decided on a poll the total number of votes cast on the poll:</b>	
- in favour of the resolution	1,148,802,955
- against the resolution	10,903,045
- abstaining on the resolution	1,118,114

#### FOSTER'S GROUP

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- 2 -

<b>Resolution 2</b> <b>Re-election of Mr M G Ould as a Director</b>	
<b>The motion was carried as an ordinary resolution on a poll.</b>	
<b>Total number of proxy votes exercisable by all proxies validly appointed</b>	1,156,690,030
<b>Total number of proxy votes in respect of which the appointments specified that:</b>	
- the proxy is to vote for the resolution	1,131,523,089
- the proxy is to vote against the resolution	1,461,409
- the proxy may vote at the proxy's discretion	23,705,532
- the proxy is to abstain on the resolution	1,317,002
<b>If the resolution is decided on a poll the total number of votes cast on the poll:</b>	
- in favour of the resolution	1,158,023,010
- against the resolution	1,475,133
- abstaining on the resolution	1,325,971

<b>Resolution 3</b> <b>Renewed Approval to operate existing Foster's Employee Share Plans</b>	
<b>The motion was carried as an ordinary resolution on a poll.</b>	
<b>Total number of proxy votes exercisable by all proxies validly appointed</b>	1,140,569,088
<b>Total number of proxy votes in respect of which the appointments specified that:</b>	
- the proxy is to vote for the resolution	1,113,883,200
- the proxy is to vote against the resolution	12,826,189
- the proxy may vote at the proxy's discretion	13,859,699
- the proxy is to abstain on the resolution	7,187,095
<b>If the resolution is decided on a poll the total number of votes cast on the poll:</b>	
- in favour of the resolution	1,130,106,040
- against the resolution	12,896,206
- abstaining on the resolution	7,281,249

- 3 -

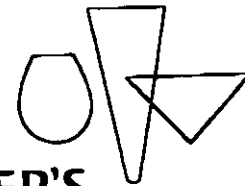
<b>Resolution 4</b>	
<b>Approval to establish and operate the Foster's Employee Share Acquisition Plan</b>	
<b>The motion was carried as an ordinary resolution on a poll.</b>	
<b>Total number of proxy votes exercisable by all proxies validly appointed</b>	1,146,390,038
<b>Total number of proxy votes in respect of which the appointments specified that:</b>	
- the proxy is to vote for the resolution	1,119,027,633
- the proxy is to vote against the resolution	13,398,542
- the proxy may vote at the proxy's discretion	13,963,863
- the proxy is to abstain on the resolution	1,899,979
<b>If the resolution is decided on a poll the total number of votes cast on the poll:</b>	
- in favour of the resolution	1,135,401,784
- against the resolution	13,457,864
- abstaining on the resolution	1,957,681

<b>Resolution 5</b>	
<b>Approval of the participation of Mr Trevor L. O'Hoy, CEO of the Company, in the Foster's Long Term Incentive Plan</b>	
<b>The motion was carried as an ordinary resolution on a poll.</b>	
<b>Total number of proxy votes exercisable by all proxies validly appointed</b>	1,154,945,544
<b>Total number of proxy votes in respect of which the appointments specified that:</b>	
- the proxy is to vote for the resolution	1,101,129,595
- the proxy is to vote against the resolution	30,422,539
- the proxy may vote at the proxy's discretion	23,393,410
- the proxy is to abstain on the resolution	2,709,757
<b>If the resolution is decided on a poll the total number of votes cast on the poll:</b>	
- in favour of the resolution	1,127,090,150
- against the resolution	30,593,734
- abstaining on the resolution	2,788,499

<b>Resolution 6</b>	
<b>Adoption of the Remuneration Report for the year ended 30 June 2006</b>	
<b>The motion was carried as an ordinary resolution on a poll.</b>	
<b>Total number of proxy votes exercisable by all proxies validly appointed</b>	<b>1,154,211,418</b>
<b>Total number of proxy votes in respect of which the appointments specified that:</b>	
- the proxy is to vote for the resolution	1,105,415,268
- the proxy is to vote against the resolution	24,921,756
- the proxy may vote at the proxy's discretion	23,874,394
- the proxy is to abstain on the resolution	3,795,614
<b>If the resolution is decided on a poll the total number of votes cast on the poll:</b>	
- in favour of the resolution	1,131,880,407
- against the resolution	25,056,746
- abstaining on the resolution	3,855,121

Yours faithfully

Robert Dudfield  
Assistant Company Secretary



**FOSTER'S**  
GROUP

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## ASX RELEASE

**The following release was made to the  
Australian Stock Exchange Limited today:**

**“Appendix 3B – Partly Paid Shares Fully Paid”**

**Released: 24 October 2006**

**Pages: 8  
(including this page)**

**FILE NO: 082-01711**

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**Appendix 3B**  
**New issue announcement**

*Rule 2.7, 3.10.3, 3.10.4, 3.10.5*

## Appendix 3B

### New issue announcement, application for quotation of additional securities and agreement

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

*Introduced 1/7/96. Origin: Appendix 3. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.*

Name of entity

Foster's Group Limited

ABN

49 007 620 886

We (the entity) give ASX the following information.

#### Part 1 - All issues

*You must complete the relevant sections (attach sheets if there is not enough space).*

1. †Class of †securities issued or to be issued
2. Number of †securities issued or to be issued (if known) or maximum number which may be issued
3. Principal terms of the †securities (eg, if options, exercise price and expiry date; if partly paid †securities, the amount outstanding and due dates for payment; if †convertible securities, the conversion price and dates for conversion)




† See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

- 4 Do the \*securities rank equally in all respects from the date of allotment with an existing \*class of quoted \*securities?

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

--

- 5 Issue price or consideration

--

- 6 Purpose of the issue  
 (If issued as consideration for the acquisition of assets, clearly identify those assets)

--

- 7 Dates of entering \*securities into uncertificated holdings or despatch of certificates

--

- 8 Number and \*class of all \*securities quoted on ASX (including the securities in clause 2 if applicable)

Number	*Class

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

	Number	*Class
9 Number and *class of all *securities not quoted on ASX (including the securities in clause 2 if applicable)		
10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)		

**Part 2 - Bonus issue or pro rata issue**

11 Is security holder approval required?	
12 Is the issue renounceable or non-renounceable?	
13 Ratio in which the *securities will be offered	
14 *Class of *securities to which the offer relates	
15 *Record date to determine entitlements	
16 Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	
17 Policy for deciding entitlements in relation to fractions	
18 Names of countries in which the entity has *security holders who will not be sent new issue documents  <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	
19 Closing date for receipt of acceptances or renunciations	

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

20. Names of any underwriters
21. Amount of any underwriting fee or commission
22. Names of any brokers to the issue
23. Fee or commission payable to the broker to the issue
24. Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of \*security holders
25. If the issue is contingent on \*security holders' approval, the date of the meeting
26. Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled
27. If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders
28. Date rights trading will begin (if applicable)
29. Date rights trading will end (if applicable)
30. How do \*security holders sell their entitlements *in full* through a broker?
31. How do \*security holders sell *part* of their entitlements through a broker and accept for the balance?

+See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

32 How do \*security holders dispose of their entitlements (except by sale through a broker)?

33 \*Despatch date

### Part 3 - Quotation of securities

*You need only complete this section if you are applying for quotation of securities*

34 Type of securities  
(tick one)

(a)  Securities described in Part 1

(b)  All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

#### Entities that have ticked box 34(a)

#### Additional securities forming a new class of securities

*Tick to indicate you are providing the information or documents*

35  If the \*securities are \*equity securities, the names of the 20 largest holders of the additional \*securities, and the number and percentage of additional \*securities held by those holders

36  If the \*securities are \*equity securities, a distribution schedule of the additional \*securities setting out the number of holders in the categories  
1 - 1,000  
1,001 - 5,000  
5,001 - 10,000  
10,001 - 100,000  
100,001 and over

37  A copy of any trust deed for the additional \*securities

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

**Entities that have ticked box 34(b)**

38	Number of securities for which *quotation is sought	7,200 (issued at \$5.83)				
39	Class of *securities for which quotation is sought	Ordinary shares				
40	Do the *securities rank equally in all respects from the date of allotment with an existing *class of quoted *securities?  If the additional securities do not rank equally, please state: <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	Yes				
41	Reason for request for quotation now  <small>Example: In the case of restricted securities, end of restriction period</small>  (if issued upon conversion of another security, clearly identify that other security)	Partly paid ordinary shares that have become fully paid				
42	Number and *class of all *securities quoted on ASX (including the securities in clause 38)	<table border="1"> <thead> <tr> <th>Number</th> <th>*Class</th> </tr> </thead> <tbody> <tr> <td>2,026,723,687</td> <td>Ordinary shares</td> </tr> </tbody> </table>	Number	*Class	2,026,723,687	Ordinary shares
Number	*Class					
2,026,723,687	Ordinary shares					

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

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**Quotation agreement**

- 1 \*Quotation of our additional \*securities is in ASX's absolute discretion. ASX may quote the \*securities on any conditions it decides.
- 2 We warrant the following to ASX.
- The issue of the \*securities to be quoted complies with the law and is not for an illegal purpose.
  - There is no reason why those \*securities should not be granted \*quotation.
  - An offer of the \*securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.  
Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty
  - Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any \*securities to be quoted and that no-one has any right to return any \*securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the \*securities be quoted.
  - If we are a trust, we warrant that no person has the right to return the \*securities to be quoted under section 1019B of the Corporations Act at the time that we request that the \*securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before \*quotation of the \*securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: ..... Date: 24 October 2006  
(Assistant Company Secretary)

Print name: Robert K Dudfield

=====

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+ Sec chapter 19 for defined terms.



**FOSTER'S**  
GROUP

RECEIVED

2005 OCT 26 P 1:15

OFFICE OF INTERNATIONAL  
CORPORATE FINANCE

## ASX RELEASE

**The following release was made to the  
Australian Stock Exchange Limited today:**

**"Change in substantial holding"**

**Released: 24 October 2006**

**Pages: 27  
(including this page)**

**FILE NO: 082-01711**

If you would prefer to receive this notification by email please reply to  
[jane.dowsey@fostersgroup.com](mailto:jane.dowsey@fostersgroup.com) or  
Ph: +61 3 9633 2105

### **FOSTER'S GROUP**

77 Southbank Boulevard Southbank Victoria 3006 Australia GPO Box 753 Melbourne Victoria 3001  
Tel 61 3 9633 2000 Fax 61 3 9633 2002 Foster's Group Limited ABN 49 007 620 886 [www.fostersgroup.com](http://www.fostersgroup.com)

OCT 23 2006

2:59PM

CAPITAL

NO. 897

P. 1/26



The Capital Group Companies, Inc.  
333 South Hope Street  
Los Angeles, California 90071-1406

Phone (213) 486 9200  
Fax (213) 486 9698

23 October 2006

**BY FAX - ORIGINAL IN POST**  
**(61 3 9645 7226)**

Foster's Group Limited  
77 Southbank Blvd.  
Southbank, Victoria 3006  
Australia

**Re: Notice of Change in Interests of Substantial Shareholder under Section 671B**

Robert Dudfield:

Enclosed is a Notice of Change in Interests of Substantial Shareholder Under Section 671B dated 20 October 2006. Please note that a copy of this report has been sent to the Australian Stock Exchange.

Neither the Capital Group Companies, Inc. nor any of its affiliates own shares of your company for its own account. Rather, the shares reported on Form 604 are owned by accounts under the discretionary investment management of one or more of the investment management companies that make up the Capital Group Companies, Inc.

For the purposes of this Notice an outstanding share balance of 2,026,716,487 shares was used to calculate the percentages of holdings of the relevant share capital. We believe this outstanding share balance is current; however, if this number is not accurate, please contact us as soon as possible so that we may make the necessary revisions to this Notice.

Should you have questions or require additional information, please contact Gina Martinez or Vivien Tan at (213) 615-0469, or send a fax message to (213) 486-9698. Alternatively, you may contact us via E-mail at [GRGroup@capgroup.com](mailto:GRGroup@capgroup.com).

Regards,

  
Gina Martinez  
Compliance Specialist

OCT 23 2006

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CAPITAL

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Form 604

Corporations Act 2001 Section 671B

## Notice of change of interests of substantial holder

To/Company Name/Scheme

Foster's Group Limited

ACN/ARSN

## 1. Details of substantial holder(1)

Name

The Capital Group Companies, Inc.

ACN/ARSN (if applicable)

n/a

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

20 October 2006

The previous notice was given to the company on

21 November 2006

The previous notice was dated

18 November 2005

The shares reported were owned by accounts under the discretionary investment management of 5 investment management companies (Capital Research and Management Company, Capital International, Inc., Capital International S.A., Capital Guardian Trust Company, and Capital International Limited) which are direct or indirect subsidiaries of The Capital Group Companies, Inc., 333 South Hope Street, 55th Floor, Los Angeles, California 90071 and such shares are being reported in the aggregate.

## 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 Shares	210,376,808 shares	10.4617%	189,035,820 shares	8.3272%

The shares being reported under this section are owned by accounts under the discretionary investment management of 5 investment management companies (Capital Research and Management Company, Capital International S.A., Capital International, Inc., Capital International Limited, and Capital Guardian Trust Company) which are direct or indirect subsidiaries of The Capital Group Companies, Inc., 333 South Hope Street, 55th Floor, Los Angeles, California 90071 and such shares are being reported in the aggregate.

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**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
21 November 2006 Thru 20 October 2008	The Capital Group Companies, Inc.	Decrease in holdings	Average price of 5.7839 AUD	21,341,088 Ordinary Shares	21,341,088

See Annexure A dated 18 November 2005

**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
		none			

See Annexure A dated 20 October 2006 (copy attached)

**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 (8) 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
The Capital Group Companies, Inc.	333 South Hope Street, 55 <sup>th</sup> Floor Los Angeles, CA 90071

**Signature**

print name: Liliane Corzo

Capacity: Counsel

sign here 

date

23 October 2006

OCT 23 2006

2:59PM

CAPITAL

NO.887

P.4/26

### Annexure "A"

This is the Annexure of 9 pages marked Annexure "A" referred to in Form 604 signed by this corporation dated 20 October 2006.

The Capital Group Companies, Inc.

By:

  
Liliane Corzo  
Counsel

OCT 23 2006 2:59PM CAPITAL

NO.887 P.5/26

**Australia Annexure  
Foster's Group Limited**

**20 October 2006**

**CG Investment Management Company  
Capital Guardian Trust Company**

<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
44000300	7,110,363	
44001800	255,000	
44002300	291,000	
44003200	1,362,000	
44022700	47,100	
44022900	2,325,407	
44023900	127,000	
44024600	244,400	
44025900	376,000	
44028100	154,400	
44028600	140,000	
44029600	107,308	
44029700	157,900	
44030600	219,400	
44032100	98,000	
44034900	77,100	
44035800	39,800	
44036100	37,896	
44036900	240,800	
44039800	299,661	
44041200	49,095	
44042000	507,000	
44042200	47,626	
44043000	61,650	
44043700	50,131	
44044000	58,300	
44044700	64,200	
44045800	32,300	
44046700	42,300	
44054400	35,815	
44099400	243,712	
44123600	9,588	
44123700	6,566	
44123800	3,243	
44123900	6,361	
44127600	31,081	
44129300	4,340	
44130300	19,357	
44130400	8,852	
44132000	19,258	
44133300	7,124	
44133800	9,073	
44134300	9,223	
44135300	5,269	
44135600	4,186	
44139700	60,273	
44142000	6,811	
44144500	5,239	
44144800	7,378	
44144900	3,908	
44145900	10,392	
44146300	5,830	
44147700	4,516	
44149900	13,946	

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**Australia Annexure  
Foster's Group Limited**

**20 October 2006**

**CG Investment Management Company**

<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
44151700	7,126	
44152600	23,204	
44155600	64,356	
44158000	4,739	
44158800	6,351	
44159600	4,474	
44159700	7,154	
44188300	17,076	
44223300	4,125	
44224400	24,971	
44226100	5,748	
44229100	18,730	
44229600	12,547	
44232200	26,163	
44236301	9,350	
44237200	6,179	
44240600	40,088	
44255000	1,755,390	
44256500	89,829	
44258000	13,616	
44259300	88,200	
44261300	498,000	
44263800	37,000	
44267200	67,400	
44267300	37,000	
44268600	51,000	
44269700	25,000	
44271500	193,100	
44271700	519,139	
44273000	65,500	
44273400	90,000	
44276200	52,000	
44277700	278,636	
44278600	36,000	
44281200	60,000	
44282300	102,436	
44283000	15,086	
44283700	25,400	
44283900	185,019	
44285500	481,645	
44286300	74,587	
44287000	67,400	
44288400	41,000	
44288500	82,300	
44295600	250,000	
44295900	112,600	
44296400	196,500	
44298200	120,569	
44301500	151,148	
44302200	112,668	
44302300	32,000	
44303200	513,000	
44303300	100,000	
44304600	422,000	

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**Australia Annexure  
Foster's Group Limited**

**20 October 2006**

**CG Investment Management Company**

<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
44304700	50,012	
44305300	108,244	
44307100	43,500	
44308600	144,500	
44315000	478,639	
44316400	135,700	
44317300	107,200	
44318100	58,500	
44318300	27,500	
44321900	56,500	
44323000	45,100	
44323800	52,596	
44326600	7,800	
44326800	68,000	
44328100	35,000	
44328400	38,371	
44329500	86,570	
44331100	100,000	
44331900	154,000	
44335700	14,942	
44336000	238,000	
44338100	45,800	
44338600	39,795	
44339400	72,800	
44341900	280,000	
44343600	61,000	
44344800	89,600	
44344700	10,300	
44344800	27,500	
44345600	509,787	
44346500	27,000	
44348800	173,000	
44349500	13,200	
44351500	120,000	
44351800	103,000	
44351900	164,500	
44352100	76,500	
44352200	35,500	
44353000	43,000	
44353900	91,000	
44356100	46,100	
44356500	225,000	
44356900	54,000	
44357100	39,800	
44357800	403,200	
44358000	241,000	
44358800	252,600	
44359400	200,980	
44359700	65,000	
44359800	122,686	
44359900	213,300	
44360400	45,000	
44363200	83,500	
44364800	113,100	

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**Australia Annexure  
Foster's Group Limited**

**20 October 2006**

CG Investment Management Company

<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
44366400	14,400	
44368900	23,200	
44369400	78,400	
44370700	21,400	
44653901	9,329	
44662300	11,168	
44674700	9,255	
44675301	3,836	
44675401	3,077	
44675601	3,305	
44675701	7,057	
44676100	6,849	
44677200	9,550	
44678300	6,340	
44678700	10,119	
44678900	9,519	
44800100	152,000	
44840300	1,602,000	
44941800	78,000	
44951300	420,695	
70250000	20,587	
70252000	4,658	
70253400	5,422	
70255600	63,460	
70257900	4,307	
70259500	40,033	
70262400	4,749	
70263600	4,129	
70264700	11,743	
70264800	2,695	
70264900	4,996	
70265000	3,954	
70285100	7,310	
70265200	5,887	
70267100	18,885	
70271700	7,879	
70272800	3,919	
70273500	4,308	
70275400	30,517	
70280500	5,164	
70282400	6,905	
70284800	2,105	
70285900	3,424	
70286100	4,559	
70288800	3,264	
70504700	5,064	
70681000	6,264	
70681500	14,851	
70682500	9,281	
70682600	7,314	
70687900	11,655	
70693500	13,642	
70693600	38,924	
70694000	9,069	

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**Australia Annexure  
Foster's Group Limited**

**20 October 2006**

**CG Investment Management Company**

<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
70695400	16,990	
70696000	4,205	
70699300	9,714	
70701700	4,822	
70702900	5,363	
70703000	5,357	
70703100	5,364	
70703400	17,329	
70704600	12,468	
70708200	5,577	
70715900	5,831	
70719900	3,344	
70722800	4,859	
70722900	3,861	
	<b>31,591,325</b>	

**Capital International Limited**

43051000	252,586
43051100	159,752
43051300	182,480
43051400	36,096
43051500	146,054
43057200	24,800
43057300	61,681
43057600	116,759
43057700	36,275
43057800	107,094
43069400	21,800
43400500	32,282
43401300	285,213
43401400	41,202
43401500	241,314
43401700	328,024
43402300	244,251
43404700	156,029
43404900	50,789
43405700	80,300
43405800	49,700
43406000	189,098
43410500	358,945
43411100	365,247
43411200	107,098
43411300	133,300
43411800	82,268
43412500	168,900
43412700	75,000
43412800	40,500
43413000	141,887
43413100	316,738
43415000	157,332
43415700	520,925
43415900	83,392
43417500	225,582
43417600	96,207

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**Australia Annexure  
Foster's Group Limited**

**20 October 2006**

**CG Investment Management Company**

<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
43417700	844,430	
43417800	91,434	
43418100	107,770	
43418300	170,947	
43418500	298,883	
43418600	183,773	
43418800	379,552	
43418100	178,391	
43419200	10,761	
43419300	706,375	
43419500	120,539	
43419700	66,775	
43419800	264,150	
43420200	171,900	
43424300	58,099	
43425200	585,907	
43425300	220,139	
43425400	167,867	
43425700	159,840	
43425800	504,706	
43426200	1,322,458	
43426300	1,486,031	
43426400	1,360,700	
43426700	795,333	
43426800	644,927	
43426900	767,573	
43427100	1,234,483	
43427200	66,700	
43428200	57,260	
43428300	25,614	
43428600	108,600	
43432100	39,955	
43432200	82,646	
43433100	33,465	
43433200	265,673	
43434000	42,277	
43435100	304,699	
43436100	91,236	
43437100	472,879	
43437300	112,560	
43437400	409,600	
43439100	269,522	
43440200	45,316	
43440800	35,900	
43441200	81,266	
43441800	49,647	
43444900	98,448	
43445200	200,708	
43445400	44,391	
43450500	293,900	
43451200	150,463	
43451300	101,438	
43451600	53,907	
43451700	96,150	

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**Australia Annexure  
Foster's Group Limited**

**20 October 2006**

**CG Investment Management Company**

<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
43451900	287,400	
43455100	239,259	
43455200	131,217	
43455400	53,896	
43457100	241,864	
43459100	118,157	
43460100	47,691	
43463100	189,732	
43463600	76,200	
43464600	27,300	
43464700	180,200	
43466000	24,200	
43466100	575,666	
43467700	67,829	
43473300	23,300	
43484100	117,994	
43487100	34,400	
43487200	1,136,937	
43487400	238,493	
43487500	173,100	
43487600	324,500	
43487700	100,640	
43487800	96,600	
43488100	62,200	
43494100	49,700	
43494200	80,132	
43500400	133,896	
43500500	171,964	
43503500	104,830	
43503800	73,137	
43504500	29,266	
43504600	19,095	
43506200	48,902	
43506300	31,117	
43506400	28,346	
43506500	55,580	
43607300	81,900	
43507400	31,544	
43507500	66,313	
43507600	70,636	
43510200	98,600	
43510300	51,141	
43510600	217,300	
43510700	67,073	
43510800	61,200	
43510900	70,700	
43511300	65,600	
43511900	57,700	
43512000	342,294	
43512200	18,419	
43513300	104,140	
43513500	34,000	
43513600	101,600	
43518500	99,628	

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NO.887 P.12/26

**Australia Annexure  
Foster's Group Limited**

**20 October 2006**

**CG Investment Management Company**

<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
43537100	51,528	
43558600	206,976	
43560100	311,480	
43564100	192,018	
43564200	69,704	
43564300	61,704	
43565100	153,810	
43565200	145,110	
43565300	320,895	
43565400	208,400	
43565500	138,944	
43565600	144,713	
43565700	53,800	
43565800	188,803	
43566900	46,500	
43566100	353,200	
43570100	235,961	
43570200	31,117	
43570300	20,855	
43570400	250,949	
43570500	23,559	
43573100	302,500	
43574100	132,140	
43574200	188,700	
43575100	169,600	
43576300	68,100	
43576500	83,200	
43576700	108,740	
43576800	61,051	
43579300	60,000	
43583100	2,926,200	
	<b>36,600,485</b>	

**Capital International S.A.**

45415100	74,223
45415200	40,505
45415800	81,398
45426000	953,602
45440600	27,400
45464300	65,358
45464400	31,131
45500200	169,162
45500800	105,768
45500900	42,400
45503100	18,320
45503300	49,500
45504400	7,800
45507200	80,500
45508100	99,449
45508200	42,037
45508400	38,828
45508500	44,652
45509000	15,000
45513100	47,541

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**Australia Annexure  
Foster's Group Limited**

**20 October 2006**

**CG Investment Management Company**

<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
45516200	91,433	
45525200	69,436	
45590100	2,733,324	
45594100	265,013	
	5,203,776	

**Capital International, Inc.**

46054200	74,000	
46054500	53,800	
46054700	37,500	
46055500	154,136	
46056500	26,000	
46056600	17,000	
46056800	75,100	
46343400	177,138	
46364700	33,059	
46452300	461,500	
46453700	29,000	
46456000	108,088	
46456700	37,000	
46456800	42,000	
46457300	37,000	
46457400	210,000	
46457500	17,300	
46457700	23,200	
46457800	209,600	
46458500	71,900	
46459700	50,700	
46600000	125,000	
46601000	14,805	
46601800	67,500	
46602000	8,507	
46610000	115,900	
	2,276,734	

**Capital Research and Management Company**

11000012	47,374,500	
11000016	10,400,000	
11000033	55,589,000	
	113,363,500	

**GRAND TOTAL**

**189,035,820 9.33%**

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**Nominee List****Foster's Group Limited  
20 October 2006****Nominee Name**

ANZ Nominees

Level 25, Collins Street

GPO Box 2842 AA

Melbourne 3001 VIC

43402300	244,251
43413100	316,738
43419200	10,761
43426700	795,333
43436100	91,236
43445400	44,391
43506300	31,117
43507600	70,535
43512000	342,294
43513300	104,140
44298200	120,569
44363200	83,500
46416800	81,396
45500800	105,766
45503100	18,320
45513100	47,541
45525200	69,436
46056800	75,100
46452300	461,600

**Total Shares:**

3,113,924

ANZ Nominees Limited (Melbourne)

GPO Box 2842AA

Melbourne, Victoria 3001

Australia

43411800	82,268
43417600	96,207
43417800	91,434
43419700	66,775
43424300	58,099
43428600	108,600
43432100	39,955
43437300	112,560
43451200	150,463
43510600	217,300
43565100	153,810
44054400	35,815
44328100	35,000
45500900	42,400
45594100	265,013
46456700	37,000
46456800	42,000
46457500	17,300

**Total Shares:**

1,651,999

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**Nominee List****Foster's Group Limited  
20 October 2006**Nominee Name

Australia &amp; New Zealand Banking Grp Ltd

35, Elisabeth Street

PO Box 2842AA

Melbourne VIC 3000

43404900

50,789

43506500

55,580

**Total Shares:**

106,369

Bank of New York Nominees

Bank of New York

3 Birchin Lane

London EC3V 9BY

43404700

156,029

43576500

83,200

43579300

60,000

**Total Shares:**

289,229

Bankers Trust Australia

Level 9, The Chifley Tower

2, Chifley Square

Sydney NSW 2000, Australia

43051100

159,752

43057200

24,800

43057300

61,681

43415000

157,332

43415700

520,925

43418300

170,947

44034900

77,100

44036900

240,800

44041200

49,095

44263800

37,000

44268600

51,000

44269700

25,000

44271700

519,139

44283700

25,400

44283900

185,019

44302300

32,000

44303300

100,000

46456000

108,088

**Total Shares:**

2,545,078

Chase Manhattan Bank Australia Limited

Level 36 World Trade Centre

Jamison Street

Sydney, NSW 2000 Australia

11000012

47,374,500

11000016

10,400,000

11000033

55,589,000

43051000

252,586

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## Nominee List

Foster's Group Limited  
20 October 2006Nominee Name

43401400	41,202
43411100	365,247
43411300	133,300
43418100	107,770
43428200	57,260
43441800	49,647
43484100	117,994
43503500	104,830
43510200	98,600
43510900	70,700
43513500	34,000
44000300	7,110,353
44001800	255,000
44002300	291,000
44003200	1,362,000
44022800	2,325,407
44024800	244,400
44028600	140,000
44035800	39,600
44043000	61,650
44099400	243,712
44123600	9,588
44123700	6,566
44123800	3,243
44123900	6,361
44130400	8,852
44133300	7,124
44133800	9,073
44135300	5,269
44135600	4,186
44156000	4,739
44255000	1,755,390
44256500	89,629
44288500	82,300
44303200	513,000
45500200	159,162
45504400	7,800
70250000	20,587
70252000	4,658
70253400	5,422
70255600	53,460
70257900	4,307
70259500	40,033
70262400	4,749
70263600	4,129
70264700	11,743
70264800	2,695
70264900	4,996
70265000	3,954

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**Nominee List****Foster's Group Limited  
20 October 2006****Nominee Name**

70265100	7,310
70265200	5,887
70267100	18,885
70280500	5,184
70282400	6,905
70284800	2,105
70285900	3,424
70286100	4,559
70288800	3,264
70681000	6,264
70681500	14,851
70682500	9,281
70682600	7,314
70687900	11,655
70693500	13,642
70693600	38,924
70694000	9,069
70695400	16,990
70696000	4,205
70699300	9,714
70701700	4,822
70702900	5,363
70703000	5,357
70703100	5,384
70703400	17,329
70704600	12,468
70708200	5,577
70719900	3,344
70722800	4,859
70722900	3,861
<b>Total Shares:</b>	<b>129,970,529</b>

Chase Manhattan Bank NA  
Woolgate House  
Coleman Street  
London EC2P 2HD  
44151700

**Total Shares:** 7,126  
7,126

Chase Manhattan Nominee Ltd.  
Australia

43406000	189,096
43417700	844,430
43419800	284,150
43425400	167,867
43487100	34,400
43511900	57,700
44144500	5,239
44144900	3,908

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**Nominee List****Foster's Group Limited  
20 October 2006****Nominee Name**

44146300	5,830
44147700	4,516
44229600	12,547
44237200	6,179
44258000	13,616
44259300	88,200
44352100	76,500
44352200	35,500
44359900	213,300
44653901	9,329
44862300	11,168
44675601	3,305
44940300	1,602,000
44941800	78,000
44951300	420,695
45590100	2,733,324
46601000	14,805
<b>Total Shares:</b>	<b>6,895,604</b>

Chase Nominees Limited  
Woolgate House  
Coleman Street  
London EC2P 2HD

44353900	91,000
44675401	3,077
44676100	6,849
44678900	9,519
<b>Total Shares:</b>	<b>110,445</b>

Citibank Australia  
46056600

<b>Total Shares:</b>	<b>17,000</b>
	<b>17,000</b>

Citibank NA  
Toronto  
46600000

<b>Total Shares:</b>	<b>125,000</b>
	<b>125,000</b>

Citicorp Nominees PTY Ltd  
Level 26, Mitre 502-30  
101 Collins Street  
Melbourne, Victoria 3000

43426300	1,486,031
43440200	45,316
43507400	31,544
43507500	66,313
43570400	250,949
44276200	52,000
45440600	27,400

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## Nominee List

**Foster's Group Limited  
20 October 2006**Nominee Name

Total Shares: 1,959,553

Commonwealth Bank of Australia  
Level 7, Bank House, 309-315 George St.  
Sydney NSW 2000

Australia

44042000	507,000
44045800	32,300
44287200	67,400
44278800	36,000
44286300	74,587
44318300	27,500

Total Shares: 744,787

HKBA Nominees Ltd.

GPO Box 181

Sydney 2001

Australia

43410500

Total Shares: 358,945

Hong Kong Bank Australia

Level 8

1, O'Connell St, GPO Box 5302

Sydney NSW 2001

43401500	241,314
43455100	239,259
43455400	53,836

Total Shares: 534,409

HSBC

2 Leboh Ampang

50100 Kuala Lumpur, Malaysia

44356100

Total Shares: 46,100

HSBC Bank plc

Securities Services, Mariner House

Pepys Street

London EC3N 4DA

43405800	49,700
43451900	287,400
43464600	27,300
43473300	23,300
43511300	65,600

Total Shares: 453,300

Investors Bank &amp; Trust Co.

44368900

23,200

## Nominee List

Foster's Group Limited  
20 October 2006Nominee Name

	Total Shares:	23,200
J.P. Morgan		
44188300		17,076
44223300		4,125
	Total Shares:	21,201
JP Morgan Chase Bank		
46601800		67,500
	Total Shares:	67,500
Mellon Bank N.A.		
London Branch		
London		
United Kingdom		
44356900		54,000
44358000		241,000
44369400		78,400
	Total Shares:	373,400
National Australian Bank LTD.		
271 Collins St.		
5th Floor South		
Melbourne, Victoria 3000		
43057700		36,275
43401300		285,213
43405700		80,300
43411200		107,098
43413000		141,887
43417500		225,582
43418800		379,652
43419100		178,391
43419300		706,375
43419500		120,539
43425200		585,907
43426800		644,927
43427200		66,700
43428300		25,614
43432200		82,646
43433200		265,673
43434000		42,277
43435100		304,699
43439100		269,522
43451300		101,438
43451600		53,907
43455200		131,217
43459100		118,157
43460100		47,691
43466100		575,666

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## Nominee List

**Foster's Group Limited  
20 October 2006**Nominee Name

43467700	67,829
43487200	1,136,937
43487400	238,493
43494100	49,700
43500400	133,896
43506400	28,346
43507300	81,900
43510300	51,141
43510700	67,073
43510800	61,200
43513600	101,600
43537100	51,528
43560100	311,480
43564100	192,018
43564200	69,704
43585200	145,110
43565500	138,944
43565600	144,713
43565700	53,800
43565800	188,803
43565900	46,500
43566100	353,200
43570100	235,961
43570300	20,855
43574200	188,700
43575100	169,600
44025900	376,000
44028100	154,400
44030600	219,400
44032100	98,000
44036100	37,896
44042200	47,826
44043700	50,131
44044000	58,300
44046700	42,300
44132000	19,258
44134300	9,223
44145300	10,392
44158800	6,351
44159600	4,474
44229100	18,730
44240600	40,088
44267300	37,000
44273400	90,000
44282300	102,436
44301500	151,148
44302200	112,666
44304600	422,000
44304700	50,012

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## Nominee List

Foster's Group Limited  
20 October 2006Nominee Name

44305300	108,244
44307100	43,500
44323000	45,100
44326600	7,800
44326800	68,000
44328400	38,371
44338600	39,795
44341900	280,000
44344600	89,600
44344700	10,300
44344800	27,500
44346500	27,000
44349500	13,200
44351900	164,500
44353000	43,000
44366400	14,400
44678700	10,119
45464300	85,358
45464400	31,131
46343400	177,139
46457700	23,200
46457800	208,600
46458500	71,900
<b>Total Shares:</b>	<b>13,692,874</b>

National Nominees  
82 Pitt Street  
Sydney, NSW 2000  
Australia

44152600	23,204
44315000	478,639
44339400	72,800
44343600	61,000
<b>Total Shares:</b>	<b>635,643</b>

Northern Trust  
c/o NorTrust Nominees Limited  
155 Bishopsgate  
London EC2M 3XS

43426900	767,573
44331100	100,000
70275400	30,517
<b>Total Shares:</b>	<b>898,090</b>

Nortrust Nominees  
155 Bishopsgate  
London EC2M 3XS  
United Kingdom  
44139700

60,273

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## Nominee List

**Foster's Group Limited**  
**20 October 2006**
Nominee Name

	Total Shares:	60,273
Pictet & Cie, Geneva 45509000		15,000
	Total Shares:	15,000
State Street Australia Limited Australia 46453700		29,000
	Total Shares:	29,000
State Street Bank & Trust Co. 70271700		7,879
70272800		3,919
70504700		5,064
70715900		5,831
	Total Shares:	22,693
Westpac Banking Corp 43051300		182,480
43051400		36,096
43051500		146,054
43400500		32,282
43412500		169,900
43412800		40,500
43418500		298,883
43418600		183,773
43425300		220,139
43426200		1,322,458
43427100		1,234,483
43433100		33,465
43437400		409,600
43440800		35,900
43444900		98,448
43463100		189,732
43466000		24,200
43487500		173,100
43488100		62,200
43504500		29,266
43504600		19,095
43512200		18,419
43518500		99,628
43570500		23,559
43573100		302,500
44022700		47,100
44023900		127,000
44029700		157,900
44159700		7,154
44224400		24,971

**Nominee List**

**Foster's Group Limited  
20 October 2006**

Nominee Name

44226100	5,748
44236301	9,350
44277700	278,636
44281200	60,000
44359700	85,000
45415100	74,223
45508100	99,449
45508200	42,037
45508400	38,828
45516200	91,433
46364700	33,059
70273500	4,308
<b>Total Shares:</b>	<b>6,552,356</b>

**Westpac Custodian Nominees  
50 Pitt Street, 8th Floor  
Sydney, NSW 2000**

**Australia**

43057600	116,759
43057800	107,094
43069400	21,800
43401700	328,024
43412700	75,000
43415900	83,392
43420200	171,900
43425700	159,840
43425800	604,706
43426400	1,360,700
43437100	472,879
43441200	81,266
43445200	200,708
43450500	293,900
43451700	96,150
43457100	241,864
43463800	76,200
43464700	180,200
43487600	324,500
43487700	100,640
43487800	96,600
43494200	80,132
43500500	171,964
43503800	73,137
43506200	48,902
43558600	208,976
43564300	61,704
43565300	320,895
43565400	208,400
43570200	31,117
43574100	132,140

**Nominee List**

**Foster's Group Limited  
20 October 2006**

Nominee Name

43576300	68,100
43576700	108,740
43576800	61,051
43583100	2,926,200
44029600	107,308
44039600	299,661
44044700	64,200
44127600	31,081
44129300	4,340
44130300	19,357
44142000	6,811
44144800	7,378
44149900	13,946
44155600	64,356
44232200	26,163
44261300	498,000
44271500	193,100
44273000	65,500
44283000	15,086
44285500	481,645
44287000	67,400
44288400	41,000
44295800	250,000
44295900	112,800
44296400	196,800
44308600	144,500
44316400	135,700
44317300	107,200
44318100	56,500
44321900	58,500
44323800	52,596
44329500	86,570
44331900	154,000
44335700	14,942
44336000	238,000
44336100	45,800
44345600	609,787
44348800	173,000
44351500	120,000
44351800	103,000
44356500	225,000
44357100	39,800
44357800	403,200
44358800	252,600
44359400	200,980
44359800	122,666
44360400	45,000
44364600	113,100
44370700	21,400

**Nominee List**

**Foster's Group Limited  
20 October 2006**

Nominee Name

44674700	9,255
44675301	3,836
44675701	7,057
44677200	9,550
44678300	6,340
44800100	152,000
45415200	40,505
45426000	953,602
45503300	49,600
45507200	80,600
45508500	44,652
46054200	74,000
46054500	53,800
46054700	37,500
46055500	154,136
46056500	26,000
46457300	37,000
46457400	210,000
46459700	50,700
46602000	8,507
46610000	116,900
<b>Total Shares:</b>	<b>17,705,193</b>