

Emeco Holdings Limited

Processing Section  
NOV 03 2008  
Washington, DC  
101

21 October 2008

Exemption File No. 82-35011

Securities and Exchange Commission  
Division of Corporation Finance  
450 Fifth Street NW  
Washington DC 20549  
USA



**SUPL**

Dear Sir/Madam

Re: Emeco Holdings Limited  
Rule 12g3-2(b) Exemption File No. 82-35011

Pursuant to Rule 12g3-2(b)(1), enclosed are the following documents to supplement the information previously provided with respect to Emeco Holdings Limited's (the "Company") request for exemption under Rule 12g3-2(b):

- 1. *Market Announcement - 21 October 2008 - Change in substantial holding - The Capital Group Companies Inc*

This information is being furnished on the understanding that such information and documents will not be deemed "filed" with the SEC or otherwise subject to the liabilities of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and that neither this letter nor the furnishing of such information and documents shall constitute an admission for any purpose that the Company is subject to the Exchange Act.

For more information please contact me by telephone: +61 8 9420 0213 in Australia, facsimile: +61 8 9321 1366 or email: michael.kirkpatrick@emecoequipment.com.

Please acknowledge receipt of this letter and the enclosed materials by date stamping the enclosed copy of this letter and returning it to me in the enclosed pre-paid envelope.

Thank you for your attention.

Sincerely

Michael Kirkpatrick  
General Manager Corporate Services

Encl

**PROCESSED**

NOV 14 2008 *E*

**THOMSON REUTERS**



ASX Limited  
ABN 98 008 624 691  
20 Bridge Street  
Sydney NSW 2000

PO Box H224  
Australia Square  
NSW 1215

Telephone 61 2 9227 0334

Facsimile:

Australia: 1300 135 638  
New Zealand: 0800 449 707  
International: 61 2 9347 0005  
61 2 9778 0999

[www.asx.com.au](http://www.asx.com.au)  
DX 10427 Stock Exchange Sydney

**Facsimile**

|                 |   |
|-----------------|---|
| To              | Company Secretary                                   |
| Company         | EMECO HOLDINGS LIMITED                              |
| Fax number      | 0893211366  |
| From            | ASX Limited – Company Announcements Office          |
| Date            | 21-Oct-2008   |
| Time            | 08:27:59  |
| Subject         | Confirmation Of Receipt And Release Of Announcement |
| Number of pages | 1 only  |

**MESSAGE:**

We confirm the receipt and release to the market of an announcement regarding:

Change in substantial holding

---

If ASX considers an announcement to be sensitive, trading will be halted for 10 minutes.

If your announcement is classified by ASX as sensitive, your company's securities will be placed into "pre-open" status on ASX's trading system. This means that trading in your company's securities is temporarily stopped, to allow the market time to assess the contents of your announcement. "Pre-open" is approximately 10 minutes for most announcements but can be 50 minutes (approximately) for takeover announcements.

Once "pre-open" period is completed, full trading of the company's securities recommences.

20 October 2008

**BY FAX - ORIGINAL IN POST**  
**(61 8 9321 1366)**

Emeco Holdings Ltd  
Ground Floor, 10 Ord Street  
West Perth, Western Australia,  
Australia, 6005

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

Company Secretary:

Enclosed is a Notice of Change in Interests of Substantial Shareholder Under Section 671B dated 17 October 2008. 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 804 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 631,237,586 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,



Vivien Tan  
Compliance Specialist

Form 604

Corporations Act 2001 Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Emeco Holdings Ltd

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 17 October 2008

The previous notice was given to the company on 15 October 2008

The previous notice was dated 14 October 2008

The shares reported were owned by accounts under the discretionary investment management of 6 investment management companies (Capital Research and Management Company, Capital International, Inc., Capital International S.A., 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.

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         | 42,458,478      | 6.7262%          | 35,838,588     | 5.6775%          |

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, Inc., Capital International S.A., 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.

**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 |
|--------------------------|--|----------------------|---|---|-------------------------|
| 16/10/2008 to 17/10/2008 | The Capital Group Companies, Inc.      | Decreased holdings   | Average price of 0.7661                       | 6,619,888 Ordinary Shares               | 6,619,888               |

See Annexure A dated 14 October 2008

**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 17 October 2008 (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 (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**

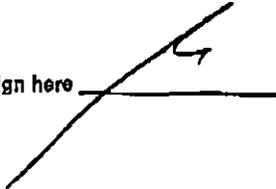
The addresses of persons named in this form are as follows:

| Name                              | Address  |
|-----------------------------------|--|
| The Capital Group Companies, Inc. | 333 South Hope Street, 65 <sup>th</sup> Floor<br>Los Angeles, CA 90071 |

**Signature**

print name: Liliane Corzo

Capacity: Associate Counsel

sign here 

date

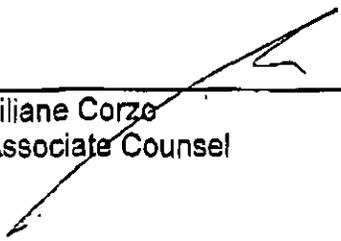
20 October 2008

**Annexure "A"**

This is the Annexure of 2 pages marked Annexure "A" referred to in Form 604 signed by this corporation dated 17 October 2008.

The Capital Group Companies, Inc.

By:

  
\_\_\_\_\_  
Liliane Corzo  
Associate Counsel

**Australia Annexure**  
**Emeco Holdings Ltd**  
**17 October 2008**

CG Investment Management Company

Capital Guardian Trust Company

| <u>Account Number</u> | <u>Number of Shares</u> | <u>% Held</u> |
|-----------------------|-------------------------|---------------|
| 44000600              | 4,051,768               |               |
| 44278200              | 305,372                 |               |
| 44343400              | 52,281                  |               |
| 44353600              | 558,000                 |               |
| 44359800              | 317,600                 |               |
| 44364700              | 55,400                  |               |
| 44373400              | 366,700                 |               |
| 44374600              | 679,500                 |               |
| 44378000              | 909,299                 |               |
| 44800300              | 56,500                  |               |
|                       | <hr/> 7,372,420         |               |

Capital International Limited

|          |                  |  |
|----------|------------------|--|
| 43406300 | 3,865,200        |  |
| 43418800 | 866,392          |  |
| 43425300 | 829,567          |  |
| 43426200 | 2,872,785        |  |
| 43426300 | 4,043,131        |  |
| 43426800 | 1,939,055        |  |
| 43426900 | 3,054,919        |  |
| 43487700 | 248,416          |  |
| 43487800 | 223,146          |  |
|          | <hr/> 17,942,611 |  |

Capital International S.A.

|          |                 |  |
|----------|-----------------|--|
| 45415100 | 291,672         |  |
| 45415200 | 40,700          |  |
| 45426000 | 3,578,068       |  |
|          | <hr/> 3,910,440 |  |

Capital International, Inc.

|          |               |  |
|----------|---------------|--|
| 46422100 | 365,109       |  |
|          | <hr/> 365,109 |  |

Capital Research and Management Company

|          |                 |  |
|----------|-----------------|--|
| 11000035 | 6,248,008       |  |
|          | <hr/> 6,248,008 |  |

**Australia Annexure  
Emeco Holdings Ltd  
17 October 2008**

CG Investment Management Company

Account Number

Number of Shares    % Held

**GRAND TOTAL**

**35,838,588    5.68%**

Nominee List

**Emeco Holdings Ltd**

**17 October 2008**

Nominee Name

Chase Manhattan Bank Australia Limited  
 Level 36 World Trade Centre  
 Jamison Street  
 Sydney, NSW 2000 Australia

|          |           |
|----------|-----------|
| 44000600 | 4,051,768 |
| 44376000 | 909,299   |
| 46422100 | 365,109   |

Total Shares: 5,326,176

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

|          |           |
|----------|-----------|
| 43426300 | 4,043,131 |
|----------|-----------|

Total Shares: 4,043,131

JP Morgan Chase Bank

|          |           |
|----------|-----------|
| 43406300 | 3,865,200 |
|----------|-----------|

Total Shares: 3,865,200

National Australian Bank LTD,  
 271 Collins St.  
 5th Floor South  
 Melbourne, Victoria 3000

|          |           |
|----------|-----------|
| 43418800 | 866,392   |
| 43426800 | 1,939,055 |
| 44343400 | 52,281    |
| 44373400 | 386,700   |
| 44374600 | 679,500   |

Total Shares: 3,923,928

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

|          |           |
|----------|-----------|
| 43426900 | 3,054,919 |
|----------|-----------|

Total Shares: 3,054,919

Westpac Banking Corp

|          |           |
|----------|-----------|
| 43425300 | 829,567   |
| 43426200 | 2,872,785 |

Nominee List

Emeco Holdings Ltd

17 October 2008

Nominee Name

|          |         |
|----------|---------|
| 44364700 | 55,400  |
| 45415100 | 291,672 |

Total Shares: 4,049,424

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

|          |           |
|----------|-----------|
| 11000035 | 6,248,008 |
| 43487700 | 248,416   |
| 43487800 | 223,146   |
| 44278200 | 305,372   |
| 44353600 | 558,000   |
| 44359800 | 317,600   |
| 44800300 | 58,500    |
| 45415200 | 40,700    |
| 45426000 | 3,578,068 |

Total Shares: 11,575,810

END