Rule 3.8A

Appendix 3D

Changes relating to buy-back (except minimum holding buy-back)

Information and documents given to ASX become ASX's property and may be made public. Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001, 11/01/10

Na	me of entity		ABN/ARSN
CA	RLTON INVESTMENTS LIMITED		85 000 020 262
Wε	the entity) give ASX the following in	nformation.	
1	Date that an Appendix 3C or the last Appendix 3D was given to ASX	29 NOVEMBER 2010	
Inf	ormation about the change		
Coi	mplete each item for which there has b	een a change and items 9 c	and 10.
		Column 1 (Details announced to market in Appendix 3C	Column 2 (Details of change to buy-back proposals)
	On-market buy-back	or last Appendix 3D)	
2	Name of broker who will act on the company's behalf		
3	Deleted 30/9/2001.		
4	If the company intends to buy back a maximum number of shares – that number		
	Note: This requires a figure to be included, not a percentage. The reference to a maximum number is to the total number including shares/units already bought back and shares/units remaining to be bought back. If the total has not changed, the item does not need to be completed.		

⁺ See chapter 19 for defined terms.

		Column 1 (Details announced to market in Appendix 3C or last Appendix 3D)	Column 2 (Details of change to buy-back proposals)	
5	If the company intends to buy back a maximum number of shares – the number remaining to be bought back	1,730,490	1,726,753	
6	If the company intends to buy-back shares within a period of time – that period of time; if the company intends that the buy-back be of unlimited duration - that intention	to 28 NOVEMBER 2011	29 NOVEMBER 2011 to 28 NOVEMBER 2012	
7	If the company intends to buy back shares if conditions are met – those conditions			
All buy-backs				
8	Any other change			
9	Reason for change	EXTENSION OF ON MA PERIOD	RKET BUY-BACK	

⁺ See chapter 19 for defined terms.

Appendix 3D Page 2

11/01/2010

10 Any other information material to a shareholder's decision whether to accept the offer (eg, details of any proposed takeover bid)		
Compliance statement		
 The company is in compliance with all Corporations Act requirements relevant to this buy-back. 		
2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.		
Sign here: Date: 15 November 2011 (Company secretary)		
Print name: Peter W Horton		
1 IIIV III III III III III III III III I		
THE PARTY CHARGOS CHARGOS MANIMA CANODIS		

⁺ See chapter 19 for defined terms.