

Form 604

Corporations Law
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme **Starpharma Holdings Limited**

ACN/ARSN

1. Details of substantial holder (1)

Name **M&G Investment Funds (1)
M&G Investment Management Limited
M&G Limited
M&G Group Limited
M&G Securities Limited
Prudential plc**

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on **04 April 2013**
The previous notice was given to the company on **10 December 2012**
The previous notice was dated **10 December 2012**

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 Security (4)	Previous Notice		Present Notice	
	Person's votes	Voting Power (5)	Person's votes	Voting Power (5)
Ordinary	31,234,954	11.01%	34,174,302	12.04%

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
	M&G Investment Funds (1) M&G Investment Management Limited M&G Limited M&G Group Limited M&G Securities Limited Prudential plc				
		PLEASE SEE ANNEX 1 (Below)			

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)	Class and number of securities
M&G Investment Funds (1) M&G Investment Management Limited M&G Limited M&G Group Limited M&G Securities Limited Prudential plc	State Street Nominees Limited A/C GMBM	State Street Nominees Limited A/C GMBM	33,250,000
M&G Investment Management Limited M&G Limited M&G Group Limited M&G Securities Limited Prudential plc	JNL/M&G GLOBAL BASICS FUND	JNL/M&G GLOBAL BASICS FUND	924,302

5. Changes in association

The persons who have been 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 CAN/ARSN (if applicable)	Nature of association
M&G Investment Funds (1)	An Open Ended Investment Company (Separate Legal Entity, not within the Prudential plc group of companies), the assets are managed by M&G Investment Management Limited, which is a wholly owned subsidiary of Prudential Plc, as are M&G Limited and M&G Group Limited and as such these companies are included within this notice. Since the previous notice there has been no change in overall ownership structure of the assets.

6. Addresses

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

Name	Address
M&G Investment Funds (1)	Laurence Pountney Hill, London EC4R 0HH, England
M&G Investment Management Limited	Laurence Pountney Hill, London EC4R 0HH, England
M&G Securities Limited	Laurence Pountney Hill, London EC4R 0HH, England
M&G Limited	Laurence Pountney Hill, London EC4R 0HH, England
M&G Group Limited	Laurence Pountney Hill, London EC4R 0HH, England
Prudential plc	Laurence Pountney Hill, London EC4R 0HH, England
State Street Nominees Limited	20 Churchill Place, Canary Wharf, London E14 5HJ, England

Signature

Poonam Mulji

Date: 05 April 2013

sign here

print name

Poonam Mulji

capacity Supervisor of Notifiables

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 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Law.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Law.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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 Law.
- (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) 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.

Annex 1: Transactions 08 December 2012 – 04 April 2013

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
M&G Investment Funds (1), M&G Investment Management Limited, M&G Limited, M&G Group Limited, M&G Securities Limited Prudential Plc (M&G GLOBAL BASICS FUND - AUST)	10-Dec-12	122,011		114239
	11-Dec-12	245,108		224376
	12-Dec-12	274,881		243692
	13-Dec-12	258,533		225574
	14-Dec-12	210,284		185074
	17-Dec-12	115,767		101063
	18-Dec-12	103,749		89149
	19-Dec-12	177,674		146215
	20-Dec-12	241,534		194954
	27-Dec-12	22,645		18199
	28-Dec-12	80,469		63244
	02-Jan-13	132,136		97477
	03-Jan-13	260,602		194954
	04-Jan-13	118,183		90166
	07-Jan-13	32,319		24607
	08-Jan-13	72,543		54382
	09-Jan-13	55,223		41955
	10-Jan-13	19,193		14622
	11-Jan-13	74,007		56891
	14-Jan-13	42,092		32224
	15-Jan-13	107,285		82472
	16-Jan-13	68,912		53612
	17-Jan-13	36,906		28578
	18-Jan-13	109,628		83874
	21-Jan-13	6,349		4874
	22-Jan-13	56,583		43794
23-Jan-13	50,195		39061	
24-Jan-13	12,597		9748	
04-Apr-13	308,391		250000	
M&G Investment Management Limited, M&G Limited, M&G Group Limited, Prudential plc (JNL/M&G Global Basics Fund - JBCS)	02-Jan-13	3,420		2523
	03-Jan-13	6,745		5046
	04-Jan-13	3,059		2334
	07-Jan-13	837		637
	08-Jan-13	1,878		1408
	09-Jan-13	1,429		1086
	10-Dec-12	3,158		2957
	10-Jan-13	496		378
	11-Dec-12	6,345		5808
	11-Jan-13	1,915		1472
	12-Dec-12	7,115		6308
	13-Dec-12	6,692		5839
	14-Dec-12	5,442		4790
	14-Jan-13	1,089		834
	15-Jan-13	2,777		2135

	16-Jan-13	1,784		1388
	17-Dec-12	2,997		2616
	17-Jan-13	956		740
	18-Dec-12	2,686		2308
	18-Jan-13	2,836		2170
	19-Dec-12	4,599		3785
	20-Dec-12	6,252		5046
	21-Jan-13	164		126
	22-Jan-13	1,465		1134
	23-Jan-13	1,299		1011
	24-Jan-13	326		252
	26-Mar-13	48,919		43417
	27-Dec-12	586		471
	27-Mar-13	23,070		20622
	28-Dec-12	2,083		1637